



# NVTTC Commissioner Member Manual

2026

*Abbreviated printable orientation materials*

Full manual available at <https://novatransit.org/resources/member-manual/>



**novatransit.org**

2300 Wilson Boulevard, Suite 230 • Arlington, VA 22201 • (703) 524-3322

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NVTC advances a robust and reliable public transit network to support communities in Northern Virginia.

**\$300 million**

managed annually in federal, state and regional assistance for WMATA, VRE and five bus systems

**ONE OF A KIND**

institution for promoting regional transit cooperation and providing expertise

**1964**

established by the Virginia General Assembly



# WHAT WE DO FOR NORTHERN VIRGINIA



**SERVE AS A REGIONAL HUB FOR COORDINATION OF TRANSIT SERVICES**



**FUND & PROVIDE OVERSIGHT FOR WMATA & APPOINT BOARD MEMBERS**



**PROVIDE EXPERTISE ON TRANSIT SYSTEMS, RIDERSHIP & ADVANCED FARE COLLECTION**



**JOINTLY OWN VIRGINIA RAILWAY EXPRESS (VRE)**



**PROVIDE LEADERSHIP ON LEGISLATIVE AND POLICY ISSUES**

# OUR PROGRAMS & INITIATIVES

## FINANCIAL MANAGEMENT

NVTC manages \$300 million annually for WMATA, VRE and five bus systems. NVTC administers the regional motor fuels tax, totaling \$34.3 million in FY 2019. NVTC has awarded \$60 million to date through the Commuter Choice program.

## FINANCIAL & POLICY ANALYSIS

NVTC performs financial analyses, documents funding needs and works with the Commonwealth to develop new funding sources to sustain federal, state and local funding for high-quality, high-capacity public transit that serves Northern Virginia.

## WMATA POLICY & GOVERNANCE

NVTC serves as Virginia's voice on the WMATA Board of Directors and publishes an annual policy and data report on the performance and condition of WMATA.

## WMATA REGIONAL RESPONSE COORDINATION

NVTC brings together jurisdictions and transit agencies to coordinate responses and develop alternate transit plans for service disruptions such as Metrorail station closures.

## TRANSIT TECHNOLOGY

NVTC brings together regional partners and local transit agencies to explore and procure the latest technologies. NVTC is coordinating the maintenance enhancements to the regional fare-collection system that meets current needs and adapts to changing technologies.

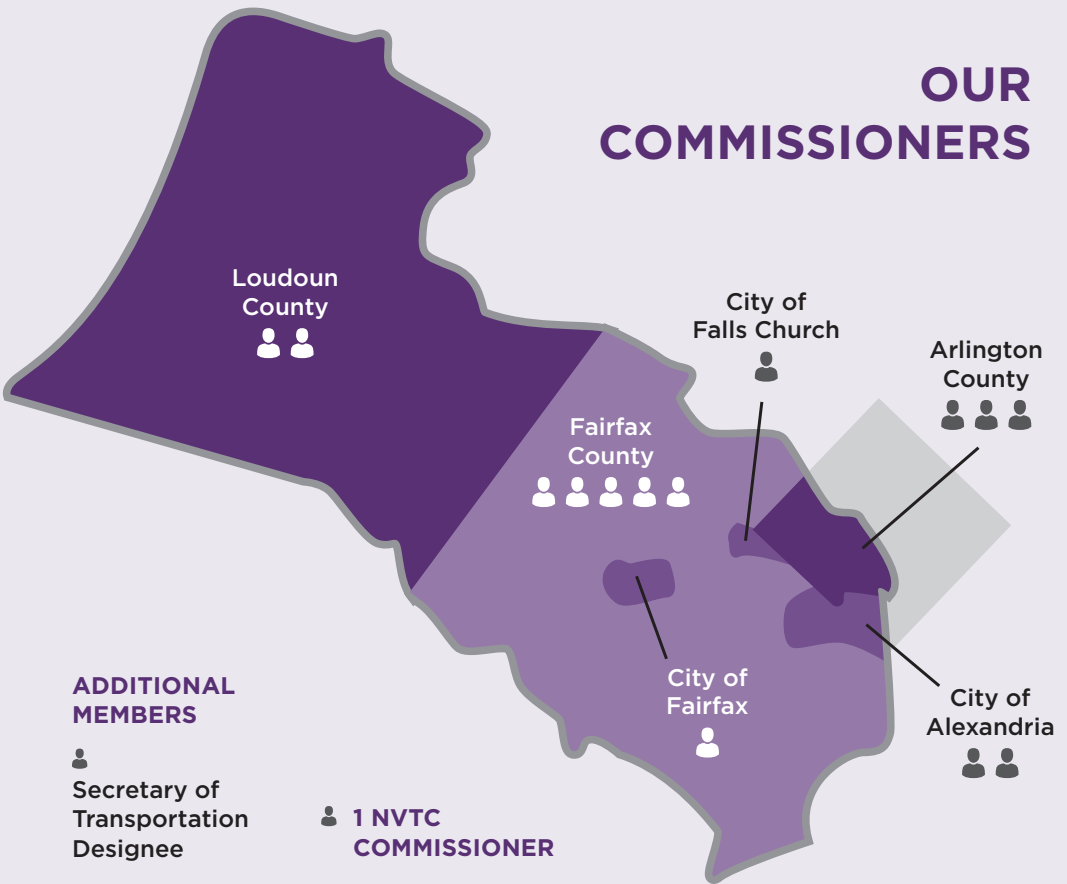
## TRANSIT RESOURCE CENTER

NVTC provides technical assistance to member jurisdictions, analyzes transit performance data from across NVTC jurisdictions, manages the Envision Route 7 Bus Rapid Transit project and collaborates on regional transit planning efforts.

## COMMUTER CHOICE


NVTC manages this innovative program that uses toll revenues from I-66 and I-395/95 to fund transit and roadway enhancement projects that move more people more efficiently.

