



Virginia Railway Express

Paul Smedberg
Chairman

Maureen Caddigan
Vice-Chairman

Katie Cristol
Secretary

Paul Milde
Treasurer

Sharon Bulova
John C. Cook
John D. Jenkins
Matt Kelly
Jennifer Mitchell
Suhas Naddoni
Martin Nohe
Pamela Sebesky
Gary Skinner
Bob Thomas

Alternates

Ruth Anderson
Pete Burrus
Hector Cendejas
Libby Garvey
Jeanine Lawson
Tim Lovain
Jeff McKay
Wendy Maurer
Paul Trampe
Billy Withers
Mark Wolfe

Doug Allen
Chief Executive Officer

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

MINUTES

VRE Operations Board Meeting City Hall Council Chambers – Fredericksburg, Virginia June 16, 2017

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
Suhas Naddoni (PRTC)*	City of Manassas Park
Martin Nohe (PRTC)*	Prince William County
Pamela Sebesky (PRTC)*	City of Manassas
Paul Smedberg (NVTC)	City of Alexandria
Gary Skinner (PRTC)*	Spotsylvania County
Bob Thomas (PRTC)	Stafford County

Members Absent	Jurisdiction
Paul Milde (PRTC)	Stafford County
Jennifer Mitchell	DRPT

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

Alternates Absent	Jurisdiction
Hector Cendejas (PRTC)	City of Manassas Park
Libby Garvey (NVTC)	Arlington County
Tim Lovain (NVTC)	City of Alexandria
Jeff McKay (NVTC)	Fairfax County
Wendy Maurer (PRTC)	Stafford County
Paul Trampe (PRTC)	Spotsylvania County
Mark Wolfe (PRTC)	City of Manassas

Staff and General Public	
Khadra Abdulle – VRE	Naquana Jenkins – VRE
Doug Allen – VRE	Todd Johnson – First Transit
Gina Altis – PRTC	Scott Kalkwarf – NVTC
Nydia Blake – Prince William County	John Kerins – Keolis
Donna Boxer – VRE	Uriah Kiser – Potomac Local Media
Alex Buchanan – VRE	Mike Lake – Fairfax County DOT
Rick Canasales –	Lezlie Lamb – VRE
Rich Dalton – VRE	Bob Leibbrandt – Prince William County
James Davenport – Prince William DOT	Steve MacIsaac – VRE Legal Counsel
Greg Deibler – VRE	Brenda Martin – City of Fredericksburg
John Duque – VRE	Betsy Massie – PRTC
Anna Gotthardt – VRE	Dallas Richards – VRE
Chris Henry – VRE	Lynn Rivers – Arlington County
Tom Hickey – VRE	Bob Schneider – PRTC
Christine Hoeffner – VRE	Sonali Soneji – VRE
Pierre Holloman – City of Alexandria	Joe Swartz – VRE
Robert Hostelka – VRE	Ciara Williams – DRPT
Ernestine Jenkins – Citizen	Dale Zehner – Former VRE CEO

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

Chairman Smedberg called the meeting to order at 9:20 A.M. Following the Pledge of Allegiance, Roll Call was taken.

Approval of the Agenda – 3

Chairman Smedberg noted the action items will be followed by a Closed Session. Several Board Members will be late since they are at the Revenue Advisory Board meeting.

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

Approval of the Minutes of the May 19, 2017 Operations Board Meeting – 4

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

Chairman's Comments –5

Chairman Smedberg welcomed everyone to Fredericksburg for the Operations Board meeting followed by VRE's 25th Anniversary celebration, which will be held at the Fredericksburg Station where Senator Kaine will be the keynote speaker. Other speakers include Fredericksburg Mayor Greenlaw, DRPT Director Mitchell and VRE CEO Doug Allen. PRTC buses will be available to shuttle people.

Chairman Smedberg thanked the City of Fredericksburg for hosting VRE's meeting. He gave a special thanks to Tim Baroody and Brenda Martin for their help.

