Action Items Include:

- Minutes and Meeting Summary
- Election of 2018 Officers, Appointments and Signatories
- Letters of Support for Transit Project Applications for NVTA Funding
- NVTC’s FY2019 G&A Budget and Work Plan
- Amendment to MOA for Transform66: Inside the Beltway
- Comments on WMATA’s FY2019 Budget
- VRE Revised FY2018 and Recommended FY2019 Budgets
- VRE RRIF Loan Refinance

Other Meeting Highlights:

- Recognition of 2017 Chair and Departing Commissioners
- Public Comment on NVTC Work Plan
- Status of Tolling Operations (Deputy Secretary Donohue invited)
- FY2018 I-66 Commuter Choice Program Update
- Report from Co-Chairs of Legislative and Policy Committee
- Report from Virginia’s WMATA Board Members
NVTC COMMISSION MEETING
THURSDAY, JANUARY 4, 2018
MAIN FLOOR CONFERENCE ROOM
2300 Wilson Blvd.
Arlington, VA 22201

7:30 P.M.

6:15 P.M.  Legislative and Policy Committee Meeting - Small Conference Room
6:40 P.M.  Dinner is available for Commissioners and Staff
6:45 P.M.  Executive Committee - Small Conference Room
7:25 P.M.  Governance & Personnel Committee (Serving as the Nominating Committee) – Small Conference Room

AGENDA

1. Opening Remarks

2. ACTION ITEM: Approve the Minutes
   A. Meeting Summary of the December 4, 2017 Joint NVTC-PRTC Legislative Briefing
   B. Minutes of the December 7, 2017 NVTC Meeting

3. Annual Leadership and Governance
   A. ACTION ITEM: Elect NVTC Officers for 2018
   B. ACTION ITEM: Approve Resolution Commending Jeff McKay for His Service as 2017 Chairman
   C. ACTION ITEM: Approve Resolutions of Recognition for Departing Commissioners
   D. ACTION ITEM: Approve Resolution #2350: Selection of NVTC Representatives to Various Boards
   E. ACTION ITEM: Approve Resolution #2351: NVTC’s Official Signatories and Employees’ Pension Trustees

4. ACTION ITEM: Approve the CONSENT AGENDA (subject to approval by the Chairman)
   A. Authorize the Chairman to Send a Letter of Support for WMATA’s Transit Project Applications for NVTA Funding
   B. Authorize the Chairman to Send a Letter of Support for the City of Alexandria’s Transit Project Applications for NVTA Funding
C. Authorize the Chairman to Send a Letter of Support for Arlington County’s Transit Project Applications for NVTA Funding
D. Authorize the Chairman to Send a Letter of Support for City of Fairfax’s Transit Project Applications for NVTA Funding
E. Authorize the Chairman to Send a Letter of Support for Fairfax County’s Transit Project Applications for NVTA Funding
F. Authorize the Chairman to Send a Letter of Support for City of Falls Church’s Transit Project Applications for NVTA Funding

5. Public Comment on NVTC’s FY2018-FY2019 Work Plan

6. **ACTION ITEM: Approve NVTC’s FY2019 G&A Budget and Work Plan**

7. I-66 Commuter Choice Program
   
   A. Discussion of the Status of Tolling Operations (Deputy Secretary of Transportation Nick Donohue invited)
   
   B. **ACTION ITEM: Resolution #2352: Authorize the Executive Director to Sign an Amended Memorandum of Agreement for the Transform66: Inside the Beltway Project**
   
   C. FY2018 I-66 Commuter Choice Program Update

8. Washington Metropolitan Area Transit Authority
   
   A. **ACTION ITEM: Authorize the Executive Director to Send a Letter to WMATA Commenting on the FY2019 Budget**
   
   B. Board of Directors Report
   
   C. Committee Reports
   
   D. Virginia Ridership and Parking Facility Utilization
   
   E. Schedule of Upcoming Board Decisions

9. Virginia Railway Express
   
   A. VRE CEO Report and Minutes
   
   B. **ACTION ITEM: Approve Resolution #2353: Adopt and Refer the Revised FY2018 and Recommended FY2019 VRE Operating and Capital Budgets to the Jurisdictions**
   