# OUR COMMISSIONERS



## ADDITIONAL MEMBERS

 Secretary of Transportation Designee

 VA General Assembly

 1 NVTC COMMISSIONER

 NORTHERN VIRGINIA TRANSPORTATION DISTRICT



**846K jobs**  
are within 1/4 mile of transit in Northern Virginia



**>\$600 million**  
in state revenues generated yearly by jobs and households supported by Metrorail and VRE



**275K**  
Northern Virginians ride transit to work every day

**NoVaRides**



**ENVISION ROUTE 7**

2300 Wilson Blvd, Suite 230, Arlington, VA 22201

(703) 524-3322 | [novatransit.org](http://novatransit.org) | @NoVaTransit  

## NVTC Responsibilities

Financial/ Grants Management	Oversight & Reports	Program Administration	Public Engagement	Commission & Committee Management	NVTC Internal Operations
<ul style="list-style-type: none"> <li>• DRPT WMATA Grants</li> <li>• DRPT VRE Grants</li> <li>• DPRT NVTC Localities Grants</li> <li>• DPRT NVTC Grants</li> <li>• NVTA VRE Grants</li> <li>• Federal Grants</li> <li>• Regional Gas Tax Revenues</li> <li>• WMATA Capital Fund <sup>(1)</sup></li> <li>• I-66 and I-395/95 Toll Revenue Funds</li> <li>• VRE C-ROC Fund</li> <li>• DRPT Performance-Based Capital Grants <sup>(2)</sup></li> <li>• DRPT Performance-Based Operating Grants <sup>(2)</sup></li> </ul>	<ul style="list-style-type: none"> <li>• Report I-66 &amp; I-395/95 Annual Reports to CTB</li> <li>• NVTC Annual Report on Performance and Condition of WMATA</li> <li>• Annual Certification of Required WMATA Documents</li> <li>• Report on Use of WMATA Capital Funds</li> <li>• NVTC Annual</li> </ul>	<ul style="list-style-type: none"> <li>• Commuter Choice (I-66 &amp; I-395/95)</li> <li>• Zero-Emission Bus Strategic Plan</li> <li>• Transit Fare Policy Analysis &amp; Research</li> <li>• Envision Route 7 BRT</li> <li>• Regional Bus Analysis</li> <li>• NoVA Transit Data Dashboard</li> <li>• NVTC-WMATA Major Capital Shutdown Mitigation</li> <li>• Committee Materials, Staffing &amp; Support</li> </ul>	<ul style="list-style-type: none"> <li>• Annual Commuter Choice Program Outreach</li> <li>• Envision Route 7 BRT</li> <li>• WMATA Strategic Plan Public Hearing (every 3 years)</li> <li>• Joint Planning District 8 Public Meeting</li> <li>• Annual Joint NVTC-PRTC Legislative Forum</li> </ul>	<ul style="list-style-type: none"> <li>• Commission / Committee Meeting Materials, Administration &amp; Preparation</li> <li>• Commissioner Engagement</li> <li>• WMATA Board Member Support</li> <li>• Live-stream / Recording of Commission and Committee Meetings</li> <li>• NVTC Annual Report</li> </ul>	<ul style="list-style-type: none"> <li>• Human Resources</li> <li>• Information Technology</li> <li>• Legal Support</li> <li>• Legislative Support</li> <li>• Accounting and Internal Controls</li> <li>• NVTC Transit Fellow Program</li> </ul>

Notes: (1) These funds are administered directly to WMATA from DPRT; it is anticipated that NVTC will continue to support the analysis of the use of these funds as a component of Virginia WMATA funding. (2) As required by HB1539/SB856, DPRT funding is allocated under a new prioritization approach for applications.

## NVTC Chair

### Executive Committee

- Officers
- Immediate Past Chair
- Committee Chairs
- Senior GA Member
- WMATA Board VA Principals
- ✓ Approves budget and work plan
- ✓ Deliberates on broad Commission issues
- ✓ Oversight of personnel matters, including ED annual review
- ✓ Serves as nominating and audit committees

### WMATA Committee

- Member from each jurisdiction
- WMATA Board VA Members, including Commonwealth appointee

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- ✓ Formalized in By-Laws
- ✓ Duties include review of WMATA budget and work plan, policy issues affecting Commission
- ✓ Meets approx. 6x/year, aligned to WMATA decision points

### Legislative and Policy Committee

- Member from each jurisdiction + GA rep

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- ✓ Formalized in By-Laws
- ✓ Approves annual Legislative and Policy Agenda
- ✓ Reports to Commission on legislative activities
- ✓ Meets monthly from October – March; other times as necessary

### Program Advisory Committee

- Member from each jurisdiction

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- ✓ Formalized in By-Laws
- ✓ Provides oversight and guidance on NVTC program areas, including:
  - Commuter Choice (I-66 + I-395)
  - Route 7
  - Regional Bus
  - Fare Collection
  - Emergency Preparedness
- ✓ Meets as necessary prior to key Commission decisions

## 2026 NVTC OFFICERS AND COMMISSIONERS

Sarah Bagley, Chair  
Matthew F. Letourneau, Vice-Chair  
Maureen Coffey, Secretary-Treasurer

### Arlington County

Maureen Coffey  
Matt de Ferranti  
Takis Karantonis

### City of Alexandria

Canek Aguirre  
Sarah Bagley  
(vacant) alternate

### Fairfax County

Walter Alcorn  
James N. Bierman, Jr.  
Dalia Palchik  
Rachna Sizemore Heizer  
Daniel G. Storck  
Andres Jimenez, alternate

### City of Falls Church

Justine Underhill  
David Snyder, alternate

### Loudoun County

Juli Briskman  
Matt Letourneau

### City of Fairfax

Catherine Read  
Thomas Peterson, alternate

### General Assembly

Senate:  
Saddam Azlan Salim  
(vacant)

House of Delegates:  
Paul Krizek  
Alfonso Lopez  
David Reid  
(vacant)

### Commonwealth of Virginia

Darien B. Flowers  
Mariia Zimmerman, alternate  
Allan Fye, alternate

## NVTC EXECUTIVE COMMITTEE

Chair, Sarah Bagley  
 Vice-Chair, Matt Letourneau  
 Secretary-Treasurer, Maureen Coffey  
 Legislative & Policy Committee Chair, Canek Aguirre  
 Program Advisory Committee Chair, Dalia Palchik  
 WMATA Committee Chair, Matt de Ferranti  
 General Assembly Member, Saddam Azlan Salim  
*Non-Voting Members:*  
 Immediate Past Chair, David Snyder  
 WMATA Principal Director, Commonwealth  
 Appointee, Darien B. Flowers  
 WMATA Principal Director, NVTC Appointee,  
 Walter Alcorn

## NVTC WMATA COMMITTEE

Chair, WMATA Alt, Matt de Ferranti	Arlington County
Vice-Chair, Matt Letourneau	Loudoun County
WMATA Principal, Walter Alcorn	Fairfax County
WMATA Principal, Darien B. Flowers	Commonwealth
WMATA Alternate, Canek Aguirre	City of Alexandria
Justine Underhill (D. Snyder/Alt)	City of Falls Church

## NVTC LEGISLATIVE AND POLICY COMMITTEE

Chair, Canek Aguirre	City of Alexandria
Vice-Chair, James Bierman, Jr.	Fairfax County
Maureen Coffey	Arlington County
Matt Letourneau	Loudoun County
Catherine Read	City of Fairfax
Justine Underhill (D. Snyder/Alt)	City of Falls Church
<i>Non-Voting Member:</i> Saddam Azlan Salim	General Assembly

## NVTC PROGRAM ADVISORY COMMITTEE

Chair, Dalia Palchik	Fairfax County
Vice-Chair, Juli Briskman	Loudoun County
Sarah Bagley	City of Alexandria
Takis Karantonis	Arlington County
Justine Underhill	City of Falls Church

## NVTC'S WMATA BOARD OF DIRECTORS

<b>Principals:</b> Darien B. Flowers Commonwealth Appointee Term expires 01-01-2030	<b>Alternates:</b> Matt de Ferranti Alternate for Commonwealth Appointee Term expires 01-04-2028
Walter Alcorn NVTC Appointee Term expires 01-05-2029	Canek Aguirre Alternate for NVTC Appointee Term expires 01-05-2027

## NVTC'S VIRGINIA RAILWAY EXPRESS OPERATIONS BOARD *(provided by localities)*

<b>Principals:</b> <u>Fairfax County:</u> Rachna Sizemore Heizer Daniel G. Storck	<b>Alternates:</b> <u>Fairfax County:</u> James Bierman
<u>City of Alexandria:</u> Sarah Bagley	<u>City of Alexandria:</u> Canek Aguirre
<u>Arlington County:</u> Takis Karantonis	<u>Arlington County:</u> Maureen Coffey

## NVTC'S VIRGINIA TRANSIT ASSOCIATION BOARD OF DIRECTORS

<b>Principals:</b> David Snyder Kate Mattice	<b>Alternates:</b> Canek Aguirre Sarah Bagley
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## NVTC Commission Meetings

The Commission meets at 7:00 p.m. on the first Thursday of the month. Meetings are held in the First Floor Main Conference Room of the Navy League Building, 2300 Wilson Blvd, Arlington, Virginia, unless otherwise noted.\* [Public Streaming Via YouTube](#)

## NVTC Committee Meetings

The Executive Committee meets monthly prior to the Commission meeting at 6:00 p.m. in Suite #230 of the Navy League Building. Other committees meet as needed in Suite #230 unless otherwise noted.\*

Please check NVTC's [meeting website page](#) for updates.

