



VRE OPERATIONS BOARD MEETING

February 18, 2022

*The meeting will
begin at 9 a.m.*

Meeting materials are available at
vre.org/about/board/board-agenda-minutes/2022/February

Pledge of Allegiance



Roll Call



Walter Alcorn
Fairfax County



Sarah Bagley
Alexandria



Andrea Bailey
Prince William County



Preston Banks
Manassas Park



Meg Bohmke
Stafford County



Margaret Franklin
Prince William County



Libby Garvey
Arlington County



Matt Kelly
Fredericksburg



Jeanine Lawson
Prince William County



Mike McLaughlin
Commonwealth of Virginia



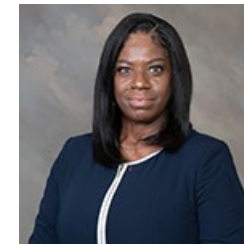
Ralph Smith
Manassas



Dan Storck
Fairfax County



James Walkinshaw
Fairfax County



Pamela Yeung
Stafford County

Safety Moment



Approval of Agenda

1. Pledge of Allegiance
2. Roll Call
3. Safety Briefing
4. Approval of the Agenda
5. Approval of Minutes from the January 21, 2022 VRE Operations Board Meeting
6. Chair's Comments
7. Chief Executive Officer's Report
8. VRE Riders' and Public Comment
9. Action Items
 - A. Authorization to Execute a Microsoft Volume Licensing Agreement
 - B. Authorization to Execute General Planning Consulting Services Contracts
 - C. Authorization to Issue an MEC VII Task Order for National Transit Database and Asset Reporting Phase VIII
 - D. Authorization to Extend the Lease Agreement for Parking at the Rippon Station
 - E. Authorization to Amend the Contract for Engineering and Environmental Services for the Rolling Road Platform Extension
 - F. Authorization to Amend the Contract for Financial Advisory Services
10. Information Items
 - A. Overview of Procurement Methods
 - B. Spending Authority Report
11. Closed Session
12. Operations Board Members' Time



Approval of Minutes

January 21, 2022

Meeting with YouTube Livestream

Members Present

- Walter Alcorn (NVTC)
- Sarah Bagley (NVTC)
- Andrea Bailey (PRTC)
- Preston Banks (PRTC)*
- Margaret Franklin (PRTC)
- Libby Garvey (NVTC)
- Lori Hayes (PRTC)
- Matt Kelly (PRTC)
- Jeanine Lawson (PRTC)*
- Jennifer Mitchell (DRPT)
- Ralph Smith (PRTC)
- Dan Storck (NVTC)
- James Walkinshaw (NVTC)
- Pamela Yeung (NVTC)

Members Absent

- Meg Boehmke (PRTC)

Jurisdiction

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

- Stafford County



Margaret Franklin
VRE Operations Board Chair
Prince William County

**Participated Virtually*



Chair's Comments

Welcome to the February VRE Operations Board meeting.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Chair's Comments – 2022 Committee Members

Audit



Jeanine Lawson



Preston Banks

CEO Evaluation



Jeanine Lawson*



Preston Banks



Dan Storck

Finance



Meg Bohmke*



Sarah Bagley



Preston Banks



Dan Storck

Legislative



Margaret Franklin*



Walter Alcorn



Ralph Smith

*Committee Chair



CEO REPORT

- **Introduction of Guest Speaker**
- **Safety**
- **Ridership**
- **Performance**
- **Legislative Update**



Rich Dalton
VRE CEO



Guest Speaker



Allison Ishihara Fultz

As chief counsel for the Federal Railroad Administration, Allison Ishihara Fultz serves as the agency's principal legal advisor and leads a staff of about 50 attorneys. Prior to her appointment in September 2021, she was an attorney in private practice with a concentration in transportation law. Allison, who practiced architecture for almost 15 years in the U.S. and Canada before entering law school, has extensive experience in all aspects of the design and construction process.

