VRE OPERATIONS BOARD MEETING

March 21, 2014 9:30 am
PRTC Headquarters
14700 Potomac Mills Road
Woodbridge, VA 22192

AGENDA

1. Pledge of Allegiance
2. Roll Call
3. Approval of Agenda
4. Approval of Minutes from the January 17, 2014, VRE Operations Board Meeting
5. Chairman’s Comments
6. Chief Executive Officer’s Report
7. Virginia Railway Express Riders’ and Public Comments
8. Action Items
   A. Authorization to Execute an Amended Operating Access Agreement with Norfolk Southern
   B. Authorization to Award a Contract for Construction of the Lorton Station Platform Extension Project
   C. Authorization to Execute an Agreement for Utility Relocation Work for the Lorton Station Platform Extension Project
D. Authorization to Execute a Force Account Agreement with CSX for the Lorton Station Platform Extension Project

E. Authorization to Execute a Force Account Agreement with CSX for the Alexandria King Street Pedestrian Tunnel Project

F. Authorization to Execute a Force Account Agreement with CSX for the L’Enfant Storage Track Project

G. Authorization to Execute a Contract for Advertising Sales Revenue

H. Authorization to Award a GEC VI Task Order for Project Management Services

I. Recommendation that the Commissions Authorize Execution of NVTA Project Agreements

9. Information Item

   A. Legislative Update

   B. TIGER Grant for Long Bridge Expansion

10. Closed Session

11. Operations Board Members’ Time

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Joint Audit Committee Meeting March 21, 2014 – 9:00 am

The next VRE Operations Board meeting
April 18, 2014 - 9:30 am
# MINUTES
## VRE Operations Board Meeting
**PTC Headquarters – Prince William County, Virginia**  
**January 17, 2014**

**Members Present** | **Jurisdiction**
---|---
Sharon Bulova (NVTC) | Fairfax County
Maureen Caddigan (PTC) | Prince William County
John Cook (NVTC) | Fairfax County
Wally Covington (PTC) | Prince William County
John D. Jenkins (PTC)* | Prince William County
Matt Kelly (PTC) | City of Fredericksburg
Paul Milde (PTC) | Stafford County
Jennifer Mitchell | DRPT
Gary Skinner (PTC) | Spotsylvania County
Paul Smedberg (NVTC) | City of Alexandria
J. Walter Tejada (NVTC)* | Arlington County
Jonathan Way (PTC) | City of Manassas

**Members Absent** | **Jurisdiction**
---|---
Suhas Naddoni (PTC) | City of Manassas Park
Bob Thomas (PTC) | Stafford County

**Alternates Present** | **Jurisdiction**
---|---

**Alternates Absent** | **Jurisdiction**
---|---
Marc Aveni (PTC) | City of Manassas
Brad Ellis (PTC) | City of Fredericksburg
Jay Fisette (NVTC) | Arlington County
Frank C. Jones (PTC) | City of Manassas Park
Tim Lovain (NVTC) | City of Alexandria
Michael C. May (PTC) | Prince William County
Jeff McKay (NVTC) | Fairfax County
Martin E. Nohe (PTC) | Prince William County
Kevin Page | DRPT
Paul Trampe (PTC) | Spotsylvania County

**Staff and General Public**

| Doug Allen – VRE | Charles Kilpatrick – VDOT Commissioner |
| Anthony Ayala – VRE | Ann King – VRE |
| Donna Boxer – VRE | Mike Lake – Fairfax County |
| Nancy Collins – Stafford County | Lezlie Lamb – VRE |
| Kelley Coyner – NVTC staff | Aubrey Layne – Secretary of Transportation |
| Rich Dalton – VRE | Bob Leibrandt – Prince William County |
| Maxime Devilliers – Citizen | Steve麦sca – VRE counsel |
| Nicholas Donahue – Deputy Secretary of Transportation | Betsy Massie – PRTC staff |
| John Duque – VRE | Foster Nichols – PB |
| Patrick Durany - Prince William County | Dick Peacock – Citizen |
| Arnold Gilbo – Keolis | Lynn Rivers – Arlington County |
| Rhonda Gilchrest – NVTC staff | Mike Schaller – Citizen |
| Al Harf – PRTC staff | Scott Schenk – Free Lance Star |
| Chris Henry – VRE | Brett Shorter – VRE |
| Christine Hoeffner – VRE | Joe Swartz – VRE |
| Joe Swartz – VRE | Mark Thomas – Fairfax County |

* Delineates arrival following the commencement of the Board meeting. Notation of exact arrival time is included in the body of the minutes.
Chairman Smedberg called the meeting to order at 9:33 A.M. Following the Pledge of Allegiance, Chairman Smedberg welcomed Secretary of Transportation Aubrey Layne and gave him an opportunity to address the Board.

Secretary Layne extended greetings from Governor McAuliffe, including a message from the Governor that the administration looks forward to working with the VRE Operations Board over the next four years. He introduced several members of his staff: Jennifer Mitchell, Director of the Department of Rail and Public Transportation (DRPT), Nicholas Donahue, Deputy Secretary of Transportation, and Charles Kilpatrick, Commissioner of the Virginia Department of Transportation (VDOT). He also announced several other key members of his staff who were not present, including Grindley Johnson, Deputy Secretary of Transportation, and Quintin Elliott, Chief Deputy Commissioner of VDOT.

Secretary Layne observed that Northern Virginia is very important to the state and he pledges that this region will get the attention it deserves down in Richmond. He stated that VRE has some important projects underway, including the extension to Spotsylvania County, the Alexandria King Street Station Pedestrian Tunnel Project, and the Potomac Shores Station development. These projects will all be completed within the next few years and the McAuliffe administration wants to be a supportive partner.

Secretary Layne announced that under the leadership of DRPT Director Mitchell, $3.8 million in state matching grant funds were released yesterday for VRE track access costs. The state is also dedicated to working with VRE to find a multi-year solution for future stable funding for the track access fees.

Secretary Layne stated that the Governor has made it clear: The best decisions are made with local input and local decision making. He sees his role as Secretary of Transportation as VRE’s advocate to help VRE get the resources it needs. He is accountable to the citizens of Virginia but in the end the VRE Operations Board are the elected officials serving the citizens of Northern Virginia. He views the role of the state as supporting VRE with the resources needed to be successful. The state does have oversight for compliance and legal issues; is available to give guidance on policy; and wants to ensure that it is being a good steward of state funds and federal pass-through funding, but at the end of the day, policy needs to be in the hands of the local elected officials. He noted that there may be disagreements along the way, but the state is committed to working collaboratively with VRE. As a former CTB member, he is familiar with many VRE projects and although he may not yet understand all the political undertones, he will.

Secretary Layne then introduced Jennifer Mitchell, who is the new DRPT Director and will serve on the VRE Operations Board. Ms. Mitchell stated that she is from Alexandria and is a transportation planner by training, with specific experience working in the rail and transit fields over the last 20 years. She is familiar with VRE and its issues and looks forward to working with VRE as a partner.

Mr. Cook thanked Secretary Layne and his staff for coming to this meeting and for their encouraging words. He observed that the Operations Board works as a non-partisan group when they meet and the Board is very proud of its rail system and the work being done,
including voting today on the final VRE System Plan; establishing a Joint Audit Committee where a Management Audit is being conducted to make sure VRE is structured in a managerial way to fulfill the new mission of the System Plan; and hiring a new CEO, who has done an outstanding job over the last year. Mr. Cook stated that he looks forward to this new partnership between VRE and the state.

Mr. Skinner stated that it is an honor to have the Secretary of Transportation at this meeting. He congratulated Secretary Layne for his hiring of Mr. Kilpatrick and Mr. Elliott, who have done phenomenal work for Spotsylvania County. Mr. Skinner stated that it will be an exciting day when he can send an invitation to Governor McAuliffe and Secretary Layne to participate in the ribbon cutting ceremony for the opening of the Spotsylvania VRE Station later this year.

Secretary Layne observed that Northern Virginia is the economic engine for the rest of the Commonwealth. He explained that it is important to him to have Northern Virginia well represented on his team so that he and his staff can better understand Northern Virginia issues.

Ms. Caddigan stated that it is an honor to have Secretary Layne come to this meeting. She observed that it is “music to our ears” to hear that the state is willing to work with VRE and to listen. She looks forward to working with the state on the Potomac Shores Station development, which is in her district.