*If NVTC decides to change the meeting method, NVTC will provide a new meeting notice in accordance with the provisions of the Freedom of Information Act, and will notify Commissioners, staff and public at least 72 hours in advance of the meeting. Updated meeting information will be posted on [NVTC's meeting website page](#).*

COMMISSION MEETINGS

EXECUTIVE COMMITTEE MEETINGS

WMATA COMMITTEE MEETINGS

LEGISLATIVE AND POLICY COMMITTEE MEETINGS

POLICY ADVISORY COMMITTEE (PAC) MEETINGS

JOINT COMMISSION WORKING GROUP (JCWG) MEETINGS

OTHER MEETINGS

## JANUARY 2026

- 8 - Executive Committee\* (6:00 PM) (in lieu of Jan 1)
- 8 - Commission Meeting\* (7:00 PM)
- 29 - JOINT NVTC WMATA Committee/Legislative and Policy Committee (6:00 PM)

## FEBRUARY 2026

- No Commission Meeting
- 5 - Legislative Reception in Richmond (4:45-7:00 PM)  
(Commonwealth Strategy Group, 118 N. 8<sup>th</sup> Street, Richmond)
- 19 - Program Advisory Committee (4:30 PM)
- 19 - JOINT NVTC WMATA Committee/Legislative and Policy Committee (6:00 PM)

## MARCH 2026

- 5 - Executive Committee (6:00 PM)
- 5 - Commission Meeting (7:00 PM)

## APRIL 2026

- No Commission Meeting
- 16 - Program Advisory Committee (4:30 PM)
- 16 - JOINT NVTC WMATA Committee/Legislative and Policy Committee (6:00 PM)

## MAY 2026

- 7 - Executive Committee (6:00 PM)
- 7 - Commission Meeting (7:00 PM)

## JUNE 2026

- 4 - Executive Committee (6:00 PM)
- 4 - Commission Meeting (7:00 PM)
- 18 - Program Advisory Committee (4:30 PM)
- 18 - NVTC WMATA Committee (6:00 PM)

## JULY 2026

- 2 - Executive Committee(6:00 PM) (ALL-VIRTUAL)
- 2 - Commission Meeting (7:00 PM) (ALL-VIRTUAL)

## AUGUST 2026

No Commission Meeting

## SEPTEMBER 2026

3 - Executive Committee (6:00 PM)

3 - Commission Meeting (7:00 PM)

17 - Program Advisory Committee (4:30 PM)

17 - Joint NVTC WMATA Committee AND/OR Legislative and Policy Committee (6:00 PM)

## OCTOBER 2026

1 - Executive Committee (6:00 PM)

1 - Commission Meeting (7:00 PM)

15 - NVTC WMATA Committee AND/OR Legislative and Policy Committee (6:00 PM)

## NOVEMBER 2026

5 - Executive Committee (6:00 PM)

5 - Commission Meeting (7:00 PM)

19 - NVTC WMATA Committee AND/OR Legislative and Policy Committee (6:00 PM)

## DECEMBER 2026

3 - Executive Committee (6:00 PM)

3 - Commission Meeting (7:00 PM) (including public hearing on Work Plan)

TBD - Joint NVTC-PRTC-VRE Legislative Forum (8:30 AM)  
(Location TBD)

## Commissioner Per Diem

Commissioners are compensated for attendance at NVTC, WMATA and VRE public meetings and for representing NVTC at functions and events. The amount of compensation and the procedures followed differ for General Assembly members and local elected officials.

### ▪ **Local Elected Officials and Commonwealth Representative**

The per diem rate is \$50. Non-legislative Commissioners are limited to a single payment on any one day, regardless of the number of NVTC-related meetings or events attended. NVTC documents attendance at its public meetings and events and receives documentation of meeting attendance from WMATA and VRE. NVTC issues checks to Commissioners on a monthly basis (so there is a month-lag time) to their home address, unless another address is requested. Commissioners representing NVTC at any other meeting or event must notify NVTC's Comptroller Colethia Quarles ([colethiaquarles@novatransit.org](mailto:colethiaquarles@novatransit.org) / 571/483-3221). Local elected officials are not reimbursed for mileage. NVTC is not able to process direct deposit for per diems.

### ▪ **General Assembly Members**

The per diem rate is \$300 through the Commonwealth payroll system; however, Item 1#1c of the 2019 Appropriations Act (<https://budget.lis.virginia.gov/amendment/2019/1/HB1700/Introduced/CR/1/1c/>) includes the following budget amendment:

*"If the member attends two or more official meetings during the same day, and at least one of which occurs in the morning and one of which occurs in the afternoon, than the member shall be compensated at a rate of \$400 for the entire day, otherwise compensation is capped at the \$300 per day."*

Therefore, NVTC provides the meeting/event start and end times along with the names of those members attending NVTC meetings or representing NVTC at meetings/events to the Senate and House of Delegates, using a specified transmittal form. Since members receive payment through the Commonwealth's payroll system, NVTC does not determine the amount of per diem a member makes on a given day. Members are not compensated for NVTC meetings when the General Assembly is in Session (generally January, February and March). Members may be reimbursed by NVTC for mileage associated with their attendance or representation. If seeking mileage reimbursement, General Assembly members must provide the meeting date and mileage to NVTC's Comptroller Colethia Quarles at [colethiaquarles@novatransit.org](mailto:colethiaquarles@novatransit.org). Requests must be submitted after each meeting attended.

## Commissioner Bonding

The Virginia Code ([VA Code 33.2-1909](#)) and NVTC's [By-Laws \(Section 8.A.1-2\)](#) stipulate that Commissioners must be bonded. NVTC secures a public official bond – \$5,000 for each Commissioner and \$25,000 for the Secretary-Treasurer – for the faithful performance of duties. Bond premiums are paid by the Commission and filed with and preserved by the Department of the Treasury's Division of Risk Management. At the start of their service on NVTC, Commissioners will be asked to fill out a bond application.

**Katherine A. Mattice**  
**Executive Director**

Scott Kalkwarf, Director of Finance and Administration  
Ann McGrane, Director of Programs and Policy  
Sarah Godfrey, Director of Strategic Communications  
Becky Merriner, Director of Human Resources

Jason Adle, Program Analyst

Shannon Bacon, Program Analyst

Genoveva Cutrell, Assistant to the Executive Director

Matt Friedman, Senior Public Affairs Manager

Rhonda Gilchrest, Board Administrator & FOIA Officer

Adam Hager, WMATA Program Manager

Meg Johnston, Grants and Procurement Manager

Hwajung Kim, Senior Accountant

Daniel Knickelbein, Commuter Choice and Policy Program Manager

Tenley O'Hara, Events and Administrative Coordinator

Colethia Quarles, Comptroller

Vikram Sinha, Senior Program Manager Envision Route 7 BRT

Sophie Spiliotopoulos, Data and Visualization Program Manager

Colie Touzel, Communications Specialist

Melissa Walker, IT and Web Resources Manager

Owen Williams, Program Analyst

## Management Advisory Committee (MAC)

NVTC formed the Management Advisory Committee (MAC) in the early 1970's consisting of transportation staff and financial officials of its member jurisdictions. This group meets monthly on the third Tuesday at 1:30 P.M. at NVTC, chaired by NVTC's Director of Programs and Policy Ann McGrane, to discuss regional transit issues; consider technical questions pertaining to NVTC's administration of transit aid funds; advise NVTC staff on jurisdictional positions and policies; review items for future NVTC Commission meetings; and serve as a liaison between NVTC staff and Commissioners representing the jurisdictions. Generally, members of the MAC staff their Commissioner(s) and are heavily involved in transit planning, funding and operations at their jurisdiction.