CEO Report – Safety



SHARE INFORMATION



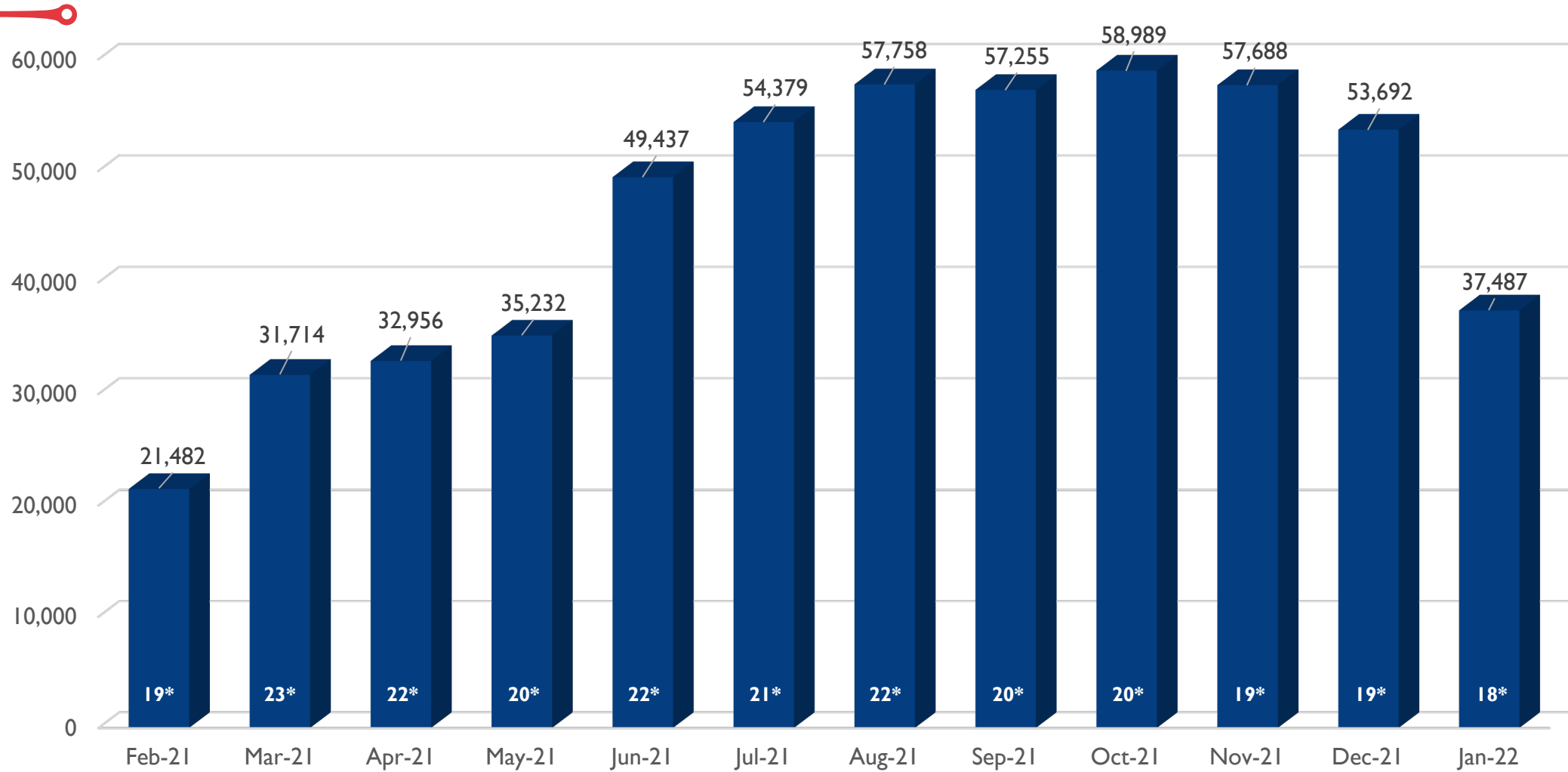
ANALYZE POTENTIAL RISKS/HAZARDS



DEVELOP INNOVATIVE SOLUTIONS



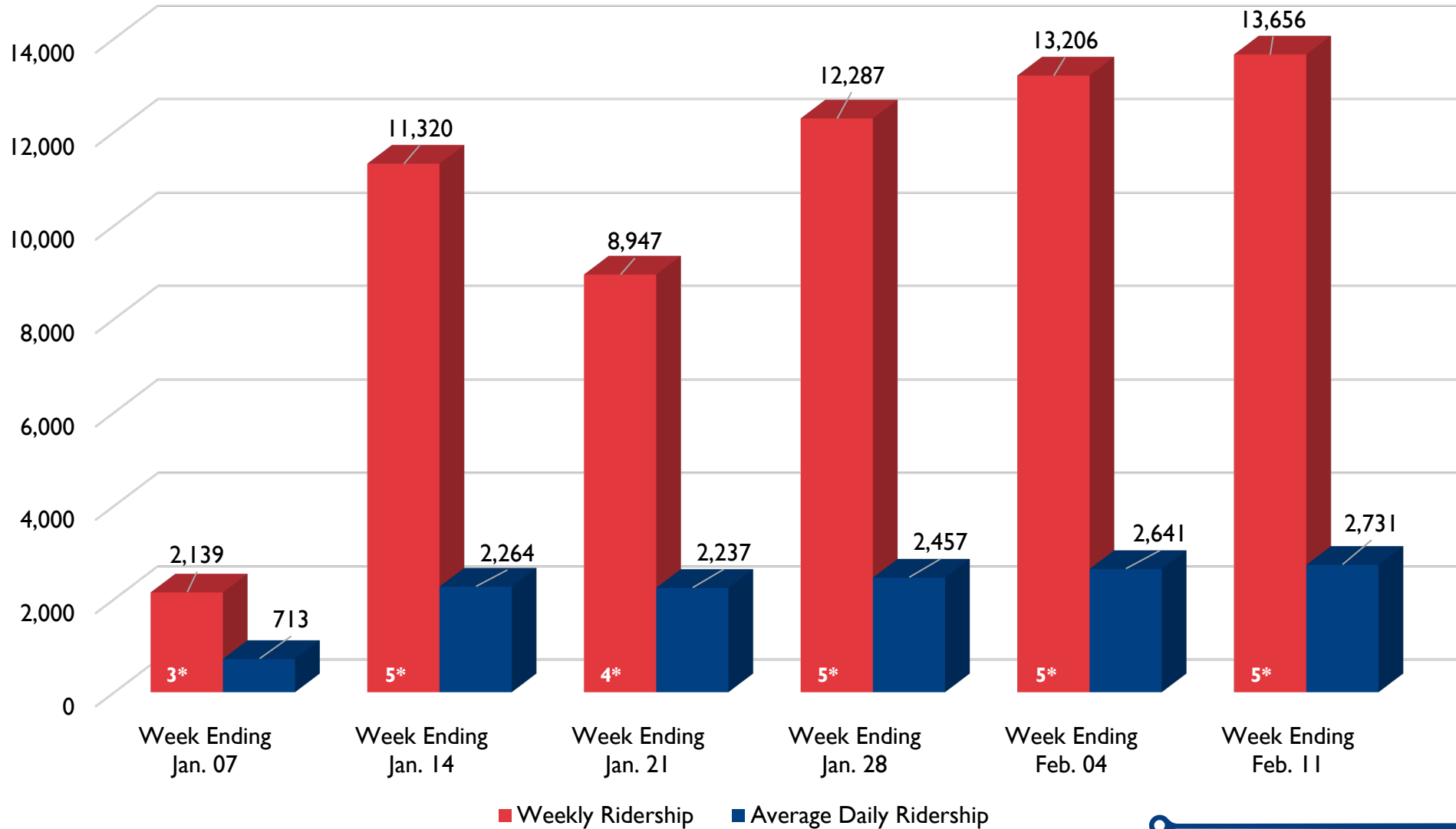
CEO Report – Monthly Ridership



*service days per month



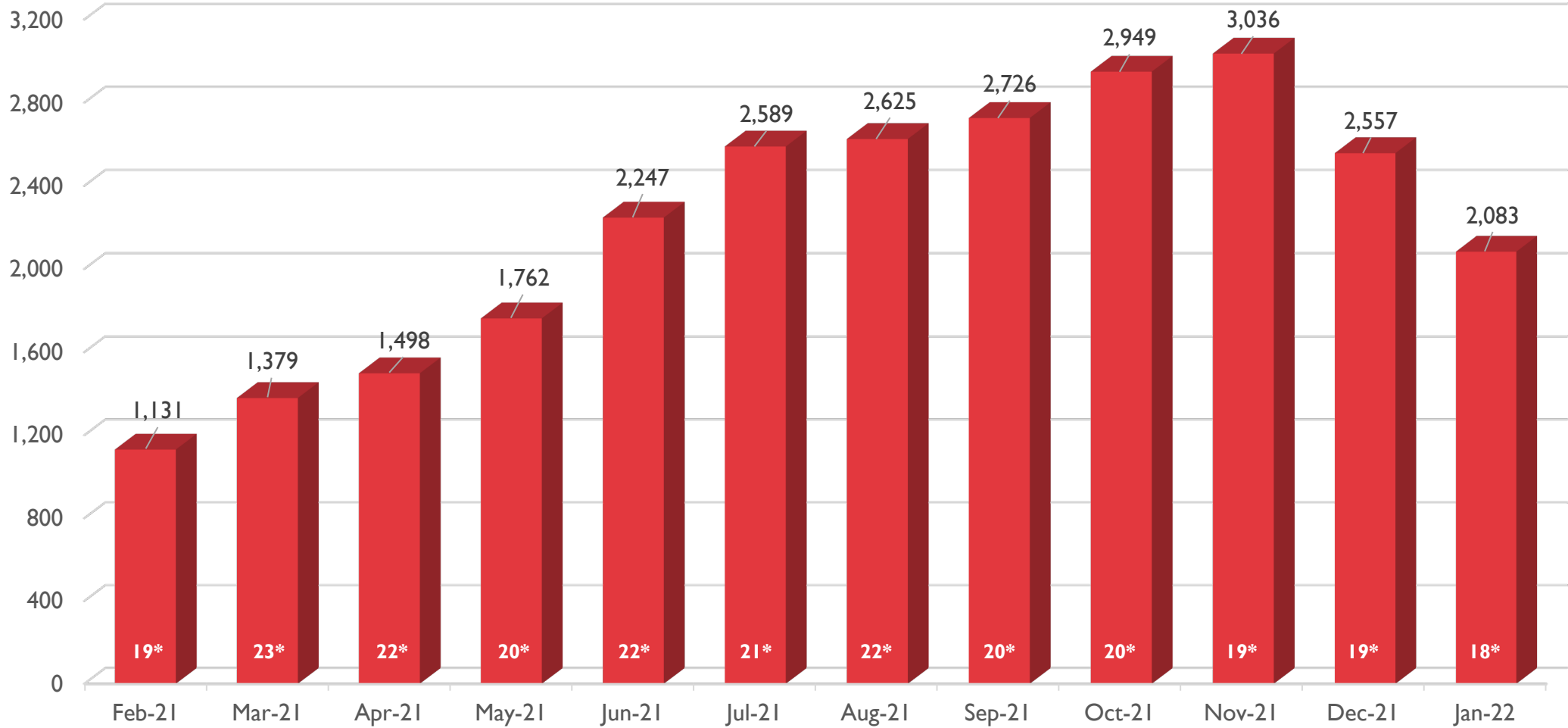