[Mr. Tejada arrived at 9:43 A.M. and Mr. Jenkins arrived at 9:45 A.M.]

Ms. Bulova stated that the VRE Operations Board operates on a bi-partisan basis where the Board Members leave their party affiliations at the door and work together on the business of operating VRE. VRE riders truly feel part of the VRE family. Mr. Smedberg agreed and also thanked Secretary Layne for coming and he looks forward to working with Ms. Mitchell as a fellow member of the VRE Operations Board.

**Approval of the Agenda – 3**

Mr. Kelly moved, with a second by Ms. Bulova, to approve the agenda. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Mitchell, Skinner, Smedberg, Tejada and Way.

**Approval of the Minutes of the December 20, 2013 Operations Board Meeting – 4**

Mr. Milde moved approval of the minutes and Mr. Kelly seconded. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Skinner, Smedberg, Tejada and Way. Ms. Mitchell abstained.
Installation of New Officers – 5

Chairman Smedberg announced the installation of the new officers for 2014, which were voted on at the December meeting:

- **Chairman:** Paul Milde
- **Vice Chairman:** John Cook
- **Secretary:** Gary Skinner
- **Treasurer:** Paul Smedberg

Chairman Smedberg handed the gavel over to Mr. Milde.

Chairman Milde thanked Secretary Layne and DRPT Director Mitchell for taking time out of their very busy schedules to come to this meeting. Secretary Layne’s comments are refreshing and the VRE Operations Board looks forward to working collaboratively with the state.

Chairman Milde also thanked Mr. Smedberg for his leadership and guidance over the last year, which included many challenges that VRE was able to turn into opportunities. On behalf of the Operations Board, Chairman Milde presented a framed photograph of a VRE station to Mr. Smedberg in appreciated for his outstanding leadership during 2013.

Mr. Smedberg thanked the Board and stated that it was an honor to serve as Chairman during the last year. He agreed that there were major challenges but noted that one of the best things they did was to hire Doug Allen as the Chief Executive Officer, who deserves a lot of the credit for the success of the past year.

New Chairman’s Comments – 6

Chairman Milde welcomed the new Operations Board Members, Jennifer Mitchell and Walter Tejada. Mr. Tejada stated that it will be hard to replace Mr. Zimmerman but he looks forward to representing Arlington County on the VRE Operations Board and working with the rest of the Board.

Chairman Milde gave a brief review of 2013, which includes strong ridership of almost 19,000 average daily ridership with 60 days over 20,000, even with sequestration and the government shutdown in October; overall on-time performance of 95 percent for the year; the VRE System Plan that lays out VRE’s future through 2040; and VRE’s budget, which increased by $35 million without increasing fares or overall jurisdictional subsidies.

Chief Executive Officer’s Report – 7

On behalf of the VRE staff, Mr. Allen thanked Mr. Smedberg for his work as Chairman over the past year. He also welcomed Jennifer Mitchell and Walter Tejada as new members of
the Operations Board. He reported that VRE already conducted an orientation session for Mr. Tejada, which included a short train ride from Crystal City to Alexandria. Mr. Tejada thanked staff for the thorough orientation and for answering all his questions. Mr. Allen explained that Mr. Swartz is in the process of refining the new member orientation process. A full system ride will be schedule for a later date and any Board Member is welcome to participate. Mr. Allen stated that he has a meeting scheduled with Ms. Mitchell for next week.

Mr. Allen reported that on-time performance (OTP) for the month of December was 93 percent. There was one particularly bad day with major delays when a wheelchair lift malfunctioned at L’Enfant Station. VRE is working with the contractor on this issue. He also announced that there was an unfortunate fatality on January 15th when a person crossing the tracks was hit by a VRE train near the Burke Station. The accident is still under investigation. Mr. Cook stated that there is a fence along the tracks in that location and asked VRE staff to work with Fairfax County staff to determine if the fence is secure.

Mr. Allen announced that Mr. Dalton worked with Amtrak to add two more Amtrak trains (one northbound and one southbound on the Fredericksburg line) to the step-up fare program effective January 27, 2014. These are considered reverse flow trains leaving at 7:30 A.M. from Union Station southbound towards Fredericksburg and 8:00 P.M. leaving the Fredericksburg Station northbound to Union Station. This is the beginning of some reverse flow service, which is a component of the VRE System Plan.

Chairman Milde asked about what type of ticket can be used with a step-up fare. Mr. Dalton explained that single ride or two-trip tickets cannot be used. Passengers with a valid 10-ride, monthly pass, TLC pass, or five-day ticket can use the step-up program. The concept is to offer this program as an extra service to regular VRE riders.

Mr. Jenkins asked if these two trains are the ones mentioned in Mr. Peacock’s article. Mr. Peacock stated that two of the four trains he proposed are now included in the step-up program. Mr. Jenkins asked staff to look at getting the other two trains incorporated into the step-up program if possible. Mr. Allen stated that each step-up fare costs VRE $5, but staff believes that there is a value to the customer to provide this service.

Mr. Allen announced that VRE’s Legislative Reception is scheduled for 6:00-8:00 P.M. on January 30th at the Main Street Station in Richmond. Secretary Layne and DRPT Director Mitchell, along with the Virginia General Assembly have been invited to attend. He encouraged VRE Board Members to also attend.

Mr. Way asked about the favorable budget variance of $3 million in the VRE Operating Budget. Mr. Allen explained that this variance is primarily due to a budget amendment that added $870,000; $560,000 under budget for fuel; $490,000 savings under facilities and maintenance; and salary savings due to some vacancies in staff positions. Mr. Way stated that this is good news.
Maxime Devilliers, a senior at the University of Mary Washington in Fredericksburg, reported that 275,000 people live in the Spotsylvania/Stafford/Fredericksburg area. The University of Mary Washington has 4,200 undergraduate students, 800 graduate students, and 950 faculty and staff members. All these people would benefit from weekend VRE service, as well as reverse flow service. The Chamber of Commerce would also benefit from more tourists and visitors coming to Fredericksburg. Mr. Devilliers stated that many young people and students are not aware of VRE. Although young, they are not free-loaders and pay taxes every day, including sales tax, liquor tax, and transportation tax. He observed that other metropolitan areas have weekend commuter rail service, including New York City, Boston, and Paris, France. Mr. Devilliers stated that he has 450 signatures on a petition in support of weekend VRE service. He stated that weekend service and reverse flow service would truly enhance the quality of life for the residents of the Metropolitan Washington region.

Mr. Smedberg thanked Mr. Devilliers for coming and stated that he did receive the package Mr. Devilliers sent but there was no contact information to respond. He asked Mr. Devilliers to provide his contact information to staff.

Mr. Skinner asked if the current step-up program is available on the weekends. Mr. Allen stated that it is only available during VRE service operations. Mr. Skinner suggested VRE coordinate with Amtrak on this, since VRE 10-trip tickets are valid for a full year, students could buy a ticket and use it with a step-up fare through the course of the year.

Ms. Bulova thanked Mr. Devilliers for making the VRE Operations Board aware of this issue. She stated that later this summer she will be holding an “Evolution of the Work Place” symposium where work experiences and expectations will be traced over the decades. She stated that the millennial generation is very much interested in mass transit and public transportation and Mr. Devilliers’ comments are right on track with these trends. She asked staff to look at how VRE could accommodate students and residents in the Spotsylvania, Stafford and Fredericksburg area. There may be some creative ways to provide service.

Mr. Tejada stated that VRE has an opportunity to develop an outreach strategy to inform these university students about VRE. Weekend service would require resources, but VRE could at least explore the feasibility and cost. At a minimum, VRE should have an outreach campaign to people who may not know about VRE and its existing service, including outreach to non-English speaking residents. Chairman Milde noted that VRE is constrained by capacity issues, both with seats and capacity on the rail lines. Weekend service would require time and money. These are all issues that would need to be resolved before adding weekend service.

Dick Peacock expressed his support for Mr. Devilliers’ comments. He observed that many commuter rail systems have weekend service. He suggested VRE could begin weekend service on Saturdays and if successful, then could expand to Sundays. He also suggested
VRE write a few articles for the university newspaper to inform the students about current VRE service. University of Mary Washington students already have bus service available to and from campus to the Fredericksburg VRE station.