### City of Alexandria

Chris Ziemann  
Jordan Exantus

### Arlington County

Rich Roisman  
Kirk Dand  
Dan Malouff

### City of Fairfax

Wendy Sanford  
Chloe Ritter  
Charles Koonce

### Fairfax County

Brent Riddle  
Kristine Prentice

### City of Falls Church

Cindy Mester  
Kerri Oddenino

### Loudoun County

Gladys Hurwitz  
Sarah Kleckner

### Many additional staff attend MAC meetings as needed, depending on the agenda:

NVTC: Kate Mattice ▪ Ann McGrane ▪ Scott Kalkwarf ▪ Sarah Godfrey ▪ Jason Adle ▪ Shannon Bacon  
▪ Genoveva Cutrell ▪ Matt Friedman ▪ Adam Hager ▪ Meg Johnston ▪ Hwajung Kim ▪ Tenley  
O'Hara ▪ Daniel Knickelbein ▪ Vikram Sinha ▪ Sophie Spiliotopoulos ▪ Colie Touzel ▪ Melissa  
Walker ▪ Owen Williams ▪ Aimee Perron Seibert ▪ Henry Watkins

VRE: Lindsey Martin

WMATA: Greg Potts

DRPT: Jennifer Monaco ▪ Sarah Husain ▪ Gabe Ortiz ▪ Amy Garbarini

PRTC: Bob Schneider ▪ Joe Stainsby

VDOT: Hannah Pekalski ▪ Heidi Mitter

NVTA: Monica Backmon ▪ Sree Nampoothiri

MWCOG/TPB: Kanti Srikanth ▪ Eric Randall ▪ Pierre Gaunaurd



# **NVTC BY-LAWS**

# NORTHERN VIRGINIA TRANSPORTATION COMMISSION

## BY-LAWS

Adopted 3 Mar. 66  
Revised 4 Aug. 66  
Revised 9 Jan. 69  
Revised 5 Jun. 75  
Revised 6 May 81  
Revised 11 Jul. 85  
Revised 3 Oct. 85  
Revised 3 Jan. 90  
Revised 1 Mar. 90  
Revised 1 Jul. 04  
Revised 5 April 12  
Revised 7 July 16  
Revised 4 Oct. 18

### **1. PURPOSE**

The Northern Virginia Transportation Commission (NVTC) was created by the Virginia General Assembly in 1964. NVTC's mission is to serve the public by providing a forum for elected officials, focusing primarily on public transit; develop strategies; identify funding sources; advocate for additional funding; prioritize funding allocations; oversee transit systems such as the Virginia Railway Express (VRE) and the Washington Metropolitan Area Transit Authority (WMATA); and pursue new transit programs and innovations. NVTC works to improve mobility, safety, and transit customer service; reduce traffic congestion; protect the environment; and stimulate the regional economy; all by increasing the use of transit and ridesharing. The duties and powers of the Commission are set forth in the Transportation District Act of 1964, Sections 33.2-1900 through 33.2-1935 of the Virginia Code<sup>1</sup>.

### **2. PARTICIPATING GOVERNMENTS**

A. The following local governments comprising the Northern Virginia Transportation District (Section 33.2-1904 of the Virginia Code) are eligible to participate in the Northern Virginia Transportation Commission, with representatives from their respective governing bodies as noted:

- |     |                             |                            |
|-----|-----------------------------|----------------------------|
| (1) | Fairfax County              | --Five members             |
| (2) | Arlington County            | --Three members            |
| (3) | City of Alexandria          | --Two members              |
| (4) | City of Fairfax             | --One member               |
| (5) | City of Falls Church        | --One member               |
| (6) | Loudoun County <sup>2</sup> | --Two members <sup>3</sup> |

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<sup>1</sup> Previously located in Sections 15.2-4500 through 15.2-4534 of the Virginia Code.

<sup>2</sup> Loudoun County's membership is governed by the terms of an agreement dated December 14, 1989 between NVTC and the county.

<sup>3</sup> Chapter 117 of the 2016 Acts of Assembly amended Section 33.1-1904 of the Virginia Code to add a second Loudoun County member to NVTC.

- B. In addition, the chairman of the Commonwealth Transportation Board or his designee shall serve as an ex officio member of the Commission.
- C. The General Assembly of Virginia is represented by two senators, appointed by the Senate Committee on Rules, and four delegates or as otherwise designated by the Speaker of the House of Delegates<sup>4</sup>.
- D. Additional contiguous counties and cities may be added to the transportation district by agreement and shall appoint one representative.
- E. Local governments may appoint alternates from their respective governing bodies to vote in the absence of their principal members.

### **3. MEETINGS**

#### **A. Regular Public Meetings**

Regular public meetings will be held on the first Thursday night of each month unless two thirds of the members consent to an alternate date. If the meeting night occurs on a holiday, the Commission shall designate a substitute night as a matter of business during a prior meeting.

#### **B. Quorum and Action by Commission**

Section 33.2-1912 of the Virginia Code stipulates the requirements of a quorum and action by the Commission. A quorum requires 11 members including at least one member from each of four jurisdictions. The chairman of the Commonwealth Transportation Board or his designee shall be included for the purposes of constituting a quorum. However, while the General Assembly is in session, NVTC's General Assembly members shall not be counted in determining a quorum. General Assembly members on the Commission represent the Commonwealth of Virginia and not the jurisdictions from which they are elected. The presence of a quorum and a vote of the majority of the members necessary to constitute a quorum of all the members appointed to the Commission, including an affirmative vote from a majority of the members, shall be necessary to take any action.

Notwithstanding the provisions of Sections 2.2-3708 and 3708.1, members of the General Assembly may participate in the meetings of the Commission through electronic communications while the General Assembly is in session.

### **4. RULES OF PROCEDURE**

Robert's Rules, as amended, shall apply.

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<sup>4</sup> General Assembly budget amendment passed 2018 Session amended Section 33.2-1904 of the Virginia Code to allow the Speaker of House to appoint non-House members to NVTC.

## **5. OFFICERS**

- A. The officers of the Commission shall be elected from the membership of the Commission and shall serve terms of one year, or until their successors are elected, and may succeed themselves.
- B. The officers and their duties shall be as follows:
  - (1) **Chairman:** The chairman presides at meetings of the Commission, represents the Commission before the United States Congress, the Virginia General Assembly, and other commissions, and is the Commission's spokesman in matters of policy. The chairman shall not also be an appointee to the WMATA Board of Directors as a principal member.
  - (2) **Vice Chairman:** The vice chairman shall, in the absence or disability of the chairman, perform the duties and exercise the powers of the chairman.
  - (3) **Secretary-Treasurer:** The secretary-treasurer shall monitor the financial administration of the Commission including the investment of funds and securities of the Commission and monitor financial records and the issuance of such reports as required by law, i.e., annual audit and other financial statements as determined by the Commission. The secretary-treasurer shall direct staff to present monthly reports on the financial condition of the Commission, giving the status and basis for all investments and of all money and other valuable effects in the name or in the credit of the Commission.
- C. Election of the officers shall take place annually at the January meeting of the Commission, and the officers shall serve until their successors are duly elected. Notice of meeting must state that election of officers will be a matter of business at the meeting.

