



RESOLUTION #2606

SUBJECT: Approve a Contract of Purchase and Sale with VPRA for the Seminary Yard Property

WHEREAS: In August 2024, the Virginia Passenger Rail Authority (VPRA) acquired the Manassas Line from Norfolk Southern Railway (NSR);

WHEREAS: In February 2025, the Potomac and Rappahannock Transportation Commission and the Northern Virginia Transportation Commission ("the Commissions") approved an Amended Manassas Line Funding Agreement with VPRA, authorizing payment by the Commissions of \$155 million to VPRA over a five-year period to acquire four property interests from VPRA;

WHEREAS: These four property interests are (1) Seminary Yard in Alexandria; (2) the Broad Run Corridor providing a new lead track from the Broad Run Maintenance and Storage Facility to the Manassas main line; (3) permanent easements for the five existing station platforms in the VPRA-owned right of way on the Manassas Line (Backlick Road, Rolling Road, Burke Centre, Manassas Park and Manassas); and (4) a permanent commuter rail operating easement along one half of the entire VPRA-owned Manassas Line;

WHEREAS: In September 2025, the Commissions approved a Purchase and Sale Agreement for VRE's purchase of these four property interests from VPRA;

WHEREAS: It is infeasible for the Parties to close on all four property interests simultaneously, given the timing of various appraisals and deadlines imposed by federal agencies; and

WHEREAS: VRE and VPRA remain committed to the purchase and sale of these four property interests, and decoupling the purchase and sale of these four property interests into separate agreements would allow VRE and VPRA to expeditiously close on property interests that are ready to close, while allowing for the remaining property interests to obtain all necessary approvals;

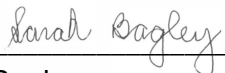
NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission does hereby approve the Contract of Purchase and Sale with the Virginia Passenger Rail Authority for acquisition by the Commissions of the Seminary Yard Property from VPRA.

BE IT FURTHER RESOLVED that NVTC authorizes the Virginia Railway Express Chief Executive Officer to execute the agreement on behalf of the Commissions and to further execute all documents, approved by the VRE General Counsel, necessary to conclude the transfer of the Seminary Yard Property to the Commissions.

Approved this 5th day of March, 2026.



Maureen Coffey
Secretary-Treasurer



Sarah Bagley
Chair