Mr. Allen reported that on Monday, January 20th, VRE will run limited “S” schedule for the federal holiday/Martin Luther King Day. Mr. Way stated that it will be interesting to see the ridership, revenues and costs of providing this service. Chairman Milde asked staff to report back to the Operations Board and provide this information.

Mr. Kelly stated that the City of Fredericksburg is a tourist destination and it is important to encourage people from the metropolitan Washington area to come down to visit Fredericksburg. He stated that the City of Fredericksburg would be very interested in weekend VRE service and reverse flow service that Mr. Devilliers is recommending, but it will take time, work and money. The reality is that VRE has major capacity issues. He stated that it will be interesting to see ridership data on VRE’s “S” schedule for Martin Luther King Day. Chairman Milde stated that over the last 10 years, VRE ridership has grown 130 percent and is now constrained by capacity issues.

Consent Agenda – 9

On a motion by Mr. Kelly and a second by Mr. Way, the Board unanimously approved the following Consent Agenda Items:

- Resolution #9A-01-2014: Authorization to Issue an Invitation for Bid (IFB) for Rehabilitation of Wheel Sets
- Resolution #9B-01-2014: Authorization to Issue an Invitation for Bid (IFB) for Replacement of Stairs at Rippon Station
- Resolution #9C-01-2014: Authorization to Issue a Request for Proposals (RFP) for Repair and Overhaul Services for Locomotive Rotating Electrical Equipment

The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Mitchell, Skinner, Smedberg, Tejada and Way.

Authorization to Award a MEC V Task Order for Engineering Oversight for New Passenger Railcars – 10A

Mr. Allen explained that Resolution #10A-01-2014 would authorize him to execute a task order contract with STV, Incorporated for engineering oversight for the purchase of seven new passenger railcars in the amount not to exceed $850,000, plus a five percent contingency of $42,500, for a total amount not to exceed $892,500.

Ms. Bulova moved, with a second by Ms. Caddigan, to approve Resolution #10A-01-2014. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Mitchell, Skinner, Smedberg, Tejada and Way.
Purchase of Expansion Railcars – 10B

Mr. Allen stated that the VRE Operations Board is being asked to approve a revised funding plan for the purchase of 14 expansion railcars and to refer the plan to the Commissions for their consideration and subsequent referral to the jurisdictions to include as part of their adoption of the VRE Operating and Capital Budgets. Resolution #10B-01-2014 would accomplish this.

Mr. Allen explained that NVTA funding was to be used to help purchase nine of these railcars, but staff and legal counsel have not been able to resolve a number of issues. As a result, staff has developed an alternate funding plan for the purchase of the 14 railcars in order to move forward on the purchase. The plan is based on the purchase of five railcars in FY 2015 and nine in FY 2016, all with a combination of 68 percent state funding, with the remaining 32 percent from a combination of federal formula funds and VRE funds. The FY 2015 subsidy amount would not change and no additional contribution would be needed from any jurisdictions.

Mr. Way asked if VRE staff is assured that VRE has the funding. Mr. Allen explained that VRE plans to submit a state grant for 68 percent of the cost of the railcars. Ms. Boxer explained that there would be a reallocation of formula funds and VRE would not purchase any railcars until the funding was in place. FY 2015 funding is already in place for the first five railcars.

Ms. Bulova stated that NVTC had a lengthy discussion at its last meeting on the NVTA funding issue. She expressed her appreciation to VRE staff for coming up with an alternative plan so that the railcars can run the entire VRE system. Mr. Cook agreed that this is a good solution. VRE needs to continue to work on accessing NVTA funding for the future. VRE should work with the new administration in Richmond to help reach consensus on how NVTA funding can be used. Ms. Mitchell stated that since she has not had a chance to understand the complexity of this issue, she will abstain from the vote.

Mr. Jenkins moved, with a second by Ms. Bulova, to approve Resolution #10B-01-2014.

Mr. Smedberg agreed with Ms. Bulova and Mr. Cook and stated that it is important to keep moving forward. He suggested putting together a Working Group to keep the momentum going on the funding discussion because there are NVTA issues that need to be resolved for both VRE and WMATA. Ms. Coyner noted that there are already plans to put together a Working Group and NVTC and PRTC will be included.

Mr. Harf suggested adding the following language to the resolution, “Be it further resolved that the VRE Operations Board provide provisional authorization to submit the state grant application by the February 1, 2014 deadline.” Mr. Jenkins and Ms. Bulova agreed to accept this friendly amendment.
Mr. Kelly thanked staff for coming up with an alternative plan. This now gives VRE time to work with others on the NVTA funding issue. He asked that FAMPO be included in at least some of the discussions with NVTC and NVTA so they have a clear understanding of how these issues could impact FAMPO. Ms. Coyner stated that Mr. Harf has been very involved representing the PRTC jurisdictions, but agreed that FAMPO should be included in some of the discussions.

In response to a question from Chairman Milde, several Board Members gave a brief explanation of the major issues regarding the NVTA funding as it relates to the three southern jurisdictions.

Mr. Skinner observed that with HOT lanes extending down I-95 to Stafford County and in the future extending down into Spotsylvania County and VRE service already serving this area, he would like to see a discussion of expanding the NVTA region to include the southern jurisdictions. Chairman Milde stated that those jurisdictions would need to increase their sales tax, which might be a tough sell. Mr. Skinner stated that it is important to understand the benefits and consequences either way.

Ms. Mitchell asked if the state grant request is already in the Five-Year Plan. Ms. Boxer stated that it was not included in last year’s plan, but will be included in the next cycle. Ms. Hoeffner stated that VRE’s Transit Development Plan was submitted as a draft before VRE approved its budget. VRE has already notified DRPT that VRE intends to submit a final version that reflects these changes.

The Board then voted on the amended motion and it passed. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Skinner, Smedberg, Tejada and Way. Ms. Mitchell abstained.

Adoption of the VRE System Plan – 10C

Mr. Allen stated that the VRE Operations Board is being asked to adopt the VRE System Plan and refer the Plan to the Commissions for their review and approval. Resolution #10C-01-2014 would accomplish this.

Mr. Allen explained that staff is ready to give a presentation on the System Plan. Ms. Bulova noted that she needs to leave at 11:00 A.M. Ms. Mitchell stated that she has to leave at the same time. Since the Board has had several presentations over the past few months, Ms. Bulova suggested skipping the presentation. There were no objections.

Mr. Cook moved, with a second by Mr. Covington, to approve Resolution #10C-01-2014.

Mr. Way noted that the cover memo states that the Board qualifies support for the longer term growth and expansion concepts. In his view, this is consistent with VRE’s mission statement, with the understanding that while Phase 3 of the System Plan is discussable, it is not a commitment. He also observed that Phase 2 recommends major investments to the
Long Bridge corridor between Alexandria and L’Enfant Station, including expanding capacity across the Potomac River. Mr. Allen explained that once the System Plan is approved, VRE will spend more time with CSX and other partners to begin to study the Long Bridge corridor issue, including cost estimates and development plans. Staff would return to the Board with recommendations. Mr. Allen explained that the Long Bridge, where the rail line crosses over the Potomac River into the District of Columbia, is a limiting factor to overall capacity. The DC Department of Transportation is currently leading a Long Bridge study. As VRE looks to add capacity, this would be a significant capacity improvement for the entire railroad.

Mr. Kelly observed that VRE expansion to Gainesville-Haymarket is part of the System Plan. Although there was also discussion of expanding service into Caroline County, VRE determined that it is not ready for that kind of expansion. He asked staff to convey VRE’s position. Mr. Allen stated that he and Mr. Harf have conveyed that information.

The Board then voted on the motion and it passed. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Mitchell, Skinner, Smedberg, Tejada and Way.

Information Item: Discussion of Legislative Agenda – 11

Mr. Allen reminded the Board that at the last meeting it amended the Legislative Agenda to include the weighted voting issue. In response to a question from Mr. Covington, Mr. Allen explained that Delegate Filler-Corn offered to introduce legislation to repeal the weighted vote legislation. Her bill has now been assigned to a subcommittee. Ms. Mitchell stated that DRPT is very open to further discussions on this issue. Should the weighted voting go into effect on July 1, 2014, DRPT is committed to working together with VRE as a partner. Right now, the Commonwealth is not taking any position on pending legislation. She would like to know the issues and the practical implications. Mr. Allen stated that this can be discussed at their meeting next week.