## **6. EMPLOYEES**

- A. The Commission shall employ an executive director who shall hire and direct such other employees as may be necessary to perform the functions of the Commission.
- B. The duties, qualifications, terms, compensation and related benefits of employees shall be prescribed in NVTC's Administrative Regulations as adopted and amended from time to time by the Commission and/or executive director.

## **7. ACCOUNTS AND RECORDS**

- A. The Virginia Code stipulates the types of records to be maintained by the Commission.
- B. The annual financial report of the Commission shall be for the fiscal year period.
- C. The official minutes of the Commission shall be in the custody of the executive director of the Commission who shall certify copies and abstracts of the minutes when required.

## **8. BONDING OF COMMISSIONERS AND EMPLOYEES**

A. The Commission shall secure a public official bond for the faithful performance of duties in the amount of:

- (1) \$5,000 for each member of the Commission except the secretary-treasurer:
- (2) \$25,000 for the secretary-treasurer.

The bonds shall be filed with and preserved by the Comptroller of the Commonwealth.

B. The Commission shall secure a fidelity bond for the faithful performance of duties in the amount of:

- (1) \$1,000,000 for the executive director; and
- (2) As directed, for other members of the Commission staff and officers where appropriate.

The executive director's and staff bonds will be held by the Commission.

## **9. FINANCES**

A. Fiscal Year

The fiscal year shall begin the first day of July in each year.

B. Budget

- (1) The executive director shall submit a proposed budget for the succeeding fiscal year to the Executive Committee for approval prior to the month of January.
- (2) The budget approved by the Executive Committee shall be submitted to the Commission by its January meeting. The notice of this meeting must state that the budget for the coming fiscal year is to be a matter of business at the meeting.
- (3) The administrative expenses of the Commission, to the extent funds for such expenses are not provided from other sources, shall be allocated among the component governments on the basis of the relative shares of state and federal transit aids allocated by the Commission among its component governments, as stated in the Virginia Code (Section 33.2-1915E).

C. Audit

The books of the Commission shall be audited by a certified public accountant or accountants, and the audit report shall be included in the annual financial report.

## 10. COMMITTEES

### A. General Provisions

- (1) The Commission shall, at its January annual organizational meeting, or thereafter, establish such committees as it deems appropriate. Such committees shall continue throughout the calendar year unless dissolved. The Commission shall designate the chairman and membership of each such committee unless expressly provided for elsewhere in these By-Laws.
- (2) Excluding the Executive Committee, the Commission chairman shall not also serve as the chairman of a committee unless determined otherwise by an affirmative vote that includes (a) not less than two-thirds of the Commission members present and voting and (b) Commission members from not less than two thirds of the member jurisdictions.
- (3) To encourage participation by all member jurisdictions, the Commission shall strive to distribute Commission leadership and committee leadership and membership among all members from the member jurisdictions.
- (4) All committees shall adhere to all open meeting requirements contained in the Virginia Code including those pertaining to notice, minutes, and public attendance. All members of NVTC are eligible to attend meetings of all NVTC's committees and subcommittees, including closed meetings, but only committee members shall be eligible to vote at committee meetings.

### B. Executive Committee

- (1) Membership: There shall be an Executive Committee consisting of the chairman, who shall chair the Executive Committee; the immediate past chairman, if still a member of the Commission; the vice chairman; the secretary-treasurer; the chairs of the WMATA Committee, the Legislative and Policy Committee, and the Program Advisory Committee; and one member of the General Assembly. The Chairman of the Commonwealth Transportation Board<sup>5</sup> or his designee appointed by the Commission as a principal member to the WMATA Board of Directors and the principal member appointed by the Commission to the WMATA Board of Directors shall serve as non-voting members of the Executive Committee.
- (2) The General Assembly member on the Executive Committee shall be nominated by the Executive Committee and be approved by the Commission as a part of the annual nomination process.
- (3) Charge: The Executive Committee shall:
  - (a) Review and approve the proposed annual budget and the work program of the Commission and oversee and provide direction to the executive director on activities within policies set by the Commission.

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<sup>5</sup> By statute, the Secretary of Transportation serves as the Chairman of the Commonwealth Transportation Board.

- (b) Identify and present to the Commission policy issues related to transportation improvements and the administration of NVTC.
  - (c) Review the current administration of the Commission including the expenditure and investment of Commission funds.
  - (d) Consider and make recommendations to the Commission on the substantive program areas for Commission activity and for the establishment and disestablishment of committees and subcommittees required for each activity.
  - (e) Regularly report its deliberations to the Commission.
  - (f) Regularly review the performance of the executive director at least annually, including establishing performance goals and recommending any changes in compensation to the full Commission.
  - (g) Function as an audit committee by reviewing periodic financial reports, responding to recommendations from the Commission's auditors and meeting with those auditors as needed.
  - (h) Serve as or establish the nominating committee for the Commission officers, board appointments, and all Commission committee chairs and members, unless expressly provided for elsewhere in these By-Laws.
- (4) Meetings: The Executive Committee shall meet immediately prior to each monthly meeting of the Commission and at such other times as the committee determines or the Commission directs.

C. WMATA Committee

- (1) Membership: There shall be a WMATA Committee consisting of the two alternate members appointed by the Commission to the WMATA Board of Directors, one of whom shall be the WMATA Committee chair; the Chairman of the Commonwealth Transportation Board or his designee appointed by the Commission as a principal member to the WMATA Board of Directors; the principal member appointed by the Commission to the WMATA Board of Directors; and Commission members drawn from other member jurisdictions not already represented by the foregoing members.
- (2) Charge: The WMATA Committee shall:
  - (a) Provide NVTC-wide regional guidance to the Virginia appointees to the WMATA Board of Directors and a framework for sharing institutional knowledge.
  - (b) Serve as a venue for discussion of WMATA issues directly affecting the NVTC region including but not limited to WMATA budget decisions that affect jurisdictional subsidies, service changes that affect Virginia riders, and actions that affect Northern Virginia transit providers.
  - (c) Ensure that member jurisdictions' issues are elevated to WMATA when appropriate.

- (d) Discuss and recommend to the Commission NVTC-wide regional positions on WMATA issues through consensus-based deliberations.
  - (e) Provide leadership and support to NVTC staff in the development of WMATA-related oversight objectives, policies, procedures, and agreements, including but not limited to NVTC's annual report to the General Assembly and Governor on the financial and operational performance of WMATA (§33.2-3403).
- (3) Meetings: The WMATA Committee shall meet as necessary to align with activities of and decisions coming before the WMATA Board of Directors.

D. Legislative and Policy Committee

- (1) Membership: There shall be a Legislative and Policy Committee consisting of a chairman and Commission members drawn from member jurisdictions in a representative manner. One Commission member from the General Assembly shall serve as a non-voting member of the Legislative and Policy Committee.
- (2) Charge: The Legislative and Policy Committee shall:
  - (a) Develop the Commission's annual legislative and policy agenda.
  - (b) Serve as a venue for discussion of legislative and policy matters that directly affect the NVTC region and transit in Northern Virginia.
  - (c) Meet with appropriate state and federal entities, as needed.
- (3) Meetings: The Legislative and Policy Committee shall meet regularly from October through March and as necessary in other months and shall be available to meet on short notice during the state and federal legislative sessions.