CEO Report – 2022 Weekly Ridership



*service days per week



CEO Report – Average Daily Ridership

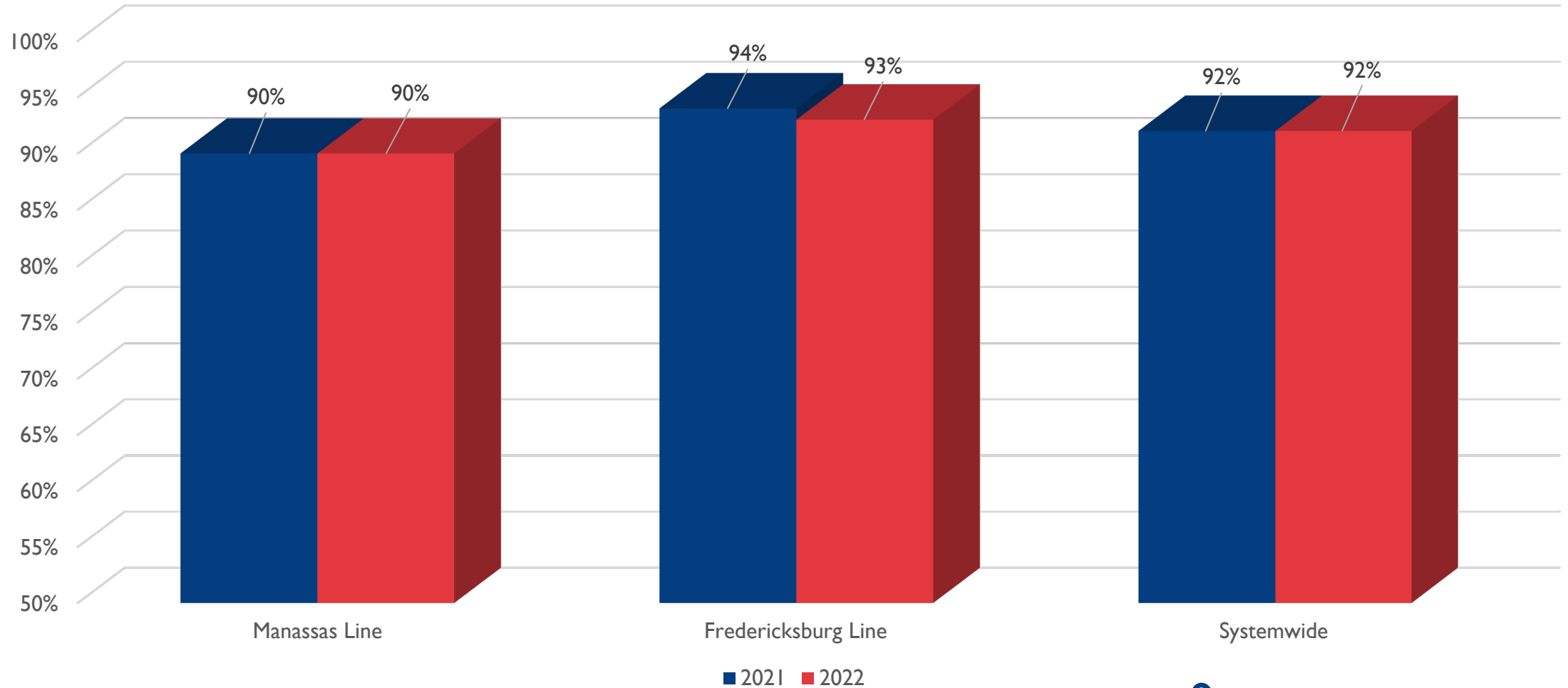


*service days per month



CEO Report – On Time Performance

January Comparisons



CEO Report – Legislative Update



CEO REPORT – QUESTIONS?



VRE Riders' & Public Comment



Margaret Franklin
VRE Operations Board Chair
Prince William County



Authorization to Execute a Microsoft Volume Licensing Agreement

Recommendation:

The VRE Operations Board is asked to authorize the CEO to execute an agreement with Microsoft Corporation of Redmon, WA for Microsoft volume licensing in the amount of \$505,961, plus a 10 percent contingency of \$50,596, for a total amount not to exceed \$556,557, for a base year and two option years, with the CEO exercising the option years at his discretion.