   C. **ACTION ITEM: Approve Resolution #2354: Authorize VRE to Refinance VRE RIFF Loan**
   
   D. 2018 VRE Operations Board Officers

10. Report of the Co-Chairs of the Legislative and Policy Committee

11. Department of Rail and Public Transportation (DRPT)
12. Executive Director Report
   A. Executive Director Newsletter
   B. NVTC Financial Report for November 2017
   C. 2018 Annual Agenda

13. Closed Session
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MEETING SUMMARY
JOINT NVTC-PRTC LEGISLATIVE BRIEFING
DECEMBER 4, 2017
SPRINGFIELD HILTON – SPRINGFIELD, VIRGINIA
9:15 A.M.

NVTC Members Present
Jim Corcoran
Katie Cristol
Christian Dorsey
Libby Garvey
Jeff McKay
Jennifer Mitchell (Alternate, Commonwealth)
Paul Smedberg

NVTC Members Absent
Sharon Bulova
John Cook
Adam Ebbin
John Foust
Jeff Greenfield
Catherine Hudgins
David LaRock
James LeMunyon
Matt Letourneau
Tim Lovain
Ron A. Meyer
J. Randall Minchew
David Snyder
Jennifer Wexton

PRTC Members Present
Ruth M. Anderson
George L. Barker
Todd Horsley (Alternate, DRPT)
John D. Jenkins
Jackson H. Miller
Jennifer Mitchell
Frank J. Principi
Jeanette Rishell
Pamela Sebesky

NVTC Staff Present
Matt Cheng
Karen Finucan Clarkson
Nobuhiko Daito
Andrew D’huyvetter
Rhonda Gilchrest
Dan Goldfarb
Patricia Happ
G. Julian Palmer
Kate Mattice
Aimee Perron Seibert
Colethia Quarles
Melissa Walker

PRTC Staff Present
Gina Altis
Tracy Dean
Althea Evans
Doris Lookabill
Perrin Palistrant
Bob Schneider
Opening Remarks

Jeff McKay, Chairman of the Northern Virginia Transportation Commission and Fairfax County Supervisor representing the Lee District, welcomed everyone to the third annual NVTC-PRTC Joint Legislative Briefing. He recognized Joe Alexander, former NVTC Commissioner, who has been a lifelong advocate for transit in the region.

NVTC Chairman McKay recognized state legislators, including Senator George Barker, Delegate Eileen Filler-Corn, Delegate Mark Keam, Delegate Jackson Miller, Delegate Kathleen Murphy, Delegate Kenneth Plum, Delegate Mark Sickles, Delegate Vivian Watts, as well as Delegate-Elect Jennifer Carrol Foy, Delegate-Elect Elizabeth Guzman, Delegate-Elect David Reid and Delegate-Elect Kathy Tran. NVTC Chairman McKay also recognized Mary Hynes, who serves as a member of the Commonwealth Transportation Board. NVTC and PRTC Commissioners were also recognized.

NVTC Executive Director Kate Mattice and PRTC Executive Director Bob Schneider provided introductory remarks about the state of transit in the region.

PRTC Chairman Frank Principi serving as the panel moderator for the first panel discussion of transit leaders, introduced DRPT Director Jennifer Mitchell, VRE CEO Doug Allen, and WMATA General Manager/CEO Paul Weidefeld.

DRPT Director Mitchell gave an overview of transit initiatives by the Commonwealth over that last year. She stated that the 2018 General Assembly Session will be critical for transit funding, especially for WMATA. With the looming transit capital fiscal cliff, the Commonwealth will lose $110 million annually in bonds. The Commonwealth needs to find a solution to replace this funding source. It is expected that the governor’s budget will address the fiscal cliff and Metro funding. She stated that allowing WMATA to fail is not an option; there needs to be new dedicated funding.