E. Program Advisory Committee

- (1) Membership: There shall be a Program Advisory Committee consisting of a chairman and Commission members drawn from member jurisdictions in a representative manner.
- (2) Charge: The Program Advisory Committee shall:
  - (a) Provide leadership and guidance in the development and implementation of Commission-administered programs including but not limited to the Commuter Choice program.
  - (b) Discuss and recommend to the Commission policies and the annual program for projects under the Commission's discretionary programs such as I-66 Commuter Choice and I-395/I-95 Commuter Choice.
- (3) Meetings: The Program Advisory Committee shall meet as necessary to align with the processes and decisions associated with the various policy and programs it oversees and Commission decisions related to them.

**11. AMENDMENT TO BY-LAWS**

- A. The By-Laws may be altered or amended by the presentation of such proposed alterations or amendments at one meeting with explanations of the proposed changes. Action on the proposed changes shall be taken at the following or subsequent meetings. Notice of proposed action to amend the By-Laws shall be included in the meeting notice.
- B. The enactment of a change of the By-Laws requires a majority vote of the full Commission.



## NVTC ELECTRONIC PARTICIPATION POLICY Adopted June 6, 2024 – Effective July 1, 2024

Occasions may arise when the Northern Virginia Transportation Commission (“NVTC”) determines it is necessary to hold an all-virtual public meeting or when a NVTC Commissioner is unable to be physically present at a public meeting. Under certain circumstances, the Virginia [Freedom of Information Act](#) (FOIA) Virginia Code Ann. §§ 2.2-3700 et seq., (the “Act”) permits a public body, such as NVTC and its duly appointed committees, to conduct all-virtual public meetings and also permits members of a public body to participate in meetings through electronic means such as telephone and video conferencing. The Act limits the instances in which this may occur and prescribes procedures that must be followed, including annually adopting a policy governing electronic meetings by a recorded vote at a public meeting.

The NVTC Electronic Participation Policy (“Policy”), as hereafter set forth, identifies the instances when NVTC and its duly appointed committees and sub-committees may conduct all-virtual public meetings, including during a declared state of emergency, and when a Commissioner may participate electronically in an in-person NVTC meeting, including NVTC appointed committee and subcommittee meetings, and the procedures that apply.<sup>1</sup>

**Nothing in this Policy should be construed to prohibit the use of audio or audio/visual means to increase public participation at meetings even if no NVTC Commission members are participating electronically. NVTC welcomes the use of electronic means to increase public access to its meetings.** The specific requirements and limitations on electronic participation described herein apply only to the members of NVTC holding a public meeting.

### **Circumstances When Electronic Participation By a Commissioner Is Permitted for In-Person Meetings**

NVTC Commissioners may participate in an in-person NVTC Commission or NVTC committee or subcommittee meeting through electronic communication means from a remote location that is not open to the public under the following circumstances:

- A. A Commissioner who is unable to attend the meeting due to a **medical reason**:
  - 1. A Commissioner’s temporary or permanent disability or other medical condition that prevents the Commissioner’s physical attendance.

*§ 51.5-40.1 Definition of a “person with a disability” means “any person who has a physical or mental impairment that substantially limits one or more of his major life activities or who has a record of such impairment.”*

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<sup>1</sup> This Policy does not apply to the Virginia Railway Express Operations Board, which is a joint committee of NVTC and the Potomac and Rappahannock Transportation Commission (“PRTC”). A separate policy, approved by NVTC and PRTC, shall apply to the Operations Board.

2. A medical condition of a member of a Commissioner's family that requires the Commissioner to provide care and prevents the Commissioner's physical attendance or the Commissioner is a caregiver and must provide care for a person with a disability at the time the public meeting is being held thereby preventing the Commissioner's physical attendance.

*§ 2.2-3701 Definition of a "caregiver" means "an adult who provides care for a person with a disability as defined in § 51.5-40.1 (see Section A.1 of this Policy). A caregiver shall be either related by blood, marriage, or adoption to or the legally appointed guardian of the person with a disability for whom he is caring."*

NOTE: For purposes of determining whether a quorum is physically assembled, an individual Commissioner who is a person with a disability or is a caregiver for a person with a disability and uses remote participation counts toward the quorum as if the Commissioner was physically present.

3. The above subsections A.1 and A.2 allow an unlimited number of times a Commissioner can participate electronically due to disability, medical condition or care for a family member.
- B. A Commissioner who is unable to attend the meeting due to a **personal reason** and identifies with specificity the nature of the personal matter. However, a Commissioner may not use remote participation due to personal matters more than two meetings per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

(Example: if NVTC holds 10 or 11 Commission meetings a year, a Commissioner could participate electronically for a personal reason 2.5 or 2.75 times, rounded up to three (3) meetings a year. For NVTC committees and subcommittees that do not have an annual meeting schedule or that do not actually hold each meeting on the schedule, the number of times a Commissioner may participate in a meeting remotely is not readily calculated and should be done only in consultation with the board administrator).

- C. A Commissioner whose **principal residence is more than 60 miles from the meeting location** identified in the required notice for such meeting.

### **Procedural Requirements for Remote Participation By a Commissioner in In-Person Meetings**

The term "remote participation" is defined by the Act to mean "participation by an individual member of a public body by electronic communication means in a public meeting where a quorum of the public body is otherwise physically assembled."

Remote participation by a NVTC Commissioner as authorized above (by A-C) shall be only under the following conditions:

1. A quorum of NVTC Commissioners is physically assembled at the primary or central meeting location. A Commissioner participating remotely who has a disability or is a caregiver to a family

member with a disability counts toward the quorum\* as if the individual was physically present (See A.1 and A.2).

\*NOTE: Commissioners should allow sufficient time to contact the chair to confirm statutory requirements are being met (according to § 51.5-40.1 and § 2.2-3701 definitions) so that the member can be counted towards the quorum. Each determination will be on a case-by-case basis.

2. NVTC or its committee or subcommittee, as applicable, can make arrangements for the voice of the Commissioner who is participating remotely to be heard by all persons at the primary or central meeting location.
3. A Commissioner must notify the applicable chair (Commission chair or committee chair), with notification copied to the executive director and board administrator, on or before the day of the meeting, not later than eight (8) hours prior to the start of the meeting, that such Commissioner is unable to attend and identify the reason in A, B, or C above that prevents physical attendance. The request can be made verbally but should be followed up in writing as soon as possible.
4. The minutes must reflect that (1) the existence of a disability or medical condition (which need not be disclosed with specificity) of the Commissioner, or of a family member who requires the Commissioner's care, prevents the Commissioner's in-person attendance at the meeting; (2) a personal matter, described with specificity, prevents the Commissioner's in-person attendance at the meeting; or (3) the Commissioner's primary residence is 60 miles or more from the meeting location. The minutes must also reflect a general description of the remote location from which the Commissioner is participating in the meeting electronically (example: city, county, out of state, out of country).
5. After calling the meeting to order and establishing a quorum is physically present, the Commission chair or committee chair, as applicable, will inform the Commission or committee of a Commissioner's request to participate through electronic means, identify the reason in A, B or C above that prevents physical attendance, and request a motion and second to approve the request. The Commission or committee will vote on the matter. The Commissioner requesting to participate remotely shall not vote on the motion. If the Commissioner's participation from a remote location is disapproved because such participation would violate the provisions of this Policy or the Act, such disapproval shall be recorded in the minutes with specificity.
6. A Commissioner's remote participation must be in accordance with this Policy.