Summary:

The current volume licensing agreement for all Microsoft licenses used by VRE expires in March 2022. This authorization allows VRE to execute a new agreement to provide licensing for the next three years, from March 2022 to March 2025.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



Authorization to Execute General Planning Consulting Services Contracts

Recommendation:

The VRE Operations Board is asked to authorize the CEO to execute contracts with STV Incorporated of Fairfax, VA for strategic and operations planning services and with Vanasse Hangen Brustlin, Inc. of Tysons, VA for stations and facilities planning and preliminary design services, for a base year and four option years in an amount not to exceed \$6 million in aggregate per year for a total not to exceed amount of \$30 million in aggregate for the five-year term of the contract. The option years may be exercised at the discretion of the CEO.

Summary:

VRE uses general planning consulting (GPC) contracts to provide on-call planning, environmental, and preliminary engineering design services. On May 21, 2021, the VRE Operations Board authorized the CEO to issue a request for proposals (RFP) for general planning consulting services for strategic and operations planning services as well as stations and facilities planning and preliminary design services.

The GPC contracts will be task order agreements. VRE Operations Board approval is required prior to award of each task order in excess of the CEO's delegated spending authority.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



Authorization to Issue an MEC VII Task Order for National Transit Database and Asset Management Reporting Phase VIII

Recommendation:

The VRE Operations Board is asked to authorize the CEO to issue a mechanical engineering consulting services contract (MEC VII) task order to STV Incorporated for National Transit Database and Asset Management Reporting Phase VIII in the amount of \$417,358, plus a 10 percent contingency of \$41,736, for a total not to exceed \$459,094.

Summary:

Authorization of this MEC VII task order will permit further development, implementation and execution of processes required for VRE's Transit Asset Management Plan and National Transit Database reporting compliance.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



Authorization to Extend the Lease Agreement for Parking at the Rippon Station

Recommendation:

The VRE Operations Board is asked to authorize the CEO to extend a lease agreement with RCKF Riverside PLP LLC, formerly KP Big Crest Lane, LLC, for parking at the Rippon Station in the amount of \$109,390 for one year.

Summary:

The lease agreement is for 320 parking spaces that serve riders boarding at the Rippon Station. An agreement for these parking spaces has been in place since 2004, and the current extension of the agreement runs through February 2022. A proffer statement / development plan executed between Prince William County and KP Big Crest Lane, LLC, now RCKF Riverside PLP LLC, in 2011 stipulates an annual 2 percent increase in the lease amount. Factoring in this increase, the annual cost is \$189,390 for 2022-2023. However, VRE has negotiated a credit of \$80,000 as a portion of the lot was utilized as a laydown area for nearby home construction during the past year.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



Authorization to Amend the Contract for Engineering and Environmental Services for the Rolling Road Platform Extension

Recommendation:

The VRE Operations Board is asked to authorize the CEO to execute a contract amendment with Dewberry Engineers Inc., formerly Dewberry Consultants LLC, of Fairfax, VA, for engineering and environmental services for the Rolling Road platform extension in the amount of \$49,172, plus a 10 percent contingency of \$4,917, for a total amount of \$54,089, to complete design services. This will increase the total authorization for this contract from \$553,175 to a total amount not to exceed \$607,264.

Summary:

During construction, several elements required additional design and review of the contractor's submittals. Additional factors included the condition of the existing platform and stairs and associated rehabilitation and changes as directed by VRE, resulting in additional costs.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



Authorization to Amend the Contract for Financial Advisory Services

Recommendation:

The VRE Operations Board is asked to authorize the CEO to execute a contract amendment with PFM Financial Advisors LLC (PFM) of Philadelphia, Pennsylvania, for financial advisory services in an amount not to exceed \$400,000. This will increase the total authorization for this task order contract from \$700,000 to a total amount not to exceed \$1,100,000.