Chief Executive Officer's Report –6

Mr. Allen reported on recent safety and security activities, including training canine units from the CIA, U.S. Customs Border Control, DEA, and U.S. Capitol Police at the Broad Run Station. He also reported ridership remains strong at 19,000 average daily riders for the month of May with overall on-time performance (OTP) at 93 percent.

Mr. Allen congratulated Mr. Skinner for being selected by the Virginia Transit Association (VTA) as its 2017 recipient of the Award for an Outstanding Contribution by an Individual. Mr. Skinner was recognized for spearheading the effort to bring VRE to Spotsylvania County and his work on the new Spotsylvania station.

Mr. Allen stated VRE has concluded its Meet the Management events for this year, but will host theme-based "Pop-Up" events at some of the stations. VRE will be at the Manassas Park Station on June 20th to discuss the parking garage project; the Quantico Station on June 21st to discuss stations improvements; the Rolling Road Station on June 28th to discuss the platform extension; and Broad Run Station on July 12th to discuss parking lot safety.

[Ms. Bulova, Mr. Naddoni, and Mr. Nohe arrived at 9:26 A.M.]

Mr. Allen announced this is Donna Boxer's last Operations Board meeting; she is retiring as VRE's Chief Financial Officer at the end of the month. He thanked Ms. Boxer for all her work at VRE to strengthen and improve VRE's financial processes. He provided highlights of her accomplishments at VRE. She was instrumental in arranging debt financing for the 71 new railcars and served a critical role in improving VRE's procurement procedures. During Ms. Boxer's tenure, the VRE Capital Committee was established. She also had a lead role in developing VRE's Financial Plan. The Operations Board expressed their appreciation with a round of applause. Ms. Boxer stated she is grateful for the opportunity to serve VRE and work with a wonderful staff at VRE and with the jurisdictions. She wishes VRE all the best.

Mr. Allen announced the new CFO, Mark Schofield, will join VRE on July 5th. Mr. Allen acknowledged Betsy Massie (PRTC), Scott Kalkwarf (NVTC), and Mike Longhi (NVTA) for their assistance in the interview process.

Mr. Allen also acknowledged Naquana Jenkins, VRE's Senior Communications Specialist, who recently completed her Masters in Transportation Policy, Operations and Logistics from George Mason University.

Mr. Allen gave a quick update on the Long Bridge project. He also reported VRE has accepted five new railcars. The last of the Legacy railcars will be taken out of revenue service today and replaced with the new cars.

VRE Riders' and Public Comment – 7

There were no comments.

FY 2019 Key Budget Issues – 8A

Mr. Allen asked the VRE Operations Board to provide feedback and direction for the development of the FY 2019 Budget and Capital Improvement Program (CIP). Resolution #8A-06-2017 would direct VRE staff to develop the FY 2019 Budget and CIP in accordance with the Operations Board's direction.

Ms. Boxer gave a brief presentation on the development of the budget and provided more information on each key budget issue:

- Key Issue #1: State Funding Beyond FY 2018
- Key Issue #2: Jurisdictional Subsidy and Fare Increases
- Key Issue #3: Level of Service
- Key Issue #4: Capital Costs at Washington Union Terminal (WUT)
- Key Issue #5: Maintenance and Replacement of VRE Assets
- Key Issue #6: Midday Storage
- Key Issue #7: Resources Needed to Implement the Capital Program
- Key Issue #8: VRE Staff Level
- Key Issue #9: Renewal of CSX Operating Access Agreement

Ms. Boxer stated the key issue is state funding. The Transit Capital Revenue Advisory Board (RAB) is meeting today to finalize their recommendations to the Commonwealth Transportation Board. They are recommending additional funding sources. If there is going to be a prioritization scoring system, it is an issue for VRE because it's assets are in good shape and will not score as well, even for State of Good Repair. VRE staff is monitoring this.

Ms. Boxer spoke to the issues of a proposed three percent increase in jurisdictional subsidy, the Washington Union Terminal, mid-day storage, and replacement of the rolling stock. VRE will continue discussions of the FY 2019 Budget and CIP with the CAO Budget Task Force. The preliminary budget and CIP will be presented to the Operations Board in September 2017 and the final presented in December 2017.