**NOTE:** As stated above, if a Commissioner's remote participation is disapproved, the Commissioner may still monitor the meeting by listening or watching by electronic communication means. However, the Commissioner cannot be counted as present and cannot participate. The minutes shall reflect the names of Commissioners monitoring a meeting. In such a situation, as a matter of best practices, the chair should make a statement to inform the public and the other members, such as: *"Please observe*

*that [Commissioner name] could not attend today's meeting but is [listening/watching] the meeting by [speakerphone, videoconferencing, or whatever electronic communications means is being utilized]. However, Commissioner name] is only monitoring the meeting and is not counted as present, and cannot make motions, vote or otherwise participate."*

### **Guidelines for the NVTC Electronic Participation Policy for Remote Participation by a Commissioner in In-Person Meetings**

The determination of whether requests by Commissioners to participate in NVTC Commission meetings, as well as committee or subcommittee meetings, from remote locations complies with the NVTC Electronic Participation Policy ("Policy") shall be made by the NVTC chair or the appropriate committee or subcommittee chair, subject to final approval by the Commission or committee or subcommittee. The following guidelines shall be used by the chair and NVTC or committee or subcommittee in considering and acting upon requests:

1. This Policy applies to NVTC meetings, including Commission, committee and subcommittee meetings, provided the technology is available to accommodate remote participation.
2. This Policy shall be applied strictly and uniformly, without exception, to all Commissioners and without regard to the identity of the Commissioner requesting to participate remotely or the matters that will be considered or voted on at the meeting.
3. Notification of the request to participate electronically shall be provided by the Commissioner seeking to participate remotely to the applicable chair (Commission chair or committee chair), with notification copied to the executive director and board administrator, at the earliest practicable time, not later than eight (8) hours before the meeting start time. The request can be made verbally but should be followed up in writing as soon as possible.
4. Individual participation from a remote location shall be approved unless such participation would violate this Policy or the provisions of the Act. If the Commission or committee or subcommittee votes to disapprove the Commissioner's remote participation because such participation would violate this Policy or the Act, such disapproval shall be recorded in the minutes with specificity.
5. The Commissioner requesting to participate remotely shall provide sufficient specificity as to the nature of the matter as is necessary for the chair, and the Commission or committee or subcommittee, to determine whether the circumstances warrant remote participation.
6. For purposes of this Policy, a personal matter includes circumstances that prevent a Commissioner from physically attending a meeting including personal and business travel.

7. For purposes of this Policy, a temporary or permanent disability or a medical condition of either a Commissioner or their family member who requires the Commissioner's care that prevents physical attendance at the meeting should be evident based on the nature of the disability or the condition.

*Code § 51.5-40.1 defines a "person with a disability" to mean any person who has a physical or mental impairment that substantially limits one or more of his major life activities or who has a record of such impairment.*

*Code § 2.2-3701 defines a "caregiver" to mean an adult who provides care for a person with a disability as defined in § 51.5-40.1. A caregiver shall be either related by blood, marriage, or adoption to or the legally appointed guardian of the person with a disability for whom he is caring."*

8. Disclosure of specific medical conditions or disabilities, and medical verification of a medical condition or physical disability shall not be required.
9. More than one Commissioner may participate electronically at the same meeting, as long as a physical quorum is present at the primary meeting location.
10. Commissioners participating remotely are allowed to fully participate in NVTC Commission or NVTC committee or subcommittee public meetings, which includes but is not limited to making motions and voting.
11. The Commissioner may participate remotely in a NVTC Commission or NVTC committee or subcommittee public meeting, using all available electronic communication means including telephone and video conferencing. For the purposes of this Policy, "electronic communication" is defined to mean "the use of technology having electrical, digital, magnetic, wireless, optical, electromagnetic or similar capabilities to transmit or receive information." The definition is applicable to all types of electronic participation described in this Policy.
12. Remote participation shall be permitted only under circumstances where all attendees at the primary meeting location, including the public, can, at a minimum, hear the remote Commissioner. If the means used for participation in the meeting, or other circumstances at the remote location, are disruptive to the meeting, the chair, subject to Commission or committee or subcommittee approval, may deny or withdraw the approval to participate remotely, including during the meeting. While not required, the Commissioner participating remotely is encouraged to monitor the meeting via electronic means to the extent it is available.
13. NVTC's board administrator shall be responsible for ensuring a Commissioner does not participate electronically for personal reasons more than two times per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

## NVTC All-Virtual Public Meetings

An “all-virtual public meeting” is defined by the Act to mean “a public meeting conducted by a public body (i) using electronic communication means (ii) during which **all members of the public body who participate do so remotely rather than being assembled in one physical location** and (iii) to which public access is provided through electronic communication means.”

The Act limits the number of times per calendar year NVTC and its committees and subcommittees can conduct all-virtual meetings. NVTC and each of its committees and subcommittees **shall not** conduct an all-virtual public meeting more than two times per calendar year or 50% of their respective meetings held per calendar year rounded up to the next whole number, whichever is greater, OR consecutively with another of their all-virtual public meeting.

Since there is a limited number of times the Commission and its committees and subcommittees can conduct all-virtual meetings during a calendar year, the Commission and its committees and subcommittees will be strategic in planning for these types of meetings, in order to respond to quorum issues or other factors that could influence being able to hold an in-person meeting (i.e. scheduling conflicts such as jurisdictional budget hearings or holidays close to regularly scheduled meetings, etc.). The Commission and its committees and subcommittees may include planned all-virtual meetings as part of its approved meeting schedule. Throughout the year, the Commission and its committees and subcommittees also reserve the right to change the type of meeting to an all-virtual meeting, as long as the required meeting notification procedures are followed.

NVTC staff, in consultation with the Commission chair or appropriate committee or subcommittee chair, will determine whether a public meeting will be all-virtual prior to posting the meeting agenda. NVTC staff will follow all meeting notice requirements required by the Act to inform Commissioners and the public of any change in the type of meeting (in-person or all-virtual).

If a quorum is determined to be not achievable for a regularly scheduled in-person meeting, the executive director will consult with the chair to discuss if the meeting should be changed to an all-virtual meeting. If an all-virtual meeting is determined to be needed, staff will notify Commissioners and the public at least 72 hours in advance of the meeting. The agenda will be updated with the all-virtual meeting information and will be posted on NVTC’s website.

The all-virtual meeting provisions of this Policy apply to all NVTC public meetings, including the Commission, committees and subcommittees.

## Guidelines for All-Virtual Public Meetings

The following guidelines shall be used by the Commission and committee and subcommittee chairs and NVTC staff in conducting all-virtual meetings:

1. The required meeting notice shall indicate whether the meeting will be an in-person or all-virtual public meeting along with a statement notifying the public that the method by which the Commission or its committee or subcommittee chooses to meet shall not be changed unless

the Commission or its committee or subcommittee provides a new meeting notice in accordance with the provisions of the Act.