VRE CEO Doug Allen stated that key issues for VRE during the upcoming General Assembly Session include a solution to the transit fiscal cliff since it will impact VRE access fees and other capital funding; a gas tax floor, since lower than projected tax levels especially impact VRE’s smaller jurisdictions; and VRE’s long-range financial outlook and the need for an additional funding stream. VRE needs $45 million in additional funding annually to continue service or $60 million to expand its System 2040 Plan. VRE will be proposing a legislative solution to create a Commuter Passenger Rail Operating Capital Fund (CPROC), similar to the Intercity Commuter Passenger Rail Operating Capital fund (IPROC). VRE is not proposing to use any intercity rail funds for the CPROC.

WMATA General Manager/CEO Paul Weidefeld stated WMATA is committed to safety and security, service reliability and fiscal management. The SafeTrack program allowed WMATA to conduct three years of maintenance in one year. WMATA will need $15 billion over the next 10 years for its capital program. The federal government needs to be part of the equation. He reviewed initiatives taken by WMATA to improve the organization and service.

PRTC Chairman Principi opened the discussion for questions from the audience.
NVTC Chairman McKay, serving as the moderator for the second panel discussion on how transit impacts the business community, introduced Jon Godsmark, Senior Vice-President, Infrastructure, Ernst and Young (EY); Maggie Parker, Vice-President, Communications and Community Outreach, Comstock Partners, LC; Seema Wadhwa, Assistant Vice-President for Sustainability and Wellness, Inova; and John Touhey, President, Venues, Monumental Sports and Entertainment.

Mr. Godsmark stated EY has 2400 employees in Tysons and District of Columbia, so it needs a transportation system that is flexible, reliable and fast. In the next year, EY will hire another 400 employees, many of those will be straight out of college. They will have different demands, including the desire to live in urban areas. EY wants to build consensus and drive change with a partnership with other leaders from Baltimore to Richmond (“super region”). The Greater Washington Partnership has four major initiatives, including connecting this super region; improving the consumer experience, ensuring access for everyone; and integrating innovation. Success will be based on a collaborative effort.

Ms. Parker stated Comstock Partners is a real estate development company focused on transit oriented development (TOD). The Silver Line has provided a dynamic platform of which to grow development along that corridor. The Reston project is a redevelopment site, in partnership with Fairfax County. This partnership has generated $10 million with only two buildings completed. There is also an Ashland site. The Silver Line gives an incredible jump start on place making and new community. It has put Reston on the map in a different way.

Mr. Touhey stated transit is important to businesses. Monumental Sports and Entertainment would not exist without it, not only for the customers but also the workers. He does not envy Mr. Weidefeld’s position to fix a Metro system that was deferred way too long. He applauds WMATA’s hard work. It is the hotels, restaurants, clubs, late night services that need transit. Those workers don’t live in the District and rely on transit. He understands that dedicated funding is needed. Other areas, such as Clarendon and Crystal City, also have vibrant night life that need late night transit services.

Ms. Wadhwa stated Inova Health Systems has 17,000 employees and is one of the largest employers in the region. These 17,000 employees have different work schedules and transportation is a key issue. Inova has implemented its own bus fleet on I-66 and I-95, and made transportation a key engagement strategy, such as a car free challenge. She also reviewed how transportation impacts our health. The best grade the region has received is a “C” in air quality by the 2016 State of the Air Report put out by the American Lung Association. This has an impact on people’s health but also adds to health care costs. She asked what legacy is being left for the next generation. Inova wants to be part of the transportation solution.

NVTC Chairman McKay opened the discussion for questions from the audience.
Closing Remarks

NVTC Chairman McKay thanked the panel members for their participation. The materials provided at this briefing will be distributed to legislators who could not attend.

Approved this fourth day of January 2018.

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________________________   Chairman

________________________
Secretary-Treasurer
The meeting of the Northern Virginia Transportation Commission was called to order by Chairman McKay at 7:35 P.M.