Mr. Cook stated that there are practical problems with the current legislation because the Master Agreement may have to be amended. There is some concern that some jurisdictions would not have the support to approve an amendment. He stated that a delay of a year would be helpful if the current legislation cannot be repealed.

Mr. Kelly stated that he would like to see at some point VRE have a discussion about how VRE can sustain the level of service with the current organization and financial structure as it expands its service or will there need to be changes. He also looks forward to working with the new administration on these issues.

Mr. Covington stated that the General Assembly may be more inclined to reach consensus to extend the implementation for another year for the weighted vote issue. Mr. Cook stated that he is willing to make a motion to offer an amendment as an alternate plan to VRE’s legislative program to seek delay for another year. Ms. Bulova stated that ultimately VRE
wants the legislation repealed, but Plan B could be to seek an extension. Mr. MacIsaac stated that verbal direction to staff is adequate and no motion is required. Secretary Layne stated that because the state wants to fully understand the issue before taking a legislative position, a delayed implementation of a year would be a good idea.

Closed Session – 12

Mr. Cook moved, with a second by Mr. Smedberg, the following motion:

Pursuant to the Virginia Freedom of Information Act (Sections 2.2-3711A (1) (3) and (7) of the Code of Virginia); the VRE Operations Board authorizes a Closed Session for the purpose of discussing personnel matters; one matter involving the acquisition of real property for public purposes where discussion in public could adversely impact the VRE’s negotiating position; and three matters requiring consultation with counsel and appropriate staff concerning (1) recent amendments to sections 15.2-4507.C and 15.2-4512 of the Code of Virginia; (2) the legal requirements applicable to use of NVTA funds to purchase VRE rail cars; and (3) the contractual provisions applicable to VRE’s construction of a station in Spotsylvania County.

The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Mitchell, Skinner, Smedberg, Tejada and Way.

The Board entered into Closed Session at 11:08 A.M.

[Ms. Bulova and Ms. Mitchell left as the Board entered the Closed Session. Ms. Bulova rejoined the Board during the Closed Session.]

The Board returned to Open Session at 12:15 P.M.

Mr. Way moved, with a second by Mr. Kelly, the following certification:

The VRE Operations Board certifies that, to the best of each member’s knowledge and with no individual member dissenting, at the just concluded Closed Session:

1. Only public business matters lawfully exempted from open meeting requirements under Chapter 37, Title 2.2 of the Code of Virginia were discussed; and

2. Only such public business matters as were identified in the motion by which the Closed Session was convened were heard, discussed or considered.
The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Skinner, Smedberg, Tejada and Way.

Chairman Milde moved, with a second by Mr. Cook, to approve the recommendations brought forth by the Executive Committee as amended in Closed Session in regards to Mr. Allen’s employment agreement. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Covington, Jenkins, Kelly, Milde, Skinner, Smedberg, Tejada and Way.

[Mr. Jenkins left the meeting at 12:17 P.M.]

Chairman Milde stated that Mr. Allen is doing an outstanding job and he is impressed with what he has accomplished for VRE. Mr. Smedberg commended Mr. Allen for his work over the last year and highlighted some of his major accomplishments, which include the establishing the Capital Subcommittee; creating the VRE System Plan; reorganizing staff; continuing to improve customer satisfaction; and working through the DRPT issues and other challenges. Mr. Cook stated that the Board will conduct a performance review with Mr. Allen during a future Closed Session but the Board wanted to publicly express their appreciation to Mr. Allen for the great job he is doing. Ms. Caddigan noted that VRE made the right choice when they hired Mr. Allen.

Mr. Allen thanked the Board for their kind words and stated that it has been a pleasure working with the Operations Board, staff and its partners.

Operations Board Members’ Time –13

Mr. Way announced that the Capital Subcommittee will be preparing an economic justification for a Heavy Maintenance Life Cycle Program. The Committee will be working with staff on this.
Adjournment

Without objection, Chairman Milde adjourned the meeting at 12:19 P.M.

Approved this 21st day of February, 2014.

_____________________________
Paul Milde
Chairman

_____________________________
Gary Skinner
Secretary

CERTIFICATION

This certification hereby acknowledges that the minutes for the January 17, 2014 Virginia Railway Express Operations Board Meeting have been recorded to the best of my ability.

Rhonda Gilchrest
Agenda Item 8-A  
Action Item

To: Chairman Milde and the VRE Operations Board
From: Doug Allen
Date: March 21, 2014
Re: Authorization to Execute an Amended Operating Access Agreement with Norfolk Southern

Recommendation:

The VRE Operations Board is being asked to recommend that the Commissions authorize the Chief Executive Officer to execute an amended Operating Access Agreement with Norfolk Southern Corporation for track access with an effective date of July 1, 2013.

Background:

The VRE has an Operating Access Agreement with Norfolk Southern Corporation related to VRE operations in the Manassas to Alexandria corridor. That agreement, entered into in 1989, has been amended and extended numerous times over the past several years, most recently this past December, with an agreed upon extension to July 31, 2014. Following detailed negotiation sessions with Norfolk Southern Corporation representatives on the terms of a new agreement, a recommended agreement has been reached. The major issue preventing an agreement earlier had been the level of liability coverage. However, agreement has been reached to maintain the current level established at $250 million as with the previous agreement. Also, during the current negotiations, Norfolk Southern representatives required the effective date of the new agreement become retroactive to July 1, 2013.
**TERMS OF CONTRACT RENEWAL WITH NORFOLK SOUTHERN CORPORATION**

<table>
<thead>
<tr>
<th>Item</th>
<th>Current Contract</th>
<th>New Contract</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Term</td>
<td>Five year term (expired in 2005); multiple 6 month extensions</td>
<td>Five year term with additional five year option</td>
<td>The parties can agree to renew agreement if no material changes to existing agreement is necessary; parties can also meet to discuss renewals at anytime during the contract term if significant changes are necessary.</td>
</tr>
<tr>
<td>Escalator</td>
<td>4%</td>
<td>AAR Index</td>
<td>Rate for FY2015 is .10%</td>
</tr>
<tr>
<td>Deadhead Trains</td>
<td>Not clearly defined</td>
<td>Clearly defines deadhead trains</td>
<td>This allows VRE to reposition equipment by coupling together two consist if necessary without additional charges.</td>
</tr>
<tr>
<td>Liability Coverage</td>
<td>$250M with terrorism coverage</td>
<td>$250M with terrorism coverage</td>
<td>No increase in the level of coverage</td>
</tr>
<tr>
<td>Access Fee</td>
<td>Base fee plus actual train miles</td>
<td>Base fee plus actual train miles</td>
<td>No change</td>
</tr>
</tbody>
</table>

**Fiscal Impact:**

Funding for the Norfolk Southern track access fee has been included in the FY 2014 and FY 2015 budgets, including an estimated escalation of 4%. Funding for additional fiscal years will be included in the annual budgets submitted for approval to the VRE Operations Board and Commissions.

<table>
<thead>
<tr>
<th>Fiscal Year</th>
<th>Budget</th>
<th>Projected</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2014</td>
<td>$3,092,629</td>
<td>$3,070,009</td>
</tr>
<tr>
<td>FY2015</td>
<td>$3,210,000</td>
<td>$3,073,079</td>
</tr>
</tbody>
</table>
Virginia Railway Express  
Operations Board  

Resolution  
8A-03-2014  

Authorization to Execute an Amended Operating Access Agreement with Norfolk Southern  

WHEREAS, the Commission currently have an amended Operating Access Agreement with Norfolk Southern Corporation with Commission authority to extend through July 31, 2014; and,  

WHEREAS, following detailed negotiations with Norfolk Southern Corporation representatives an agreement has been reached for a new amended and restated Operating Access Agreement; and,  

WHEREAS, the new Agreement allows for renewal after 5 years if no major changes are necessary to the existing Agreement; and,  

WHEREAS, escalation of the base payment and train mile fees are now based on the AAR index adjusted annually; and,  

WHEREAS, funding for the Norfolk Southern track access fees has been included in the FY 2014 and FY 2015 budgets, including an estimated annual escalation of 4%.  

WHEREAS, funding for additional fiscal years will be included in the annual budgets submitted for approval to the VRE Operations Board and Commissions.  

