



**Virginia Railway
Express**

Gary Skinner
Chairman

Paul Smedberg
Vice-Chairman

Maureen Caddigan
Secretary

Sharon Bulova
Treasurer

John C. Cook
Katie Cristol
John Jenkins
Matt Kelly
Paul Milde
Jennifer Mitchell
Suhas Naddoni
Martin Nohe
Bob Thomas
Jonathan Way

Alternates

Marc Aveni
Pete Burrus
Jay Fisette
Todd Horsley
Frank Jones
Jeanine Lawson
Jeff McKay
Wendy Maurer
Paul Trampe
Billy Withers

Doug Allen
Chief Executive Officer

1500 King Street, Suite 202
Alexandria, VA 22314-2730

MINUTES

VRE Operations Board Meeting PRTC Headquarters – Prince William County, Virginia October 21, 2016

Members Present	Jurisdiction
Sharon Bulova (NVTC)	Fairfax County
Maureen Caddigan (PRTC)	Prince William County
John C. Cook (NVTC)	Fairfax County
Katie Cristol (NVTC)	Arlington County
John D. Jenkins (PRTC)	Prince William County
Matt Kelly (PRTC)	City of Fredericksburg
Paul Milde (PRTC)	Stafford County
Martin Nohe (PRTC)	Prince William County
Gary Skinner (PRTC)	Spotsylvania County
Bob Thomas (PRTC)	Stafford County
Jonathan Way (PRTC)	City of Manassas

Members Absent	Jurisdiction
Jennifer Mitchell	DRPT
Suhas Naddoni (PRTC)	City of Manassas Park
Paul Smedberg (NVTC)	City of Alexandria

Alternates Present	Jurisdiction
Pete Burrus	DRPT
Jeanine Lawson (PRTC)	Prince William County
Billy Withers (PRTC)	City of Fredericksburg

Alternates Absent	Jurisdiction
Marc Aveni (PRTC)	City of Manassas
Jay Fisette (NVTC)	Arlington County
Frank C. Jones (PRTC)	City of Manassas Park
Jeff McKay (NVTC)	Fairfax County
Wendy Maurer (PRTC)	Stafford County
Paul Trampe (PRTC)	Spotsylvania County

Staff and General Public	
Doug Allen – VRE	Mike Lake – Fairfax County
Donna Boxer – VRE	Lezlie Lamb – VRE
Alex Buchanan – VRE	Bob Leibbrandt – Prince William County
Norm Catterton – Prince William County	Steve MacIsaac – VRE legal counsel
Rich Dalton – VRE	Eric Marx – PRTC
Paul Dean – VRE	Betsy Massie – PRTC
John Duque – VRE	Kate Mattice – NVTC
Julie Elliott – Stafford County	Matthew McDermott – Amec Foster Wheeler
Jeremy Flores – VRE	Jason Mumford – AECOM
Kip Foster – VRE	Kristin Nutter – VRE
Rhonda Gilchrest – NVTC	Aimee Perron-Siebert – Hillbridge Group
Chris Henry – VRE	Ken Sislak – AECOM
Gerri Hill – VRE	Sonali Soneji – VRE
Christine Hoeffner – VRE	Joe Swartz – VRE
Pierre Holloman – City of Alexandria	Norine Walker – VRE
Maggie Kasperski – VRE	
John Kerins – Keolis	

* Delineates arrival following the commencement of the Board meeting. Notation of exact arrival time is included in the body of the minutes.

Chairman Skinner called the meeting to order at 9:03 A.M. Following the Pledge of Allegiance, Roll Call was taken.

Approval of the Agenda – 3

Mr. Kelly moved, with a second by Mr. Thomas, to approve the Agenda. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Approval of the Minutes of the September 16, 2016 Operations Board Meeting – 4

Ms. Caddigan moved, with a second by Mr. Kelly, to approve the Minutes. The vote in favor was cast by Board Members Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Nohe, Skinner, Thomas and Way. Ms. Bulova and Mr. Milde abstained.