Ms. Bulova moved, with a second by Ms. Cristol, to approve Resolution #82-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Smedberg and Thomas.

[Mr. Skinner arrived at 9:47 A.M.]

Authorization to Issue a GEC VII Task Order for Final Design Services for Franconia-Springfield Station Improvements – 8B

Mr. Allen asked the Operations Board to authorize him to issue a GEC VII Task Order to STV Incorporated for final design services for the Franconia-Springfield Station Improvement Project in the amount of \$840,224, plus a 10 percent contingency of \$84,022, for a total not to exceed \$924,246. Resolution #8B-06-2017 would accomplish this.

Mr. Allen stated VRE is designing platform improvements at five Fredericksburg Line stations (Franconia-Springfield, Lorton, Rippon, Brooke and Leeland Road) to enhance safety, expedite train operations, and provide increased flexibility for railroad operations as proposed under the System Plan 2040. All of these station improvements are closely connected with DRPT's parallel project to construct a new third track as part of the Atlantic Gateway project. (The next action item pertains to the Lorton Station and VRE acted on the Rippon, Brooke and Leeland Road Stations at the May meeting.)

In response to a question from Ms. Cristol, Mr. Burrus gave an update on the Atlantic Gateway project. He stated CSX has been undergoing some significant management changes, which put the project on hold, but CSX has now given a green light to move forward. DRPT is working collaboratively with CSX to begin discussions on a design agreement. It is anticipated this can be concluded by the early fall and move to actual design for Segment A, which is an 8-mile segment from Occoquan River to just south of Alexandria to connect into the existing third track. The next segment to be designed and built will be the fourth track from Alexandria to the Potomac River. Mr. Burrus explained design should be completed by the summer/fall of 2018 and then would move into construction. Chairman Smedberg asked Mr. Burrus to provide another update in the fall.

Ms. Bulova moved, with a second by Mr. Kelly, to approve Resolution #8B-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Authorization to Issue a GEC VII Task Order for Final Design Services for the Lorton Station Second Platform Project – 8C

Mr. Allen asked the Operations Board to authorize him to issue a GEC VII Task Order to STV, Incorporated for final design services for the Lorton Station Second Platform Project in the amount of \$956,554, plus a 10 percent contingency of \$95,655, for a total not to exceed \$1,052,209. Resolution #8C-06-2017 would accomplish this.

Ms. Bulova moved, with a second by Mr. Skinner, to approve Resolution #8C-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Authorization to Issue a GEC VII Task Order for Final Design Services for the Fredericksburg Station Rehabilitation Project – 8D

Mr. Allen asked the Operations Board to authorize him to issue a GEC VII Task Order to STV Incorporated (STV) for Final Design Services for the Fredericksburg Station Rehabilitation Project in the amount of \$391,836, plus a 10 percent contingency of \$39,184, for a total not to exceed \$431,020. Resolution #8D-06-2017 would accomplish this.

Mr. Kelly thanked staff for moving this project forward. He asked if there is any new information on the state's High-Speed Rail proposal. Mr. Kelly asked staff stay in contact with city staff regarding the improvements, including the bridge.

Mr. Kelly moved, with a second by Mr. Skinner, to approve Resolution #8D-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Authorization to Issue a Task Order for Woodbridge Station Painting Services –8E

Mr. Allen asked the VRE Operations Board to authorize him to issue a Task Order to Fresh Air Duct Cleaning, LLC for Woodbridge Station Painting Services in the amount of \$240,630, plus a 10 percent contingency of \$24,063, for a total not to exceed \$264,693. Resolution #8E-06-2017 would accomplish this.

Ms. Caddigan moved, with a second by Mr. Naddoni, to approve Resolution #8E-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Authorization to Issue a Supplemental Task Order for Electrical Repair Services – 8F

Mr. Allen asked the Operations Board to authorize him to issue Supplemental Task Order 1E under the Facilities Maintenance Contract to NV Enterprises for electrical repair services in the amount of \$90,000, plus a five percent contingency of \$4,500, for a total of \$94,500. This brings the total not to exceed amount for Task Order 1 (plus Supplemental Task Orders 1A, 1B, 1C, 1D and 1E) to \$529,500. Resolution #8F-06-2017 would accomplish this.