2. Public access to the all-virtual public meeting will be provided via electronic communication means.
3. The electronic communication means used will allow the public to hear all members of the Commission or its committee or subcommittee participating in the all-virtual public meeting and, when audio-visual technology is available, to see the members as well. When audio-visual technology is available, a member of the Commission or committee or subcommittee shall, for purposes of a quorum, be considered absent from any portion of the meeting during which visual communication with the Commissioner is voluntarily disconnected or otherwise fails or during which audio communication involuntarily fails.
4. A phone number or other live contact information will be provided to alert the Commission or its committee or subcommittee if the audio or video transmission of the meeting fails; the Commission or its committee or subcommittee will monitor such designated means of communication during the meeting; and the Commission or its committee or subcommittee will take a recess until public access is restored if the transmission fails for the public.
5. A copy of the proposed agenda and all agenda packets and, unless exempt, all materials furnished to members of the Commission or its committee or subcommittee for a meeting will be made available to the public in electronic format at the same time that such materials are provided to members of the Commission or its committee or subcommittee.
6. The public is afforded the opportunity to comment through electronic means, including by way of written comments, at those public meetings when public comment is customarily received.
7. No more than two members of the Commission or its committee or subcommittee are together in any one remote location unless that remote location is open to the public to physically access it.
8. If a closed meeting is held during an all-virtual public meeting, transmission of the meeting to the public will resume before the Commission or its committee or subcommittee votes to certify the closed meeting as required by the Act.
9. The Commission or its committee or subcommittee will not convene an all-virtual public meeting (i) more than two times per calendar year or 50% of the meetings held per calendar year rounded up to the next whole number, whichever is greater, or (ii) consecutively with another all-virtual public meeting.
10. Minutes of an all-virtual public meeting held by electronic communication means will be taken as required by the Act and include the fact that the meeting was held by electronic communication means and the type of electronic communication means by which the meeting was held. If a Commissioner's participation from a remote location pursuant to this subsection

is disapproved because such participation would violate the Policy or the Act, such disapproval shall be recorded in the minutes with specificity.

11. This policy shall not prohibit or restrict any Commissioner who is participating in an all-virtual meeting or who is using remote participation from voting on matters before the Commission.

### **NVTC Electronic Participation During a Declared State of Emergency**

The Act allows any public body to meet by electronic communication means without a quorum of the public body physically assembled at one location under certain circumstances. As part of its NVTC Electronic Participation Policy, the Commission and its committees and subcommittees will adhere to § 2.2-3708.2. which reads:

*Any public body, or any joint meeting thereof, may meet by electronic communication means without a quorum of the public body physically assembled at one location when the Governor has declared a state of emergency pursuant to § 44-146.17 or the locality in which the public body is located has declared a local state of emergency pursuant to § 44-146.21, provided that:*

- (i) the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location; and*
- (ii) the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties and responsibilities.*

*The public body convening a meeting in accordance with this section shall:*

- 1. Give public notice using the best available method given the nature of the emergency, which notice shall be given contemporaneously with the notice provided members of the public body conducting the meeting;*
- 2. Make arrangements for public access to such meeting through electronic communication means, including videoconferencing if already used by the public body;*
- 3. Provide the public with the opportunity to comment at those meetings of the public body when public comment is customarily received; and*
- 4. Otherwise comply with the provisions of this section.*

*The nature of the emergency, the fact that the meeting was held by electronic communication means, and the type of electronic communication means by which the meeting was held shall be stated in the minutes.*

*The provisions of this section shall be applicable only for the duration of the emergency declared pursuant to § 44-146.17 or § 44-146.21.*

NVTC and its committees and subcommittees shall adopt a resolution at each meeting held by electronic means during a declared emergency finding that the need for the electronic meeting exists based on the nature of the emergency, and that the purposes of the meeting as set forth in the meeting agenda comply with the Act.

AMENDED AND RESTATED PLAN OF DELEGATION  
FROM THE COMMISSIONS TO THE VRE OPERATIONS BOARD

Approved: July 17, 2025

In 2005, the Northern Virginia Transportation Commission and the Potomac and Rappahannock Transportation Commission (Commissions) approved a Plan of Delegation of Authority to the VRE Operations Board, the joint committee of the Commissions established under the VRE Master Agreement to oversee the VRE commuter rail service. The 2005 delegation, which was preceded by a more limited delegation of contract authority in 1991, occurred in phases and was finalized in 2008. Because the VRE Operations Board is not a legal entity, all actions taken by it in accordance with its delegated authority are done in the name of the Commissions.

The Plan of Delegation is subject to ongoing Commission oversight and possible amendment and revocation as the Commissions may determine in their sole discretion. In order to enable such ongoing Commission oversight, Commissioners shall receive the Operations Board agenda materials in advance of upcoming Operations Board meeting. Any Commission member may request their jurisdiction's representative on the Operations Board to make a motion at the Operations Board's meeting to bring an agenda item to the Commissions for consideration and any action. The motion must be approved by the Operations Board before the agenda item will be brought to the Commissions for consideration and any action.

#### Powers Delegated to VRE Operations Board

1. Approval of all contracts and agreements provided funds have been budgeted and appropriated for the purpose with the exception of those contracts and agreements reserved to the Commissions for approval.
2. Delegation of spending authority to VRE Chief Executive Officer up to limits of Operations Board's authority provided funds have been budgeted and appropriated for the purpose.
3. Approval of issuance of IFBs, RFPs and other competitive procurement solicitations for items for which funds have been budgeted and appropriated.
4. Agreements incidental to approved capital projects, e.g., force account agreements with freight railroads, storm water management agreements with localities, and right of entry agreements with third party property owners.
5. Approval of temporary and permanent easements on Commission owned property that are necessary for VRE facilities that are under construction or major modification, e.g., utility line easements, and approval of temporary and permanent easements conveyed to the Commissions for a nominal fee by third parties which easements are necessary for VRE facilities that are under construction or major modification, e.g., construction easements, access easements, and support structure easements.
6. Approval of VRE Tariff and changes thereto consistent with the VRE budget.

7. Conduct annual review of VRE Chief Executive Officer and VRE General Counsel subject to Commission review and approval of all employment agreement amendments.

Powers Retained by the Commissions:

1. Approval of annual VRE budget, six-year financial plan, and Capital Improvement Program (CIP).
2. Approval of amendments to the VRE Master Agreement.
3. Approval of amendments to the VRE Liability Insurance Plan, the Insurance Plan Management Agreement, and the Insurance Plan Trust Fund Agreement.
4. Approval of operating access agreements with freight railroads, Amtrak and the Virginia Passenger Rail Authority (VPRA).
5. Approval of VRE service operations and rail equipment maintenance agreement(s), maintenance of railroad right of way agreements, and dispatching agreements.
6. Hiring and termination of the Chief Executive Officer, and approval of employment agreement amendments.
7. Hiring and termination of the VRE General Counsel, and approval of employment agreement amendments.
8. Approval of state, regional and federal grant applications.
9. Approval of state and federal legislative agendas.
10. Approval of VRE strategic plan.
11. Approval of VRE related debt, loans and security interests in Commission property.
12. Approval of investment policies.
13. Approval of alternate construction methods.
14. Approval of public-private partnership projects and related agreements.
15. Approval of sale or purchase of real property in the Commissions' names including the authority to acquire property interests through eminent domain.
16. Approval of sale or purchase of rolling stock.
17. Approval of leases of Commission owned real property and leases to the Commissions of third party owned real property.
18. Acceptance of gifts to the Commissions.
19. Terms and conditions under which jurisdictions and other parties may participate in the VRE commuter rail service.
20. Approval of personnel plan amendments and personnel policies.
21. Approval of position classification plan and amendments thereto.
22. Approval of service expansions and reductions.
23. Approval of new VRE commuter rail stations.
24. Receiving notice of claims under the Tort Claims Act.
25. Acceptance of service of process.
26. Approval of lawsuits filed in name of Commissions.
27. All actions reserved to the Commissions by the VRE Master Agreement.
28. All actions not expressly delegated to the Operations Board.