**Members Present**
- John Cook
- Jim Corcoran
- Katie Cristol
- Christian Dorsey
- Phil Duncan (Alternate, Falls Church)
- Adam Ebbin
- John Foust
- Libby Garvey
- Catherine Hudgins
- David LaRock
- James LeMunyon
- Matt Letourneau
- Tim Lovain
- Jeff McKay
- David Meyer (Alternate, City of Fairfax)
- Ron A. Meyer
- J. Randall Minchew
- Jennifer Mitchell (Alternate, Commonwealth of Virginia)
- Paul Smedberg
- Jennifer Wexton

**Members Absent**
- Sharon Bulova
- Jeff Greenfield
- David Snyder

**Staff Present**
- Matt Cheng
- Karen Finucan Clarkson
- Andrew D’huyvetter
- Nobuhiko Daito
- Rhonda Gilchrest
- Dan Goldfarb
- Patricia Happ
- Scott Kalkwarf
- Kate Mattice
- Steve MacIsaac (counsel)
- G. Julian Palmer
- Doug Allen (VRE)
- Joe Swartz (VRE)
Opening Remarks

Chairman McKay announced NVTC will be formally recognizing departing Commissioners at the January meeting. He reviewed several changes to the Agenda. Since Deputy Secretary of Transportation Nick Donohue cannot attend due to illness, Agenda Item #5 “Proposed Amendments to the I-66 Commuter Choice Program MOA” will be deferred to the January meeting for presentation and action. An action item has been added to the Agenda regarding a NVTC response to the LaHood Report on WMATA Reform, to be discussed after the Report from the Co-Chairs of the Legislative and Policy Committee.

Mr. Dorsey stepped out of the room.

Minutes of the November 2, 2017 NVTC Commission Meeting

Mr. Letourneau moved, with a second by Ms. Cristol, to approve the minutes. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Ebbin, Foust, Garvey, Hudgins, LaRock, Letourneau, Lovain, McKay, Ron Meyer, Minchew, Smedberg and Wexton. Commissioners Duncan, LeMunyon and David Meyer abstained.

Consent Agenda

On a motion by Mr. Smedberg and a second by Chairman McKay, the Commission unanimously approved the following Consent Agenda Item:

- Approve the 2018 Meeting Schedule

Ms. Mattice noted that the February meeting will be held on February 8th in Richmond to coincide with the Virginia Association of Counties (VACO) Legislative Day. NVTC and NVTA will hold back-to-back meetings for those members serving on both boards.

The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, Letourneau, Lovain, McKay, David Meyer, Minchew, Smedberg and Wexton. Commissioners LeMunyon and Ron Meyer voted no.

FY2017 Audited Financial Statements and Compliance Reports

Chairman McKay stated the Executive Committee, serving as the Audit Committee, was given a detailed presentation on the audit by PBMares, LLP, NVTC’s audit firm. Dwight Buracker of PBMares, LLP, gave a brief presentation on the audit. He stated that PBMares has issued an unqualified (clean) opinion that NVTC’s financial statements, in all material respects, fairly and accurately present the financial position and changes in financial position of the organization. PBMares also issued a clean report on the internal control of NVTC’s financial reporting, compliance and other matters. Because NVTC received federal assistance during FY2017, PBMares also issued a report on the compliance with requirements of each federal program, and internal control over
compliance related to those federal funds. That report identified no findings. He stated PBMares did not identify any internal control deficiencies or other findings.

Delegate Minchew moved, with a second by Mr. Ron Meyer, to accept and authorize the distribution of NVTC’s FY2017 Audited Financial Statements and Compliance Reports. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, LeMunyon, Letourneau, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton.

Proposed Amendments to the Memorandum of Agreement for the I-66 Commuter Choice Program

As announced in the opening remarks, this item was deferred to the January 4, 2018 meeting.

Report from the Co-Chairs of the Legislative and Policy Committee

Ms. Cristol provided highlights of the December 4th Joint NVTC-PRTC Legislative Briefing in Springfield. It was well attended with more than 115 people attending, including 23 legislators and elected officials. The event featured two panels, with one focusing on the challenges facing the region’s transit agencies and the other highlighting the importance of transit to the business community.