Mr. Kelly moved, with a second by Mr. Naddoni, to approve Resolution #8F-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Authorization to Execute a Contract Amendment for Planning and Engineering Consultant Services for the Broad Run Expansion – 8G

Mr. Allen asked the Operations Board to authorize him to execute an amendment to VRE Contract 015-001 with AECOM Technical Services, Inc., for planning, environmental and preliminary engineering services related to the Broad Run complex expansion in the amount not of \$508,455, plus a contingency of \$110,153, for a total of \$618,607, increasing the contract amount from \$3,972,085 to a total not to exceed \$4,480,540. Resolution #8G-06-2017 would accomplish this.

Mr. Jenkins moved, with a second by Ms. Caddigan, to approve Resolution #8G-06-2017. The vote in favor was cast by Board Members Bulova, Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Recommend Authorization to Submit a VRE Project to the Northern Virginia Transportation Authority for Funding Using the Outside the Beltway Concessionaire Payment – 8H

Mr. Allen asked the Operations Board to recommend the Commissions authorize him to submit, on behalf of the Commissions, the VRE Manassas Line Capacity Expansion and Real-Time Traveler Information Project to the Northern Virginia Transportation Authority (NVTa) for consideration to recommend to the Commonwealth Transportation Board (CTB) regarding the use of the projected \$500 million I-66 Outside the Beltway Concessionaire Payment, make any necessary corrections to the project amounts or descriptions in the application, and execute all project funding agreements resulting from consideration of the projects. Resolution #8H-06-2017 would accomplish this.

[Ms. Sebesky arrived at 10:03 A.M.]

Mr. Allen reported the Commonwealth of Virginia's Transform I-66 Outside the Beltway (OTB) project is a multimodal public private partnership between DRPT, VDOT and a private partner, Express Mobility Partners, which when finalized, will bring a \$2.3 billion investment in the I-66 corridor, to move more people while providing reliable trips and new multimodal travel options. The Commonwealth anticipates finalizing the I-66 OTB concession agreement with Express Mobility Partners in July 2017. The final agreement is anticipated to include a \$500 million concessionaire payment for multimodal projects within the I-66 OTB corridor. NVTa has been requested by Secretary Layne to coordinate with DRPT and VDOT to solicit eligible projects and make project recommendations to the CTB. The CTB will make a final decision on which projects to fund.

Mr. Allen stated NVTa issued a call for projects on June 8, 2017 and the deadline for submission is June 28, 2017. VRE has identified the VRE Manassas Line Capacity Expansion and Enhanced Decision Support Project. The project expands capacity by increasing the number of seats available to travelers who may otherwise drive on I-66, and it provides real-time information at key decision points to allow travelers to make the

most appropriate choice of mode for their trip. The project combines several currently unfunded or underfunded projects in the VRE CIP and will include necessary station, parking, and storage yard expansions at Broad Run, Manassas, and Manassas Park as well as rolling stock and track work to extend all Manassas Line trains to a minimum of eight cars. The project includes provision of real-time VRE parking availability and train arrival information by installation of parking counters at the VRE parking facilities at the three stations, software upgrades to VRE Mobile, TRIP, and VMS, and coordination with the I-66 Integrated Corridor Management project to display at key decision points along I-66 and adjacent roads.

Mr. Allen stated at inflated FY 2022 dollars, the estimated total cost of the project in year-of-expenditure dollars is \$210,458,015 and the grant request is estimated to be \$187,508,015. The actual grant request will be adjusted to year-of-expenditure dollars, which should be slightly less.

In response to a question from Chairman Smedberg, Mr. Allen stated the submission of the project application has no fiscal impact to VRE. If selected for funding, the funds would allow the VRE projects to be completed on an accelerated schedule. Elements of this project are included in VRE's Capital Improvement Program.

Ms. Bulova asked if VRE is prioritizing the projects. Mr. Allen stated VRE is submitting a package of projects in no specific order. Ms. Cristol observed this is an unusual opportunity for VRE to seek funding.