Summary:

VRE is in need of a range of additional support and analysis from PFM, including financial planning and analysis associated with future service additions and modifications; annual license fees for modeling software; treasury consulting services to assist with a banking services solicitation; and a portion of the final phase of financial advisory services in conjunction with VRE's issuance of debt backed by the Commuter Rail Operating and Capital (C-ROC) Fund. Additional funding authorization is needed for this task order contract to undertake these important activities.



Margaret Franklin
VRE Operations Board Chair
Prince William County



Rich Dalton
VRE CEO



OVERVIEW OF PROCUREMENT METHODS

Kristin Nutter
Manager of Purchasing & Contract Administration

February 18, 2022



Laws, Regulations & Guidance

VRE procurement activities are governed by the following:

- PRTC/VRE Public Procurement Policies & Procedures Manual
- Virginia Public Procurement Act (VPPA)
- Federal Transit Administration (FTA) Third Party Contract Guidance (C 4220.1F)
- DRPT Master Agreement for Use of Commonwealth Transportation Funds



Degree of Required Competition

As shown below, the number of bids / proposals / quotes that needs to be sought depends on the magnitude of the anticipated expenditure, consistent with the PRTC/VRE Procurement Manual and VPPA and FTA guidance.

Anticipated Expenditure	Degree of Competition Required
Micro: Up to \$10,000	1 Documented Quote; Exempt from Competition
Small: \$10,001 to \$30,000	At Least 2 Verbal Quotes Sought and Documented
Small: \$30,001 to \$80,000 (Professional Services)	At Least 4 Written Quotes Sought and Documented
Small: \$30,001 to \$100,000 (Goods & Non-Professional Services)	At Least 4 Written Quotes Sought and Documented
Greater than \$80,000 (Professional Services)*	Competitive Negotiation Required; Request for Proposals
Greater than \$100,000 (Goods & Non-Professional Services)	Competitive Sealed Bidding (or Competitive Negotiation if Permissible & Warranted)

*Reflects the current threshold established by the Virginia Public Procurement Act.



Types of Solicitations

1. COMPETITIVE SEALED BIDDING – IFB/ITB

- a. Preferred method
- b. Used predominately for goods, construction, and some non-professional services
- c. Award to lowest-priced responsive and responsible bidder

2. COMPETITIVE NEGOTIATION - RFP

- a. Mandatory for professional services in excess of \$80,000
- b. Proposals evaluated based on criteria identified in the RFP
- c. Award made to highest-ranked responsive and responsible offeror/proposer

3. SMALL PURCHASES – RFQ

- a. Purchases in the range of \$10,001 to \$100,000
- b. Award made to the lowest-priced responsive and responsible quoter

4. REQUEST FOR INFORMATION – RFI

- a. Used to conduct market research and gather information from vendors
- b. Does not result in award of a contract



Determining Responsiveness & Responsibility

Responsive: Provides the information requested in the solicitation

- Client references
- Resumes for key personnel
- List of proposed subcontractors
- Representations and certifications
- Bid guarantee / bond (*for construction*)

Responsible: Demonstrates the ability and possesses the financial resources and integrity necessary to perform the work

- Identifies past projects of similar size and complexity successfully completed
- Financially stable
- Holds required licenses
- Not debarred or excluded from doing business with the state or federal government

Types of Contracts

01 TASK ORDER

- Also referred to as on-call contracts to obtain services on an as-needed basis
- Each task order is awarded based on established contract labor rates with the level of effort negotiated
- Frequently utilized for architectural & engineering services

02 COOPERATIVE

- Utilize (“ride”) an existing competitively procured contract of another public body
- Not permitted for construction or architectural & engineering services
- Reduces administrative costs

03 SOLE SOURCE

- Only one known source
- Typically offering a proprietary good or service
- Includes contracts with VRE’s host railroads (operating, access, design, construction)

04 BLANKET

- Used to fill repetitive requirements for the same goods and services ordered on an as-needed basis
- Typically established for a one-year term with unit prices locked for the ordering period
- Streamlines the ordering process for reoccurring needs

Overview of Procurement Methods

Commissions to the Operations Board

- Authority for all contractual agreements, provided funding is included in the approved annual budget and six-year financial plan, except operating, insurance, and host railroad agreements, as well as agreements for the purchase or sale of real property and rolling stock.

