



MINUTES

VIRGINIA RAILWAY EXPRESS

OPERATIONS BOARD MEETING

May 21, 2021

Virtual Meeting via Webex

Members Present

*Walter Alcorn (NVTC)
 *Andrea Bailey (PRTC)
 *Preston Banks (PRTC)
 *Elizabeth Bennett-Parker (NVTC)
 *Meg Bohmke (PRTC)
 *Katie Cristol (NVTC)
 *Margaret Franklin (PRTC)
 *Matt Kelly (PRTC)
 *Jeanine Lawson (PRTC)
 *Cindy Shelton (PRTC)
 *Gary Skinner (PRTC)
 *Ralph Smith (PRTC)
 *Dan Storck (NVTC)
 *James Walkinshaw (NVTC)

Jurisdiction

Fairfax County
 Prince William County
 City of Manassas Park
 City of Alexandria
 Stafford County
 Arlington County
 Prince William County
 City of Fredericksburg
 Prince William County
 Stafford County
 Spotsylvania County
 City of Manassas
 Fairfax County
 Fairfax County

Members Absent

Jennifer Mitchell (DRPT)

Commonwealth of Virginia

Alternates Present

*Michael McLaughlin (DRPT)

Commonwealth of Virginia

Alternates Absent

Canek Aguirre (NVTC)
 Victor Angry (PRTC)
 Pete Candland (PRTC)
 Hector Cendejas (PRTC)
 Deborah Frazier (PRTC)
 Libby Garvey (NVTC)
 Jason Graham (PRTC)
 Jeff McKay (NVTC)
 Alanna Mensing (PRTC)
 Pam Sebesky (PRTC)

City of Alexandria
 Prince William County
 Prince William County
 City of Manassas Park
 Spotsylvania County
 Arlington County
 City of Fredericksburg
 Fairfax County
 City of Manassas Park
 City of Manassas

*Voting Member

**Indicates arrival/departure following the commencement of the Operations Board Meeting. Notation of exact arrival/departure time is included in the body of the minutes.

Staff and General Public

Rich Dalton – VRE
John Duque – VRE
Karen Finucan-Clarkson – VRE
Chris Henry - VRE
Robert Hostelka – VRE
Lezlie Lamb – VRE
Steve MacIsaac – VRE Legal Counsel

Kate Mattice – NVTC
Kristin Nutter – VRE
Mark Schofield – VRE
Alex Sugatan - VRE
Joe Swartz – VRE

Chair Bennett-Parker called the meeting to order at 9:00 A. M. The Roll Call followed.

Consent Agenda – 2

- Resolution Finding Need to Conduct the May 21, 2021 Meeting Electronically – 2A
- Approval of the Agenda – 2B
- Authorization to Issue Request for Proposals for a Construction Manager/General Contractor for the Alexandria Station Improvements Project – 2C
- Authorization to Issue a Request for Proposals for General Planning Consulting Services

Ms. Bailey moved, with a second by Ms. Shelton, to approve the Consent Agenda. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Approval of the Minutes of the March 19, 2021 VRE Operations Board Meeting – 3

Ms. Bailey moved, with a second by Ms. Cristol, to approve the Minutes from March 19, 2021 VRE Operations Board meeting. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Chair's Comments – 4

Chair Bennett-Parker congratulated Steve MacIsaac on his appointment by the Commissions as General Counsel and Chief Legal Officer for VRE; and thanked Delegate Eleanor Holmes Norton of the District of Columbia for including funding for the L'Enfant Station and 4th Track project in a House earmark request and noted VRE is working with the officers of Senators Warner and Kaine to have an earmark request for the project included on the Senate side.

Chair Bennett-Parker reminded Board Members that the June meeting is pushed out one week, to June 25th, due to the Juneteenth holiday. Staff is working on plans for some level of virtual/in-person hybrid meeting for June. Board Members will be notified once plans are finalized.

Chair Bennett-Parker also announced that the CEO Evaluation Committee, the Audit Committee and the Finance Committee will meet in June.

Chief Executive Officer's Report – 5

VRE CEO, Rich Dalton, briefed the Operations Board on the following topics:

- Safety COVID-19 Update
- Ridership
- Performance
- Return to full service
- Ridership recovery
- Project Spotlight: Transforming Rail in VA
- Manassas Rail Festival

Public Comment Time –6

Chair Bennett-Parker stated that in the virtual meeting environment, Public Comments were being accepted electronically through the VRE Website. The Chair asked the Clerk to read any comments received into the record. There were none.