NOW, THEREFORE, BE IT RESOLVED THAT, The VRE Operations Board is being asked to recommend that the Commissions authorize the Chief Executive Officer to execute an amended Operating Access Agreement with Norfolk Southern Corporation for track access with an effective date of July 1, 2013.

Approved this 21st day of March 2014

______________________________
Paul Milde  
Chairman  

______________________________
Gary Skinner  
Secretary
To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Authorization to Award a Contract for Construction of the Lorton Station Platform Extension Project

Recommendation:

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a contract with Hammerhead Construction of Dulles, Virginia for the construction of the Lorton Station Platform Extension project in an amount of $901,800, plus a 10% contingency of $90,180, for a total amount not to exceed $991,980.

Background:

Based on current ridership demand along with future growth projections, VRE, in conjunction with Fairfax County, has initiated a platform extension and second platform project at the Lorton VRE station. The project will accommodate ridership growth as well as provide flexibility for railroad operations.

The existing platform was constructed in 1992, and is comprised of a 400-foot platform with a partial steel canopy that can only accommodate five car trainsets. As such, a minimum of a 250-foot platform extension is being developed along the existing east platform, to accommodate longer trains, along with a second platform.
The platforms will be connected using an elevated pedestrian bridge. This contract is for the platform extension portion only.

In February 2013 the Operations Board approved a request to issue an Invitation for Bids (IFB) for the construction of the Lorton Station Platform Extension project. On January 8, 2014 an IFB was issued and five bids were received.

The bid abstract is as follows:

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Hammerhead Construction of Dulles, VA</td>
<td>$901,800.00</td>
</tr>
<tr>
<td>2. MCA Construction, Inc. of Alexandria, VA</td>
<td>$1,078,090.00</td>
</tr>
<tr>
<td>3. Joseph B. Fay Company of Glen Burnie, MD</td>
<td>$1,222,000.00</td>
</tr>
<tr>
<td>4. Doyon Project Services, LLC of Federal Way, WA</td>
<td>$1,488,300.00</td>
</tr>
<tr>
<td>5. Corinthian Contractors, Inc. of Upper Marlboro, MD</td>
<td>$1,627,300.00</td>
</tr>
</tbody>
</table>

Construction of the platform extension is expected to commence in April and be completed by end of 2014.

**Project Budget:**

The current VRE project budget is estimated at $14,720,000 for the design and construction of the platform extension and second platform. As the design of the second platform progresses, VRE will refine the estimated costs.
Fiscal Impact:

Funding for this project is included in VRE’s Capital Improvement Program as part of the Lorton Station Expansion project. Funding availability has caused the platform extension and second platform projects to be performed in phases. This authorization is limited to the platform extension only. Construction of the second platform will be completed as an independent effort once design is completed and the CMAQ and NVTA funds are available.

### Funding Sources

<table>
<thead>
<tr>
<th>Source</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>State grant matched by Fairfax County – used for engineering and design costs (73009-60).</td>
<td>$1,070,000</td>
</tr>
<tr>
<td>Prior year CMAQ grants, used for the construction of the platform extension, with remaining funds for the construction of the second platform (VA-95-X046).</td>
<td>$1,750,000</td>
</tr>
<tr>
<td>FY 2014 and FY 2015 CMAQ grants, used for the construction of the second platform (grant numbers to be determined).</td>
<td>$4,000,000</td>
</tr>
<tr>
<td>NVTA bond funds to be used for the construction of the second platform.</td>
<td>$7,900,000</td>
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<td>Total:</td>
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Virginia Railway Express
Operations Board

Resolution
8B-03-2014

Authorization to Award a Contract for Construction of the Lorton Station Platform Extension Project

WHEREAS, due to current ridership demand along with future growth projections, VRE and Fairfax County have initiated a platform extension and second platform project at the Lorton VRE station; and,

WHEREAS, this project will accommodate ridership growth as well as provide flexibility for railroad operations; and,

WHEREAS, the plans were finalized and issued for bidding on January 8, 2014; and,

WHEREAS, award of a construction contract is required in order to begin construction of the platform extension project.

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute a contract with Hammerhead Construction for the construction of the Lorton Station Platform Extension project in an amount of $901,800, plus a 10% contingency of $90,180 for a total amount not to exceed $991,980.

Approved this 21st day of March 2014

______________________________
Paul Milde
Chairman

______________________________
Gary Skinner
Secretary
To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Authorization to Execute an Agreement for Utility Relocation Work for the Lorton Station Platform Extension Project

Recommendation:

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a utility relocation agreement with CenturyLink for the Lorton Station Platform Extension project in an amount of $60,604, plus a 10% contingency of $6,060, for a total amount not to exceed $66,664.

Background:

Based on current ridership demand along with future growth projections, VRE, in conjunction with Fairfax County, has initiated a platform extension and second platform project at the Lorton VRE station. The project will accommodate ridership growth as well as provide flexibility for railroad operations.

The existing platform was constructed in 1992, and is comprised of a 400-foot platform with a partial steel canopy that can only accommodate five car trainsets. As such, a minimum of a 250-foot platform extension is being developed along the existing east platform, to accommodate longer trains, along with a second platform. The platforms will be connected using an elevated pedestrian bridge.
An Invitation for Bids for the construction of the platform extension was issued in January of 2014. Bids were received in March of 2014 and construction of the platform extension is expected to commence in April and be completed by end of 2014. The platform extension project requires the relocation of communications utilities. The authorization being sought through this action will allow CenturyLink to relocate their communications facilities.

**Project Budget:**

The current VRE project budget is estimated at $14,720,000 for the design and construction of the platform extension and second platform. As the design of the second platform progresses, VRE will refine the estimated costs.

**Fiscal Impact:**

Funding for this project is included in VRE’s Capital Improvement Program as part of the Lorton Station Expansion project.

**Funding Sources**

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</tr>
<tr>
<td>Total:</td>
<td>$14,720,000</td>
</tr>
</tbody>
</table>
Funding availability has caused the platform extension and second platform projects to be performed in phases. This authorization is limited to utility relocation related to the platform extension only. Construction of the second platform will be completed as an independent effort once design is completed and the CMAQ and NVTA funds are available.
Virginia Railway Express
Operations Board

Resolution
8C-03-2014

Authorization to Execute an Agreement for Utility Relocation Work for the Lorton Station Platform Extension Project

WHEREAS, due to current ridership demand along with future growth projections, VRE and Fairfax County have initiated a platform extension and second platform project at the Lorton VRE station; and,

WHEREAS, this project will accommodate ridership growth as well as provide flexibility for railroad operations; and,

WHEREAS, the plans were issued for bidding in January of 2014 and bids were received in March of 2014; and,

WHEREAS, the platform extension project requires the relocation of communications utilities; and,

WHEREAS, this authorization will allow CenturyLink to relocate their communications facilities presently in conflict with the proposed platform extension.

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute a utility relocation agreement with CenturyLink for the Lorton Station Platform Extension project in an amount of $60,604, plus a 10% contingency of $6,060, for a total amount not to exceed $66,664.

Approved this 21st day of March 2014

__________________________________________
Paul Milde
Chairman

__________________________________________
Gary Skinner
Secretary
To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Authorization to Execute a Force Account Agreement with CSX for the Lorton Station Platform Extension Project

Recommendation:

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a force account agreement with CSX Transportation for the Lorton Station Platform Extension project in an amount of (cost to be provided at the meeting via bluesheet) plus a 10% contingency, for a total amount not to exceed (cost to be provided at the meeting via bluesheet.)

Background:

Based on current ridership demand along with future growth projections, VRE, in conjunction with Fairfax County, has initiated a platform extension and second platform project at the Lorton VRE station. The project will accommodate ridership growth as well as provide flexibility for railroad operations.

The existing platform was constructed in 1992, and is comprised of a 400-foot platform with a partial steel canopy that can only accommodate five car trainsets. As such, a minimum of a 250-foot platform extension is being developed along the existing east platform, to accommodate longer trains, along with a second platform. The platforms will be connected using an elevated pedestrian bridge.
In October of 2010, the Operations Board authorized a task order for environmental and preliminary engineering services, which has since been completed. As available funding caused the platform extension and second platform projects to be performed in phases, in May of 2012 the Operations Board authorized a task order for final design of the platform extension only, which included extending the canopy and upgrading the existing lighting to LED lighting. This has also since been completed. The second platform final design will be performed under a separate contract and will be initiated once construction funding is identified.