Operations Board to CEO

- **Procurement Authorization** - Authority to advertise procurements with an estimated cost of up to \$1 million. Operations Board authorization is required prior to advertising any procurement for which the projected value of the resultant contract is greater than \$1 million.
- **Contract Award Authority** - Authority to award contracts up to \$200,000. However, any purchase or contract award in the range of \$50,000 to \$200,000 is communicated to the Operations Board as an information item in the form of the Spending Authority Report.
- Each action by the board or CEO is reported to the commissions at their next meeting.
- All contracts awarded by VRE are in the name of the two commissions.





QUESTIONS ?

VRE.ORG



Spending Authority Report

The VRE Operations Board in September 2020 approved an increase in the CEO's delegated spending authority from \$100,000 to \$200,000. It was resolved as part of that increased delegation that any purchase or contract award in the range of \$50,000 to \$200,000 would be communicated to the board as an information item.

- On January 5, 2022, VRE issued a blanket purchase order in an amount not to exceed \$64,000 to RailPros Field Services Inc. to provide FRA-mandated Roadway Worker Protection training on an as-needed basis to VRE staff and contractors working on or near active railroad tracks.
- On January 10, 2022, VRE issued a task order in the amount of \$57,930 to STV, Inc. under the mechanical engineering consulting services contract to conduct a solar energy study to investigate and evaluate opportunities to employ more sustainable practices, including the use of solar power at various VRE facilities.
- On January 10, 2022, VRE amended an existing task order with STV, Inc. under the general engineering consulting services contract for design of the telecommunications and power infrastructure for the camera system at Broad Run and Crossroads. The amendment increased the total commitment for this task order by \$21,758 to \$86,363.



Rich Dalton
VRE CEO



Spending Authority Report

- On January 12, 2022, VRE issued a task order in the amount of \$83,322 to NVE, Inc. under the maintenance services for VRE facilities contract to install new window shades in suites 201 and 202 at VRE's Alexandria headquarters.
- On January 13, 2022, VRE issued a purchase order in an amount not to exceed \$145,600 to Powersolv, Inc. to provide consulting support services for the administration of VRE's enterprise resource planning (ERP) system and implementation support for two additional ERP modules, enterprise asset management and human capital management.
- On January 14, 2022, VRE issued a sole source blanket purchase order in an amount not to exceed \$60,000 to Knorr-Bremse Powertech Corp. to perform repairs on an as-needed basis to the low voltage power supply units utilized to provide electrical power for the LED message signs, wheelchair lifts, outlets, etc. on VRE's fleet of passenger railcars.
- On January 20, 2022, VRE issued a purchase order in an amount not to exceed \$73,000 to Powersolv, Inc. to provide consulting support services for VRE operations and technological systems such as, but not limited to, mobile ticketing and fare collections, variable messaging screens, passenger counters, website content management and engineering projects related to these systems.
- On January 26, 2022, VRE issued a sole source blanket purchase order in an amount not to exceed \$95,000 to Westinghouse Air Brake Technologies Corp. to perform repairs on an as-needed basis to the HVAC units on VRE's fleet of locomotives.



Rich Dalton
VRE CEO



VRE Operations Board Member Time



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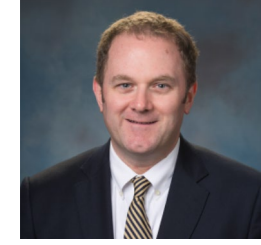
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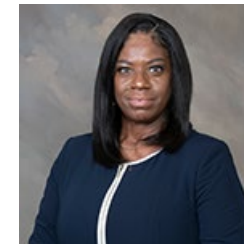
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**THE FEBRUARY 18, 2022 MEETING
OF THE VRE OPERATIONS BOARD
IS ADJOURNED**



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