Mr. Nohe stated the CTB will have final approval on which projects are funded at the August CTB meeting. NVTa will make a recommendation in consultation with Secretary Layne's office. Mr. Nohe observed this is a rare opportunity for VRE and its submission should be viewed favorably.

Mr. Naddoni moved, with a second by Ms. Caddigan, to approve Resolution #8H-06-2017. The vote in favor was cast by Board Members Burrus, Caddigan, Cook, Cristol, Jenkins, Kelly, Naddoni, Skinner, Smedberg and Thomas. Ms. Bulova and Mr. Nohe abstained since they are members of NVTa.

VRE Positive Train Control (PTC) Implementation Plan Update – 9A

Mr. Allen gave an update on progress being made in the implementation of Positive Train Control (PTC). The Rail Safety Improvement Act of 2008, as amended, mandates implementation by December 31, 2018. VRE continues to coordinate with the host railroads and submits quarterly and annual project implementation updates to the Federal Railroad Administration.

Mr. Allen stated several weeks ago the Federal Railroad Administration (FRA) called a meeting of commuter rail systems to discuss PTC. VRE is on track for meeting the December 2018 deadline and will not need to request an extension.

Mr. Cook asked if VRE staff is confident the host railroads will meet the PTC deadline. Mr. Dalton stated the host railroads are on track to meet the PTC deadline in VRE's service area. VRE staff is in constant contact with the host railroads on this issue.

Crystal City Station Improvement Project Update – 9B

Mr. Allen explained the Crystal City Station is important to the Atlantic Gateway project. Ms. Soneji gave an update on the Crystal City Station Improvement Project. This station is one of the busiest in the system and with ridership growing significantly, the current platform does not efficiently serve longer trains and only allows service from one track. The project calls for a longer platform in an island configuration to serve two tracks. Additional key project goals include improved intermodal transfers to Metrorail, Metroway, local bus and DOD shuttles, enhanced bicycle and pedestrian connectivity, and minimizing community impacts. The improved station would also provide opportunities to better align VRE service with Crystal City's vision for growth.

Ms. Soneji stated the current phase of the project is evaluating the location of the station and its access points, advancing the conceptual design through the preliminary engineering, and environmental documentation. This work is being funded by funds from NVTa and the Commonwealth. At the June 7th public meeting, all three platform location options were presented, including the existing location and two other options further south in Crystal City. Comments are being sought from stakeholders, developers, the National Park Service, and the public.

Ms. Cristol expressed her gratitude for VRE's extensive public involvement in this project. The Arlington County Board will have a work session on June 28th and will likely take action of support for one of the options in September.

Mr. Cook observed one of the options would require cooperation with the building owner to provide access. e stated it is not always user friendly to have access through a building.

Spending Authority Report –10

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

Operations Board Member Time – 12

Mr. Skinner asked about rezoning at the Crossroads Yard. Mr. Dalton stated he would provide information to the county staff.

Mr. Thomas informed the Board Mr. Milde was unable to attend today's meeting because he was involved in a serious car accident last Saturday. Mr. Thomas asked Board Members to keep Mr. Milde in their thoughts and prayers as he recovers.

Closed Session – 11

Chairman Smedberg moved, with a second by Ms. Caddigan, the following motion:

Pursuant to the Virginia Freedom of Information Act (Sections 2.2-3711A (1) of the Code of Virginia), the VRE Operations Board authorizes a Closed Session for the purpose of discussion of one personnel matter.

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

The Board entered into Closed Session at 10:39 A.M. and returned to Open Session at 10:59 A.M.

Chairman Smedberg moved, with a second by Mr. Thomas, 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, Naddoni, Nohe, Skinner, Smedberg and Thomas.

Adjournment

Without objection, Chairman Smedberg adjourned the meeting at 11:00 A.M.

Approved this 21st day of July 2017.

<Signature on File>

Paul C. Smedberg
Chairman

<Signature on File>

Katie Cristol
Secretary

CERTIFICATION

This certification hereby acknowledges the minutes for the June 16, 2017 Virginia Railway Express Operations Board Meeting have been recorded to the best of my ability.



Rhonda Gilchrest