An Invitation for Bids for the construction of the platform extension was issued in January of 2014. The authorization being sought through this action will allow CSX Transportation to review and approve the final design as well as provide railroad flagging services during construction.

**Project Budget:**

The current VRE project budget is estimated at $14,720,000 for the design and construction of the platform extension and second platform. As the design of the second platform progresses, VRE will refine the estimated costs.

**Fiscal Impact:**

Funding for this project is included in VRE's Capital Improvement Program as part of the Lorton Station Expansion project.

**Funding Sources**

<table>
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</tr>
<tr>
<td>---------------------------------------------------------------</td>
<td>----------</td>
</tr>
<tr>
<td><strong>Total:</strong></td>
<td><strong>$14,720,000</strong></td>
</tr>
</tbody>
</table>

Funding availability has caused the platform extension and second platform projects to be performed in phases. This authorization is limited to the platform extension only. Construction of the second platform will be completed as an independent effort once design is completed and the CMAQ and NVTA funds are available.
Virginia Railway Express
Operations Board

Resolution
8D-03-2014

Authorization to Execute a Force Account Agreement with CSX for the Lorton Station Platform Extension Project

WHEREAS, due to current ridership demand along with future growth projections, VRE and Fairfax County have initiated a platform extension and second platform project at the Lorton VRE station; and,

WHEREAS, this project will accommodate ridership growth as well as provide flexibility for railroad operations; and,

WHEREAS, environmental and preliminary engineering services and final design of the platform extension have been completed; and,

WHEREAS, this authorization will allow CSX Transportation to review and approve the final design as well as provide railroad flagging services during construction of the platform extension project.

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute a force account agreement with CSX Transportation to provide design review and flagging services for the Lorton Station Platform Extension project in an amount of (cost to be provided at the meeting via bluesheet) plus a 10% contingency, for a total amount not to exceed (cost to be provided at the meeting via bluesheet.)

Approved this 21st day of March 2014

______________________________
Paul Milde
Chairman

______________________________
Gary Skinner
Secretary
To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Authorization to Execute a Force Account Agreement with CSX for the Alexandria King Street Pedestrian Tunnel Project

Recommendation:

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a force account agreement with CSX Transportation for the Alexandria King Street Pedestrian Tunnel project in an amount of $227,091, plus a 10% contingency of $22,709, for a total amount not to exceed $249,800.

Background:

In September of 2008, the Washington Metropolitan Area Transit Authority (WMATA) completed a pedestrian circulation analysis that identified general options to improve pedestrian traffic around the VRE/Amtrak and Metrorail King Street stations. One opportunity identified was the construction of a new tunnel from the VRE/Amtrak station directly to the Metrorail station. This project would improve ADA access, eliminate the at-grade track crossing, and upgrade the eastern VRE/Amtrak platform. Railroad capacity and operational flexibility would also be improved by allowing passenger trains to use the eastern tracks.
VRE, Amtrak, WMATA, and the City of Alexandria all supported the project and VRE subsequently sought and received project funding from the Virginia Department of Transportation (VDOT) for design and construction of the project. Funding was approved via the Federal Highway Administration (FHWA) Rail Crossing and Rail Safety program, which is administered through VDOT. VRE also sought and received funding through NVTA.

In May of 2012, the Operations Board approved the issuance of a task order that would complete a feasibility study and make recommendations regarding final design. The feasibility study was completed in January 2013.

In December of 2013, the Operations Board approved the issuance of a task order that will complete the final design and provide construction management. The first major task in the design process is to complete environmental field work to determine subsurface conditions, provided for under a previously approved task order.

The authorization being sought through this action will allow CSX Transportation to provide engineering and design review services as well as flagging services during the environmental field work. This effort is necessary to refine the engineering and project cost estimates.

**Project Budget:**

The current VRE project budget is estimated at $11,099,860. As the design efforts progress, specifically the tunneling method and coordination of all construction activity required, VRE will refine the estimated costs.

**Fiscal Impact:**

Funds for the project are included in VRE’s Capital Improvement Program. Grant funds are provided by VDOT through the Federal Highway Administration (FHWA) Rail Crossing and Rail Safety program. Funding is also provided by NVTA. No local match is required. As such, $8,721,865 is being provided by VDOT and $1,300,000 is being provided by NVTA for a total of $10,021,865. Additional funds will be secured, if required, prior to commencement of project construction. No VRE funds are being allocated for this project at this time.
Authorization to Execute a Force Account Agreement with CSX for the
Alexandria King Street Pedestrian Tunnel Project

WHEREAS, VRE sought and received funding from the Virginia Department of
Transportation and Northern Virginia Transportation Authority for design and
construction of the King Street Station pedestrian tunnel project; and,

WHEREAS, the project will improve ADA access, eliminate the at-grade track
crossing, upgrade the eastern VRE/Amtrak platform, and improve capacity and
operational flexibility; and,

WHEREAS, on May 18, 2012, the Operations Board approved the issuance of a task
order for a feasibility study and the study was completed in January of 2013; and,

WHEREAS, on December 20, 2013, the Operations Board approved the issuance of a
task order that will complete the final design and provide construction management;
and,

WHEREAS, this authorization will allow CSX Transportation to provide engineering
and design review services as well as flagging services during the environmental
field work.

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does
hereby authorize the Chief Executive Officer to execute a force account agreement
with CSX Transportation to provide engineering, design review and flagging services
for the Alexandria King Street Pedestrian Tunnel project in an amount of $227,091,
plus a 10% contingency of $22,709, for a total amount not to exceed $249,800.

Approved this 21st day of March 2014

____________________________________
Paul Milde
Chairman

____________________________________
Gary Skinner
Secretary
To: Chairman Milde and the VRE Operations Board
From: Doug Allen
Date: March 21, 2014
Re: Authorization to Execute a Force Account Agreement with CSX for the L'Enfant Storage Track Project

Recommendation:

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a force account agreement with CSX Transportation for the L'Enfant Storage Track project in an amount of (cost to be provided at the meeting via bluesheet, plus a 10% contingency, for a total amount not to exceed (cost to be provided at the meeting via bluesheet.)

Background:

The Operations Board previously authorized an agreement with CSX Transportation to construct a storage track at the L'Enfant VRE station. The track has since been constructed with a switch at the south end, limiting access to southern approaches only. This effectively requires any train that would be stored at L'Enfant to terminate there. When VRE pursued terminating some trains at L'Enfant, passengers were not supportive and the proposed service change was dropped from consideration.
In June of 2011, the Operations Board approved the execution of a task order with CSX Transportation to modify the storage track design with a second switch to the north. This new switch will be tied into the mainline signal system, allowing for dispatcher control and better operational capabilities currently not provided with the existing switch.

This switch will also enable trains traveling all the way to Union Station to return to L’Enfant for storage. Additionally, the design includes a tail track to the south, providing temporary emergency storage of equipment.

The authorization being sought through this action will allow CSX Transportation to construct the storage track improvements, including a second switch to the north, a tail track to the south and signal system modifications.

**Project Budget:**

The current VRE project budget is estimated at $3,219,000.

**Fiscal Impact:**

Funding is provided through several federal formula grants (VA-05-0038, VA-05-0041 & 0042, VA-90-X307, and VA-90-X380) with accompanying state and local match.
WHEREAS, the Operations Board previously authorized an agreement with CSX Transportation to construct a storage track at the L’Enfant VRE station; and,

WHEREAS, the track was constructed with a switch to the south, limiting access; and,

WHEREAS, on June 17, 2011, the Operations Board approved the execution of a force account agreement with CSX Transportation to modify the storage track design; and,

WHEREAS, design modifications include a switch to the north, a tail track to the south for emergency equipment storage and signal system modifications.

WHEREAS, this authorization will allow CSX Transportation to construct the storage track improvements, including a second switch to the north, a tail track to the south and signal system modifications.

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute a force account agreement with CSX Transportation to provide construction services for the L’Enfant Storage Track project in an amount of (cost to be provided at the meeting via bluesheet), plus a 10% contingency, for a total amount not to exceed (cost to be provided at the meeting via bluesheet).