Chairman's Comments – 5

Chairman Skinner explained that when the Operations Board's recommendation on the VRE CEO evaluation went to the Commissions for final approval, additional documentation was requested. Following those meetings, he discussed with both chairs of NVTC and PRTC how to improve the process. An evaluation form has been created with the guidance of the two chairs and input from Mr. Allen. In the future, a package will be provided to the Commissions which will include the CEO evaluation, CEO position responsibilities, accomplishments during the evaluation period, salary history, peer salary review, and a documented evaluation process.

Mr. Kelly moved, with a second by Ms. Bulova, to adopt this CEO evaluation process. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Chairman Skinner stated he has asked Mr. Way to chair the Nominating Committee to develop a slate of officers for 2017. Ms. Bulova and Mr. Nohe have also volunteered to serve on this committee.

Chairman Skinner noted every October the Board considers nominations for the VRE Operations Board Recognition Program. Ms. Bulova moved to nominate Joe Alexander, who is a founding member of the Operations Board. He was instrumental in getting the Franconia-Springfield Metrorail and VRE stations built. His transportation expertise and knowledge was extremely valuable to VRE in its early history. Mr. Cook seconded the nomination.

Mr. Jenkins moved to nominate Maureen Caddigan, who has served on the Operations Board over 18 years and has served in several officer positions including as Chair. He cited she led a VRE delegation to Japan to evaluate the new generation of VRE railcars. Ms. Caddigan has been an advocate for many projects including the Quantico Bridge, Quantico Station renovation, the Woodbridge Station parking deck and the soon-to-open Potomac Shores Station. Mr. Way seconded the nomination.

The Board then voted on these two nominations. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Mr. Kelly stated he would also like to nominate William Greenup who served on the Operations Board representing the City of Fredericksburg. Mr. Greenup's advocacy helped bring VRE service to the southern jurisdictions. The Board discussed how many nominations should be made each year. Mr. Cook stated the intent was to only nominate one or two people each year. Mr. Kelly agreed to carry Mr. Greenup's name over to next year's nominations.

Chief Executive Officer's Report –6

Mr. Allen reported on safety and security activities, including crossing safety blitzes at the Featherstone Road crossing in Woodbridge and other emergency response training. He reported overall on-time performance (OTP) for the month of September was 90 percent (Fredericksburg line 85 percent and Manassas line 94 percent) and Average Daily Ridership was 19,200. VRE conducted its annual Master Agreement survey on October 5th and the results will be used to determine jurisdictional subsidy.

Mr. Allen reported he and Ms. Hoeffner gave a full presentation on the Gainesville-Haymarket Extension Study to the Prince William County Board of Supervisors on October 18th. Mr. Jenkins stated VRE's presentation was outstanding. Mr. Allen stated the same presentation will be given at this meeting later in the agenda.

Mr. Allen asked Ms. Boxer to give a brief update on the progress being made on the preliminary FY2018 budget. Ms. Boxer stated the budget shortfall has been reduced from \$4.4 million to \$2.3 million, which was presented to the CAO Task Force. Staff is confident a balanced budget will be presented to the Operations Board at its December meeting.

Mr. Allen also asked Maggie Kasperski, VRE's Marketing and Strategic Communications Administrator, to give an overview of the marketing initiatives underway to attract new riders. Ms. Kasperski reported VRE is just concluding a four-week social media marketing campaign using Facebook and Instagram to target riders in zip codes near the Burke Centre Station. The ads highlight VRE's free available parking and ease of travel. To-date, the ads have reached 59,000 individuals and brought 5,226 new people to VRE's website. 130 new people have "liked" VRE's Facebook page and over 5,000 post reactions have been generated (i.e., shared post, liked post, commented on post, etc.).

In response to a question from Mr. Milde, Ms. Kasperski stated the cost of this social media was approximately \$7,000. Mr. Nohe stated one of the outcomes of SafeTrack is it has brought attention to the public that there are other transit options. He stated he would like to see VRE continue to target those areas where VRE can provide a viable alternative to Metro riders during Safe Track. Mr. Cook encouraged staff to continue using social media for marketing opportunities.