Ms. Cristol updated the Commission on the latest legislative activities. Regarding federal legislation, the tax bill passed in the House and there are two versions in the Senate being considered. In both House and Senate bills, the commuter benefits are untouched for federal government employees. The House version would eliminate private employers from deducting the tax for benefits provided to their employees. She explained the importance of the commuter benefit since 65 percent of Metro riders and 90 percent of VRE riders use this benefit. She also reported that there are several legislative efforts related to WMATA, including Representative Comstock’s bill released Monday which reauthorizes PRIIA, adds $75 million annually to WMATA, and seeks a reform board as well as Compact changes to address labor issues.

Ms. Cristol stated the 2018 NVTC Legislative and Policy Agenda, which was presented at last month’s meeting for discussion, is presented tonight for action. She reviewed the key features, including maintaining and expanding opportunities for dedicated and sustainable transit funding, especially for WMATA and VRE; establishing a floor on the regional gas tax; and identifying funds to address the statewide transit capital shortfall. She explained that there is a push-pull dynamic between specificity and flexibility in the legislative package as NVTC wants to be clear in the “ask” but also wants to preserve the ability to stay flexible to respond to any potential legislation that support transit needs.

Ms. Cristol invited Aimee Perron Seibert to speak to NVTC’s legislative strategy for the upcoming General Assembly Session. Ms. Perron Seibert agreed that it is important to be flexible in light of the results of the recent elections and a new governor taking office on January 12th. NVTC is building partners and allies to have a unified voice in Richmond.
NVTC is working with the Transit Stakeholders Group, which has grown to over 20 members and includes Northern Virginia and Hampton Roads members. The main message is that transit is a critical part of the Commonwealth’s transportation system and an economic driver, and without additional state resources, we will not be able to keep our transit system safe, reliable and affordable. She stated Ms. Mattice has been building relationships with the chambers of commerce across the region to educated them about the impending funding needs and how it affects business. The Northern Virginia Chamber, in particular, has been an excellent partner and is committed to helping NVTC on Metro funding as well as the gas tax floor.

Ms. Perron Seibert stated the governor’s budget will be released on December 18th and there is cautious optimism that there will be funding solutions in the budget for WMATA, VRE and transit in general.

Ms. Cristol moved, with a second by Mr. Corcoran, to adopt the 2018 NVTC Legislative and Policy Agenda.

Delegate LeMunyon suggested NVTC consider supporting a gas tax ceiling as well as a floor, or a percentage rather than a fixed price at the pump. He stated transit in Northern Virginia could get what it needs with a 5 1/2-cent per gallon tax. Ms. Cristol stated she interprets the Legislative and Policy Agenda allows flexibility to respond to a variety of potential legislation that would address the shortage of gas tax revenues.

Mr. Letourneau observed that a key feature in the Legislative and Policy Agenda language is that the Commonwealth’s contribution should be flexible because it would allow for greater ability to issue bonds. He agreed with Delegate LeMunyon about a gas tax ceiling. Ms. Cristol stated it certainly is the intent of the Agenda to support a ceiling and/or a floor.

The Commission then voted on the motion and it passed. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, Letourneau, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton. Delegate LeMunyon abstained.

Senator Ebbin recalled NVTC sponsored a transit tour of Northern Virginia for state legislators in conjunction with a Joint Committee on Transportation Accountability meeting in Northern Virginia approximately seven years ago. It was a great opportunity for legislators from across the state to see how the region’s transit systems work and understand the needs the region is facing. He encouraged NVTC to plan such a tour for this General Assembly Session. There were no objections.

NVTC’s Response to Former Secretary LaHood’s Report on WMATA Reform

Chairman McKay stated that on December 5th Governor McAuliffe released the final report on Metro that he commissioned from former U.S. Secretary of Transportation Ray LaHood. The formal release includes documents supporting LaHood’s contention that a small reform board is legally permissible without opening the Compact. NVTC staff have worked with Governance and Personnel Committee Chair John Cook on a proposed
response from the Commission. Commissioners were provided with an electronic copy of the draft letter earlier in the day. He stated that it is most important to convey that the local jurisdictions, through NVTC, need to be involved in the WMATA Board and governance. Local governments pay a large share of the funding for Metro and expect to have some representation and play a role.