Approved this 21st day of March 2014

________________________________________
Paul Milde
Chairman

________________________________________
Gary Skinner
Secretary
Agenda Item 8-G
Action Item

TO: Chairman Milde and the VRE Operations Board
FROM: Doug Allen
DATE: March 21, 2014
RE: Authorization to Execute a Contract for Advertising Sales Revenue

Recommendation:

The VRE Operations Board is being asked to authorize the VRE Chief Executive Officer to award a contract for five base years with four renewable one year options to CBS Outdoor Advertising of New York for the sale of advertising space on VRE trains and platforms.

Background

VRE currently has a contract with CBS Outdoor for the sale of advertising space on VRE trains and platforms. The existing contract began on January 1, 2011 and runs through December 31, 2014. This original procurement was issued by WMATA in 2010 with PRTC and VRE as optional parties to that contract.

A new advertising procurement was issued by WMATA in October of 2013 for the purpose of trying to increase revenue. This procurement also included mandatory options for VRE and PRTC to be included. After an extensive examination by a committee consisting of members from WMATA, VRE and PRTC of the two qualifying proposals; on January 15, 2014 the GM/CEO of WMATA approved the new contract award to CBS Outdoor again.
This new contract begins on July 1, 2014 and will render our existing contract void as of June 30, 2014.

The advertising revenue allocation (between VRE/PRTC and CBS Outdoor net of CBS Outdoor expenses) will increase to VRE and PRTC under the terms of the new contract. The new contract will provide a revenue allocation of 68% of revenue to VRE/PRTC and 32% of revenue to CBS Outdoor net of CBS Outdoor expenses. This is up from a 50%-50% revenue allocation under both the VRE/PRTC existing contracts with CBS Outdoor.

VRE has found CBS Outdoor to be responsible, professional and successful in generating revenue. VRE currently earns about $128,000 per year generated from the sale of advertising on platforms and trains.

**Fiscal Impact:**

VRE estimates the annual revenue from this contract to be approximately $150,000 for the first year.
Virginia Railway Express
Operations Board

Resolution
8G-03-2014

Authorization to Execute a Contract for Advertising Sales Revenue

WHEREAS, VRE currently has a contract with CBS Outdoor Advertising of New York for the sale of advertising space on VRE trains and platforms; and,

WHEREAS, the expiration date of the existing CBS Outdoor contract is December 31, 2014 but will terminate effective June 30, 2014 upon award of a new contract; and,

WHEREAS, WMATA issued an RFP that included mandatory options for VRE and PRTC so that larger advertising clients could be attracted than each agency would attract individually; and,

WHEREAS, WMATA completed a competitive procurement and awarded a contract to CBS Outdoor on January 15, 2014; and

WHEREAS, VRE estimates the revenue from this contract to be approximately $150,000 for the first year of the new contract.

NOW, THEREFORE BE IT RESOLVED THAT, the VRE Operations Board authorizes the VRE Chief Executive Officer to award a five year base contract with four renewable one year options to CBS Outdoor Advertising of New York for the sale of advertising space on VRE trains and platforms to be effective July 1, 2014.

Approved this 21st day of March 2014

____________________________
Paul Milde
Chairman

____________________________
Gary Skinner
Secretary
To: Chairman Milde and the VRE Operations Board  
From: Doug Allen  
Date: March 21, 2014  
Re: Authorization to Award a GEC VI Task Order for Project Management Services

**Recommendation:**

The VRE Operations Board is being asked to authorize the Chief Executive Officer to execute a contract with **STV/Ralph Whitehead Associates of Douglasville, PA** for Project Management Services in the amount of **$167,000, plus a 10% contingency of $16,700**, for a total amount not to exceed **$183,700**.

**Background:**

The VRE Development Department is currently managing 28 design and construction projects requiring engineering expertise. That volume of projects is expected to increase in upcoming months.

There are currently two Project Manager vacancies in the Department, the position responsible for managing such projects. Recruitment efforts are currently underway to fill these vacancies but the hiring process is anticipated to take six weeks or more to complete. Up to two temporary Project Managers are recommended in order to avoid delay to on-going projects as well as to advance new projects coming on line without interruption.
On March 10, 2014, VRE requested proposals from three of the five GEC VI Contractors for Project Management Services on a temporary basis for a duration of not to exceed three months (the other two contractors are presently engaged in other projects that would be managed by the Project Manager provided under this task order and therefore will not be allowed to propose).

VRE received three proposals of which the evaluation team determined that STV/Ralph Whitehead Associates had the best overall approach to filling these vacancies on a temporary basis. VRE is now ready to award a Task Order for Project Management Services.

Fiscal Impact:

The Project Management positions are in the current budget, up to 80 percent through capital grants related to the projects being managed and the remainder is contained in the FY2014 operating budget.
Virginia Railway Express
Operations Board

Resolution
8H-03-2014

Authorization to Award a GEC VI Task Order for
Project Management Services

WHEREAS, the Virginia Railway Express is currently engaged in a number of design and construction projects requiring engineering expertise; and,

WHEREAS, two Project Manager vacancies currently exist in the VRE Development Department, which are the positions responsible for direction and coordination of said projects; and,

WHEREAS, VRE’s recruitment processes are unlikely to fill these vacancies in less than six weeks; and,

WHEREAS, said projects have an immediate need for VRE oversight to continue progress and avoid delay;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board is being asked to authorize the Chief Executive Officer to award a GEC VI Task Order to STV/Ralph Whitehead Associates of Douglasville, PA for Project Management Services in the amount of $167,000, plus a 10% contingency of $16,700, for a total amount not to exceed $183,700.

Approved this 21st day of March 2014

______________________________
Paul Milde
Chairman

______________________________
Gary Skinner
Secretary
Agenda Item 8-I
Action Item

To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Recommendation that Commissions Authorize Execution of NVTA Project Agreements

Recommendation:

The VRE Operations Board is being asked to recommend that the Commissions authorize the Chief Executive Officer of VRE to execute the project agreements for the VRE projects included in the first round of Northern Virginia Transportation Authority (NVTA) approved projects.

Background:

The passage of House Bill (HB) 2313 requires the NVTA to fund highway projects that contribute to congestion relief and emergency evacuation or mass transit capital projects that increase capacity.

On July 24, 2013 NVTA approved its initial FY 2014 program of highway and transit projects. In addition to a list of Pay-As-You-Go projects valued at $116,058,000, a project bond package totaling $93,735,000 was also approved. Four VRE projects totaling $30,500,000 were selected for funding: fleet expansion (nine additional coaches), Lorton station second platform, Alexandria station pedestrian tunnel and platform improvements and Gainesville-Haymarket expansion study.
NVTA has now developed a Standard Project Agreement for Funding and Administration that will be executed for each approved project. VRE is seeking authorization for the execution of the agreements for the following projects:

- Gainesville-Haymarket expansion project development - $1.5M (Pay-As-You-Go project list)
- Lorton station second platform - $7.9M (bond project list)
- Alexandria station tunnel and platform improvements - $1.3M (bond project list)

Authorization for executing a project agreement for the purchase of the nine additional coaches is not being sought at this time, as indicated in the funding plan for the purchase of expansion railcars presented to the Operations Board in January.

Project agreements for the Pay-As-You-Go projects are anticipated to be available after the NVTA meeting in April. Agreements for the bond funded projects will not be executed until after a line of credit is issued in late May or early June. NVTC will provide oversight for the Commissions on the reimbursement of project expenditures.

**Fiscal Impact:**

The NVTA funds were included in the revised FY 2014 capital program for the projects listed, and will allow these projects to be advanced.
Virginia Railway Express  
Operations Board  

Resolution  
8I-3-2014  

Recommendation that Commissions Authorize  
Execution of NVTA Project Agreements  

WHEREAS, the passage of House Bill (HB) 2313 requires the NVTA to fund highway projects that contribute to congestion relief and emergency evacuation or mass transit capital projects that increase capacity; and,  

WHEREAS, NVTA approved an initial FY 2014 project list in July 2013 that included funding for VRE projects; and,  

WHEREAS, NVTA has developed a Standard Project Agreement for Funding and Administration that will be executed for each approved project.  

