



RESOLUTION #2445

SUBJECT: Appointment of VRE General Counsel and Chief Legal Officer

WHEREAS: the Northern Virginia Transportation Commission and the Potomac and Rappahannock Transportation Commission, the co-founders, owners and operators of the Virginia Railway Express commuter rail service (VRE), have been provided legal services related to VRE by Stephen A. Maclsaac beginning when the concept of a commuter rail service on existing freight lines was first being developed and thereafter while Mr. Maclsaac was employed by Prince William County initially and then by Arlington County;

WHEREAS: The Northern Virginia Transportation Commission has also used the services of Mr. Maclsaac for a variety of Commission matters in addition to VRE matters and, in May 2014, officially appointed him as legal counsel in all NVTC matters;

WHEREAS: The Virginia Railway Express Operations Board, and its Legal Service Committee, have considered a proposal to hire Mr. Maclsaac as a contract employee of the Commissions on a full-time basis as the Commissions' General Counsel and Chief Legal Officer for all VRE matters, concluding that doing so would serve the interests of the Commissions and VRE service;

WHEREAS: An employment agreement has been prepared by outside legal counsel and reviewed by the Virginia Railway Express Operations Board, and its Legal Service Committee; and

WHEREAS: The Virginia Railway Express Operations Board recommends the appointment of Mr. Maclsaac as the Commissions' General Counsel and Chief Legal Officer for all VRE matters in accordance with the terms of the employment agreement presented to the Commissions (the "Employment Agreement").

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission hereby appoints Stephen A. Maclsaac as General Counsel and Chief Legal Officer for all matters related to the VRE commuter rail service effective May 31, 2021, upon action by each of the Commissions and execution of the aforesaid Employment Agreement by the Commissions and Mr. Maclsaac.

BE IT FURTHER RESOLVED that the Northern Virginia Transportation Commission hereby approves the Employment Agreement and authorizes the Chair to execute it on behalf of the Commission.

BE IT FURTHER RESOLVED that NVTC hereby authorizes the continuation of Mr. MacIsaac' legal services in all Commission related matters, and the Executive Director is authorized to contribute to the VRE operating budget on the same financial terms as have been in place with Arlington County.

Approved this 6th day of May 2021.



Katie Cristol
Chair



Dalia Palchik
Secretary-Treasurer