Mr. Letourneau stated it is important that NVTC not endorse one specific model of how Virginia’s appointment to the reform board is made, since there are multiple legislative strategies being introduced, such as Representative Comstock’s bill. He suggested the letter reference that NVTC should continue to have a role in the appointment of Virginia’s member to the reform board and any subsequent WMATA Board. Chairman McKay stated he would be happy to amend the letter to make that point.

Mr. Foust observed that NVTC should not participate in the governance of WMATA. Mr. Cook explained the intent of the letter. He suggested amending the third to last paragraph to read: “as such, should a reform board with just one member from Virginia be established, the representative should be jointly appointed by the Governor and NVTC.”

Ms. Cristol stated that many in the room do not endorse a reform board. She asked if the letter should be amended to reflect this. Chairman McKay observed that NVTC did not take a specific position on a board model, so the letter was written to be consistent with NVTC’s Resolution #2342. He agreed that there may be disagreement on the merits of a reform board, but if there is going to be a reform board, NVTC needs to advocate for representation on the board and the future WMATA Board.

Delegate LaRock stated the reference in the letter to $600 million in annual sales and income tax revenue seems to be misquoted from NVTC’s Economic Value Study. It should be attributed to Metro and VRE. He stated the letter should cite the source and NVTC should consider using another source besides an in-house study. He questioned the methodology and credentials of NVTC’s study and referenced a real estate market study done in Loudoun County.

Ms. Mattice stated NVTC’s analysis was done using the Metropolitan Washington Council of Government’s model and looked at the change in congestion as a result of land densities supported by Metro and VRE. There was a peer group that NVTC worked with at MWCOG, Federal Transit Administration, WMATA and George Mason University’s Center for Regional Analysis, who validated the methodology and were involved in the analysis. The study was led in-house by a professional engineer working with economists and planners at each of the organizations. NVTC recently was asked by MWCOG and other organizations to use the same methodology to do this study regionwide. She did agree that the letter was unintentionally misquoted and agreed “and VRE” needs to be added. Chairman McKay suggested attaching the study. Ms. Mattice stated the summary is on the website and staff is finalizing the appendices and the full report should be available later this month. Chairman McKay stated he has no objection to widely distributing the study to all members of the General Assembly.

Mr. Smedberg moved, with a second by Mr. Letourneau, to authorize the chairman to send the letter, with the suggested changes, to Governor McAuliffe and Governor-Elect Northam. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan,

**NVTC FY2019 G&A Budget and Work Plan**

Chairman McKay stated that the FY2019 Budget and Work Plan are being presented for discussion with action being requested at the January 4th meeting. The budget has been reviewed by jurisdiction staff, and was discussed by the Executive Committee in November and approved at the December 7th meeting to be provided to the full Commission. Ms. Mattice stated that the proposed FY2019 Budget includes resources to accomplish the NVTC Work Plan, including the administration of the I-66 Commuter Choice program. Total expenses are proposed to increase by $162,400, or 6.9 percent over the approved FY2018 Budget. Of this increase, $155,500 is for administration of the I-66 Commuter Choice program, leaving a net increase of $6,900, or 0.3 percent over the approved FY2018 budget for the balance of NVTC’s operating program. Staff levels are held constant at the FY2017 and FY2018 approved budget levels, and include a provision for performance-based increases averaging three percent. A modest increase in Non-Local Travel is proposed within the budget, as staff anticipates increased travel to Richmond during the fiscal year. She stated that the Work Plan is already available on the website for public comment. At the January 4th meeting, NVTC will hold a public comment period before approving the Budget and Work Plan.

Delegate LeMunyon observed that VDOT has scheduled a public hearing on January 4th for I-66 Outside the Beltway projects being funded with the concessionaire payment. He expressed his opinion that I-66 Inside the Beltway and Outside the Beltway programs need to be coordinated in the future. He hopes the Work Plan will include coordination so that in the future the public can come to only one public hearing to hear about all the projects in the entire I-66 corridor. Chairman McKay noted there is already coordination between VDOT, NVTA and NVTC, but he has no objection to emphasizing it in the Work Plan. Mary Hynes, a member of the Commonwealth Transportation Board, clarified that the VDOT public meeting on January 4th is because CTB is required to hold a public hearing on the projects associated with the concessionaire payment. These projects do not interact with the funding for I-66 Commuter Choice Program (Inside the Beltway). The concessionaire payment is a one-time payment.