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board recommends that the Commissions authorize the Chief Executive Officer of VRE to make any necessary corrections to project amounts or descriptions for the initial FY 2014 projects, and to execute the agreements for Gainesville-Haymarket expansion project development, Lorton station second platform project and the Alexandria station tunnel and platform improvements project on behalf of the Commissions.  

Approved this 21st day of March 2014  

_________________________________  
Paul Milde  
Chairman  

______________________________  
Gary Skinner  
Secretary
To: Chairman Milde and the VRE Operations Board

From: Doug Allen

Date: March 21, 2014

Re: Legislative Update

Virginia General Assembly Legislative Issues:

Prioritization of Projects

HB 2 has been passed by the House and the Senate and is awaiting signature by the Governor. It will require a statewide prioritization process for project selection for highway system funds allocated by the CTB.

Weighted Voting

HB 952 has been passed by the House and Senate and is awaiting signature by the Governor. Filed by Patron Eileen Filler-Korn, HB 952 originally sought repeal of HB 2152 but now with substitute language delays the effective date of HB 2152 (2013), to July 1, 2015. We thank Delegate Filler-Corn for her help on this issue. Mr. Allen will be coordinating with the Operations Board, NVTC and PRTC, and Director Mitchell over the coming months to propose a mutually beneficial solution to the enactment of HB 2152.
**Project Development Funding**

A Senate budget amendment included $2M in project development funding to identify current and future VRE core capacity issues. The funding is in the Senate version of the Caboose budget bill, but it is not in the House version (HB29). There is currently no schedule for committee conferees to discuss transportation funding. VRE will use the funds to develop projects, including scoping and preliminary engineering, to compete for Federal Transit Administration (FTA) core capacity funding.

**Federal Legislative Issues:**

**Commuter Benefits Equity**

Chairman Milde sent a letter (attached) to our Congressional Delegation requesting passage of legislation to establish permanent parity between the parking and transit portions of the commuter benefit. Legislation to establish parity has been introduced in both the U.S. Senate (S.1116, the “Commuter Benefits Equity Act”) and the House of Representatives (H.R. 2288, the “Commuter Parity Act”). A parity provision could also be included in other tax related legislation such as a tax extenders bill.

**Reauthorization of the Federal Surface Transportation Program**

The Administration’s plan to increase Transportation funding entails a proposal that has a 70 percent boost for transit ($72 billion), $19 billion for rail programs and $9 billion in competitive funding — $5 billion for the TIGER program and $4 billion in “competitively awarded funding over four years to incentivize innovation and local policy reforms to encourage better performance, productivity, and cost-effectiveness in our transportation systems.” It also has a $10 billion freight programs.
February 28, 2014

Senator Timothy Kaine
United States Senate
388 Russell Senate Office Building
Washington, DC 20510

Dear Senator Kaine:

Current federal legislation encourages commuters to drive to work, rather than use public transportation. This results in increased traffic congestion on our roads, a rise in our nation’s reliance on foreign fuel imports and more pollution.

This letter urges you to support passage of legislation to establish permanent parity between the parking and transit portions of the commuter benefit. Legislation to establish parity has been introduced in both the U.S. Senate (S.1116, the “Commuter Benefits Equity Act”) and the House of Representatives (H.R. 2288, the “Commuter Parity Act”). A parity provision could also be included in other tax related legislation such as a tax extenders bill.

As part of the American Taxpayer Relief Act of 2012, Congress enacted a provision to increase the transit portion of the commuter benefit to $240 per month. A subsequent IRS cost-of-living adjustment raised the limit to $245 per month. This important legislation re-established parity between the parking and transit benefits to provide commuters who choose public transportation the same tax savings as those who drive to work. However, that increase was only temporary and expired December 31, 2013. Now, in 2014, the transit benefit sits at a max level of only $130 while parking was increased to $250 per month.

In the coming weeks, Congress will have the opportunity to take action to re-establish parity in the parking and transit portions of the commuter benefit as it considers important tax-related legislation. As you work to address many of the important issues that face our nation, we urge you to support the more than 2.7 million commuting Americans that rely on the transit commuter benefit and work to pass legislation that will ensure transit riders enjoy the same benefit as automobile users for their commutes to work.

Sincerely,

[Signature]

Paul Milde
Chairman, Virginia Railway Express
To: Chairman Milde and the VRE Operations Board
From: Doug Allen
Date: March 21, 2014
Re: TIGER Grant for Long Bridge Expansion

The VRE System Plan identified the expansion of railroad capacity in the Long Bridge corridor between the VRE Alexandria station and L’Enfant station, including expansion of the bridge across the Potomac River, as a critical need to support long-term VRE growth and service expansion. Concurrent with the development of the VRE System Plan, the District of Columbia Department of Transportation (DDOT) has been advancing the Long Bridge Study, a comprehensive study of existing 2-track bridge and identification of long-term improvements to expand the capacity of the bridge for commuter rail, intercity passenger rail, freight and other multi-modal uses. That study is expected to be completed in the next several months. The next step in planning for the expansion of the bridge is NEPA analysis and refinement of the bridge concepts developed in the current DDOT study.

VRE staff met with DDOT staff on March 7, 2014 to discuss partnering on the submission of a FY14 TIGER planning grant application to continue the planning for the Long Bridge expansion. Input and concurrence is sought from the VRE Operations Board, including participation as a funding partner in the TIGER grant application to contribute towards the non-federal match requirement. Should VRE partner with DDOT, a memorandum of understanding (MOU) or similar document will be developed to formalize VRE’s relationship with DDOT on the TIGER planning grant application and resulting study, if the grant application is successful. That MOU will be brought to the VRE Operations Board for authorization.
The Consolidated Appropriations Act of 2014 appropriated $600 million to be awarded by the USDOT for National Infrastructure Investments, also referred to as TIGER Discretionary Grants. TIGER grants will be awarded on a competitive basis for projects that will have a significant impact on the Nation, a metropolitan area, or a region. Up to $35 million of the $600 million total available may be awarded as planning grants. Projects that are eligible for planning grants include activities related to the planning or design of a single surface transportation project or activities related to regional transportation investment planning. The deadline for TIGER applications is 5:00 p.m. on April 28, 2014.

There is a minimum 20% non-federal match required for the planning grant. However, applicants can increase their competitiveness for the TIGER program by providing overmatch above and beyond the 20% minimum. The VRE FY15 capital budget allocates funding for project development activities to advance system investments recommended in the System Plan including completing planning, NEPA and/or preliminary design. The planning work proposed for the Long Bridge expansion project under the TIGER grant is consistent with those activities. Furthermore, $2M effort is included in the approved Senate version of the state budget for VRE to advance a core capacity project such as this Long Bridge project. The estimated cost for the Long Bridge NEPA analysis is $5 million. DDOT has identified approximately $1 million in existing federal funds to commit to the project. A TIGER planning grant request for the remaining $4 million is anticipated, which would require a minimum $800,000 non-federal match. It is proposed that VRE project development funds be used to satisfy a portion of the TIGER grant non-federal match requirement.

DDOT staff will reach out to other Long Bridge stakeholders, including Amtrak, CSX, the U.S. Redevelopment Corporation, and others to discuss obtaining their support and partnership in the TIGER application. VRE staff has contacted the Virginia Department of Rail and Public Transportation to involve them in the discussions. A meeting is planned the week of March 17th among all stakeholders to discuss the application further.
To: Chairman Milde and the VRE Operations Board
From: Doug Allen
Date: March 21, 2014
Re: Closed Session

CLOSED SESSION

Pursuant to the Virginia Freedom of Information Act (Sections 2.2-3711A (6), (7), and (29) of the Code of Virginia), I move that the VRE Operations Board convene a closed meeting for the purpose of discussing one matter involving the expenditure of public funds for train operations where competition and bargaining is involved and where discussion in public would adversely affect VRE’s financial interests and its bargaining position and negotiating strategy, and for consultation with legal counsel concerning the award of a contract for mobile ticketing.

____________ Moved
____________ Seconded

Vote ___ Unanimous

CERTIFICATION

The VRE Operations Board certifies that, to the best of each member’s knowledge and with no individual member dissenting, at the just concluded Closed Session:

1. Only public business matters lawfully exempted from open meeting requirements under the Freedom of Information Act were discussed; and,

2. Only such public business matters as were identified in the motion by which the Closed Session was convened were heard, discussed or considered.

____________ Moved
____________ Seconded

Vote ___ Unanimous