Action Items - 7

Authorization to Execute a Contract for Delivery of Lubricating Oil for VRE Locomotives -7A

Ms. Bailey moved, with a second by Ms. Cristol, to authorize the CEO to execute a contract with Cadence Petroleum Group of Ashland, Virginia for the delivery of lubricating oil for VRE locomotives. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Authorization to Execute an Excess Facilities Agreement with Rappahannock Electric Cooperative for LOU Facility Electric Service – 7B

Ms. Bailey moved, with a second by Ms. Bohmke, to authorize the CEO to execute an Excess Facilities Agreement with the Rappahannock Electric Cooperative for additional electric service for the Lifecycle Overhaul and Upgrade Facility. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Recommend Authorization to Enter into a Right of Way Easement Agreement with Rappahannock Electric Cooperative for LOU Facility Electric Service – 7C

Ms. Bailey moved, with a second by Mr. Smith, to recommend the Commissions authorize the CEO to exercise a Right of Way Easement Agreement with the Rappahannock Electric Cooperative for an electric utility easement at the Crossroads Maintenance and Storage Facility for electric service for the Lifecycle Overhaul and Upgrade Facility. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Recommend Authorization to Execute an Amendment for the First Option Period of the Contract for Maintenance Services for Commuter Rail and the First Year of the First Option Period – 7D

Ms. Bohmke moved, with a second by Ms. Bailey, to recommend the Commissions authorize the CEO to amend the contract for Maintenance Services for Commuter Rail with Keolis Rail Services Virginia, LLC, to exercise the first five-year option period; and exercise the first year of the option. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Recommend Authorization to Execute an Amendment for the Second Year of the Second Option Period of the Contract for Operating Services for Commuter Rail – 7E

Ms. Bailey moved, with a second by Ms. Cristol, to recommend the Commissions authorize the CEO to amend the contract for Operating Services for Commuter Rail with Keolis Rail Services Virginia to exercise the second year of the second option period. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Recommend Authorization to Execute a Contract for New Passenger Railcars – 7F

Ms. Bailey moved, with a second by Ms. Cristol, to recommend the Commission authorize the CEO to execute a contract with Alstom Transportation Inc. of New York, New York, for 21 new passenger railcars. The vote in favor was cast by Members Alcorn, Bailey, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw. Members Banks and Lawson voted against the motion.

Referral of the Amended FY 2022 VRE Operating Budget to the Commissions – 7G

Mr. Alcorn moved, with a second by Ms. Bailey, to adopt the amended FY 2022 VRE Operating Budget and to refer the amended budget to the Commissions for their consideration and approval. The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Information Items - 8

Spending Authority Report – 8A

In, the following purchases greater than \$50,000 but less than \$200,000 were made:

- On April 2, 2021, VRE amended an existing Task Order for Monitoring and Support for Positive Train Control with STV Incorporated under the Mechanical Engineering Consulting Services (MEC) contract to increase the total commitment for the Task Order by \$80,033 to an amount not to exceed \$179,328.
- On April 9, 2021, VRE issued a Task Order in the amount of \$61,477 to STV Incorporated under the Mechanical Engineering Consulting Services (MEC) contract to conduct a Railcar Air Filtration System Analysis and to subsequently provide recommended enhancements aimed at improving particulate filtration efficiency.
- On April 9, 2021, VRE executed a contract in the amount of \$102,296 with Matrix Metals LLC to acquire a total of 400 equalizer seats, which are utilized by VRE's fleet of passenger railcars. Equalizing beams are an important part of the railcar suspension system which link the suspension of two adjacent axles to share the load. The ends of the equalizing beams are seated atop a forged steel plate called an equalizer seat, and the height of a railcar can be altered by changing the thickness of the equalizer seats.

- On April 12, 2021, VRE issued a Sole Source Purchase Order to Paragon Products, LLC in the amount of \$55,753 to acquire new fuel pumps for VRE's fleet of locomotives.
- On April 12, 2021, VRE executed a Relocation Agreement with CenturyLink in an amount not to exceed \$182,095 to relocate telecommunications facilities to accomplish construction of Quantico Station Improvements.
- On April 27, 2021, VRE issued a Task Order in the amount of \$60,000 to PFM Financial Advisors LLC under the Financial Advisory Services contract for a one-year subscription to allow for continued use of the Synario Financial Modeling Platform to support long-term financial planning efforts.
- On April 28, 2021, VRE issued a Blanket Purchase Order in an amount not to exceed \$60,255 to ADT to provide on-call maintenance and repair services for the existing security camera equipment at VRE's station locations.

Board Electronic Participation Policy – 8B

The bylaws were last revised in April 2013. Since that time, the VRE Master Agreement has been updated and legislation has been passed impacting public meetings. As such, the attached changes to the bylaws are being proposed. They include:

- Updated language relevant to the changes in state law having to do with electronic meetings.
- Changing the month the Operations Board does not meet from July to August.
- Updating the weighted vote language to include the change giving the Commonwealth's vote the same weight as the jurisdiction with the highest subsidy (changed in the Master Agreement in 2014.)

Board Members' Time – 10

Chair Bennett-Parker asked if Members had any additional business.

Ms. Bailey moved, with a second by Ms. Cristol, to adjourn the meeting.

The vote in favor was cast by Members Alcorn, Bailey, Banks, Bennett-Parker, Bohmke, Cristol, Franklin, Kelly, Lawson, McLaughlin, Shelton, Skinner, Smith, Storck and Walkinshaw.

Approved this 25th day of June 2021

Elizabeth Bennett-Parker
Chair

James Walkinshaw
Secretary

CERTIFICATION

This certification hereby acknowledges the minutes for the May 21, 2021 Virginia Railway Express Operations Board Meeting have been recorded to the best of my ability.

A handwritten signature in black ink, appearing to read "Leslie M. Lamb". The signature is fluid and cursive, with the first name "Leslie" being the most prominent.

Leslie M. Lamb