VRE Riders' and Public Comment – 7

There were no comments.

Approval of the 2016/17 VRE Legislative Agenda – 8A

Mr. Allen asked the Operations Board to recommend the Commissions approve the 2016/17 Legislative Agenda and authorize him to actively pursue the elements set forth in the agenda. Resolution #8A-10-2016 would accomplish this. Mr. Allen stated the Legislative Agenda has been updated following the discussion at the last meeting, as well as a suggestion by Mr. Cook to reference VRE's System Plan 2040.

Ms. Cristol moved, with a second by Mr. Cook, to approve Resolution #8A-10-2016.

Mr. Cook pointed out that the chart, which is now included, shows how much funding is needed for VRE to stay in business, and highlights the fact that for a small incremental cost VRE can more than double ridership under the System Plan 2040. He suggested staff produce a glossy one-pager showing the highlights to provide to legislators. Ms. Cristol commended staff on the changes to the Legislative Agenda.

The Operations Board then voted unanimously to approve Resolution #8A-10-2016. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Issue a Task Order for Replacement of Anti-Slip Flooring in the VRE Gallery IV Cars – 8B

Mr. Allen asked the Operations Board to authorize him to issue a task order to Keolis Rail Services Virginia, LLC (KRSV), under the Maintenance of Equipment and Facilities Contract, to replace the anti-slip flooring in 71 VRE Gallery IV Railcars in the amount of \$313,820, plus a 10 percent contingency of \$31,382, for a total amount not to exceed \$345,202. Resolution #8B-10-2016 would accomplish this.

Mr. Milde moved, with a second by Mr. Kelly, to approve Resolution #8B-10-2016. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Issue a MEC VI Task Order for Oversight and Engineering for PTC Testing and Hosted Back Office Services – 8C

Mr. Allen asked the Operations Board to authorize him to issue a task order to STV, Inc. under the MEC VI Contract provide engineering and oversight work for Positive Train Control (PTC) testing and hosted back office services in the amount of \$429,375, plus a 10 percent contingency of \$42,938, for a total amount not to exceed \$472,313. Resolution #8C-10-2016 would accomplish this.

Ms. Caddigan moved, with a second by Mr. Kelly, to approve the resolution. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Issue a Supplemental Task Order for Broad Run Station Pavement Repairs –8D

Mr. Allen asked the Operations Board to authorize him to issue Supplemental Task Order 60A under the Facilities Maintenance Contract to NV Enterprises for Broad Run Station pavement repairs in an amount of \$42,826, plus a five percent contingency of \$2,141, for a total of \$44,967. This brings the total not to exceed amount for Task Order 60 (including Supplemental Task Order 60A) to \$143,903. Resolution #8D-10-2016 would accomplish this.

Chairman Skinner asked about the percentage of the contingency. Mr. Allen explained there will not be much variation, so five percent is sufficient as a contingency amount.

Ms. Caddigan moved, with a second by Mr. Kelly, to approve Resolution #8D-10-2016. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Extend and Amend the Vendor Agreement for Sale of Fare Media with The Convention Store (Commuter Direct) –8E

Mr. Allen requested the Operations Board authorize him to execute a one-year extension of the Vendor Agreement for Sale of Fare Media with The Convention Store, Inc., owner and operator of Commuter Direct, the Commuter Store at Crystal City and various smaller outlets including the Springfield Connector Store; and to amend the agreement to increase the sales payment processing fee at their retail stores. Resolution #8E-10-2016 would accomplish this.

In response to a question from Ms. Cristol, Mr. Henry explained the intent is to migrate more ticket sales to the VRE Mobile ticket app, although there will probably always be a need for Commuter Direct. The increase to the sales payment processing fee from 1.5 percent to 3.0 percent is for the retail stores to fully cover their cost of sales processing. The commission amount is not changing for on-line transactions.

Ms. Cristol moved, with a second by Ms. Bulova, to approve Resolution #8E-10-2016. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Amend the Contract for Wayside Power Construction at L'Enfant North Storage Track –8F

Mr. Allen requested the Operations Board authorize him to amend the contract with C3M Power Systems, LLC of Capitol Heights, Maryland, for the construction of the L'Enfant North Storage Track Wayside Power in the amount of \$76,000, plus a 10 percent contingency of \$7,600, for a total amount of \$83,600, increasing the total amount not to exceed \$578,050. Resolution #8F-10-2016 would accomplish this.

Mr. Thomas moved, with a second by Ms. Bulova, to approve the resolution.

In response to a question from Mr. Way, Mr. Dalton gave a brief description of the location of the north and south storage tracks. The north storage track should be completed by end of November followed by the south storage track by the end of January. In response to a question from Chairman Skinner, Mr. Dalton stated the north storage track has capacity for one eight-car or one six-car train. The south storage track has enough capacity to park two six-car trains or one eight-car train.

The Board then voted on the motion and it passed. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Authorization to Execute a Contract for General Planning Consulting Services –8G

Mr. Allen requested the Operations Board authorize him to execute contracts with Vanasse Hangen Brustlin (VHB) of Watertown, Massachusetts, as the primary contractor and Michael Baker International, of Alexandria, Virginia, as the alternate contractor for general Planning Consulting (GPC) services in an amount not to exceed \$6 million per year in aggregate for all task orders, for a base period of one year and four option years, for a potential cumulative value of \$30 million, with the CEO exercising the option years at his discretion. Resolution #8G-10-2016 would accomplish this.

Ms. Bulova moved, with a second by Ms. Cristol, to approve the resolution. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Gainesville-Haymarket Extension Study Update – 9A

Ms. Hoeffner introduced Jason Mumford and Ken Sislak, from AECOM, VRE's project consultants. Ms. Hoeffner gave a project overview and noted the first phase of the GHX study is nearing completion. There was a general discussion by the Board on the pros and cons of the various alternatives. Ms. Hoeffner also provided information on upcoming meetings.

Mr. Burrus thanked staff for this presentation and asked for consideration to include the Commonwealth in the Norfolk Southern discussions because there is a mutual benefit.

Spending Authority Report – 9A

Mr. Allen stated there are no purchases to report this month.

Closed Session – 10

Ms. Caddigan moved, with a second by Mr. Kelly, the following motion:

Pursuant to the Virginia Freedom of Information Act (Sections 2.2-3711A (7) of the Code of Virginia), the VRE Operations Board authorizes a Closed Session for the purpose of consultation with legal counsel and necessary staff concerning potential litigation involving Contract No. VRE-013-012 for the Hamilton-Crossroads Third Track.

The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

The Board entered into Closed Session at 11:06 A.M. and returned to Open Session at 11:25 A.M.

Ms. Caddigan moved, with a second by Mr. Milde, 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, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Milde, Nohe, Skinner, Thomas and Way.

Ms. Caddigan moved, with a second by Mr. Kelly, to approve Resolution #8H-10-2016, which approves an increase in the authorization for Contract No. VRE-013-012 by \$207,170 from the current amount of \$9,540,073, for a total not to exceed authorization of \$9,747,243. The resolution also authorized the CEO to execute an amendment to the contract with Abernathy Construction Corporation for the Hamilton to Crossroads Third Track.

The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Nohe, Skinner, Thomas and Way. Mr. Milde voted in opposition.

Operations Board Members Time – 11

There were no comments.

Adjournment

Mr. Kelly moved, with a second by Mr. Thomas, to adjourn. Without objection, Chairman Skinner adjourned the meeting at 11:27 P.M.

Approved this 18th day of November 2016.

Gary F. Skinner
Chairman

Maureen Caddigan
Secretary

CERTIFICATION

This certification hereby acknowledges that the minutes for the October 21, 2016 Virginia Railway Express Operations Board Meeting have been recorded to the best of my ability.

Rhonda Gilchrest

Rhonda Gilchrest