Ms. Mattice explained that the Commission is being asked to authorize the executive director to sign a non-binding letter of intent with the NVTC office building owner to negotiate an amendment to the NVTC office lease. Due to the lack of space in NVTC’s office suite, staff has explored opportunities that recently developed within the Navy League Building, where NVTC’s offices are presently located. While NVTC has eleven full-time staff, one approved yet unfilled full-time position, and up to two fellows at any time, NVTC’s suite includes only eight internal offices. Over the past several months, NVTC’s real estate broker, MGA, Inc., has been working with NVTC staff to identify opportunities with minimal impact and cost to the Commission. As a result of current building vacancy, MGA has identified an opportunity within the Navy League Building that could allow NVTC to extend its existing office lease, but for a larger space on the second floor that would accommodate NVTC’s needs.
Ms. Mattice stated that while the specifics of the lease extension are still under negotiation, the next step is for NVTC to sign a Letter of Intent, so that NVTC through MGA, may finalize the terms of a lease amendment. The Letter of Intent is a non-binding document where all parties may walk away at any time without consequence. An early draft of the letter has been reviewed by NVTC counsel. Once final negotiations have been completed, representatives of MGA will brief the Commission on the terms that were reached with the Navy League. Assuming the terms are agreeable by the Commission, the executive director would seek approval to amend the office lease.

In response to a question from Senator Wexton, Ms. Mattice stated that there are approximately three years left on NVTC’s current lease. Senator Wexton noted that in the past there has been discussion of NVTC exploring transit friendly office space further out. With the Silver Line in operation, there are now more options. Ms. Mattice stated that intent would be to extend the current lease another 10 years. NVTC’s broker is benchmarking other facilities along the same corridor that have similar facilities (conference facility, kitchen, etc.). Ms. Garvey stated it sounds like NVTC is in a good negotiating position.

Ms. Garvey moved, with a second by Mr. Corcoran, to authorize the executive director to sign a Letter of Intent to negotiate the office lease.

Mr. Letourneau observed that Senator Wexton raised a valid point that NVTC should be exploring other office markets, especially with the Silver Line now in operation. He asked if analysis could be done for a broader search area. Chairman McKay noted that there are other affordable office markets, such as along the Blue and Yellow Lines. He reminded Commissioners that staff’s daily commute will be impacted if the office relocates a long distance, while Commissioners only come once a month. Other considerations include NVTC’s relationship with Arlington County and the significant amount of staff assistance NVTC receives from the county (legal counsel and human resources support). There is more to consider than just location. He stated that if Commissioners want to widen the scope of the search area, they need to be direct in what that scope should be.

The Commission then voted on the motion and it passed. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, Letourneau, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton. Delegate LeMunyon voted no.

Delegate LeMunyon expressed his opinion that as long as meetings are held in this location, it is like a “closed meeting” for those people who cannot get here. NVTC needs to be in a place more convenient to the public in Northern Virginia. Senator Ebbin stated he does not understand the reference to a “closed meeting” since this location is accessible by Metrorail, bus and has available parking. Delegate LeMunyon clarified that NVTC meets the legal requirements of an open meeting but for the public who live in Loudoun and western or Southern Fairfax, it is a long distance to travel.

Delegate Minchew left the meeting at 8:35 P.M. and did not return.
Chairman McKay stated the Executive Committee discussed how NVTC staff is negotiating for technology upgrades for this conference facility to be able to stream the meetings electronically. This would provide even more access to the public.

Mr. Letourneau expressed his opinion that NVTC does not need to take immediate action to broaden the search but he does think a discussion at some point is needed. There is a fiscal element to consider if there are more affordable market areas. Chairman McKay encouraged Commissioners to contact the executive director with suggestions since this negotiation with the landlord is a limited opportunity.

**Washington Metropolitan Area Transit Authority**

Ms. Hudgins gave a few highlights from today’s UITP International Rail Forum for North America. It was a good opportunity to hear about transit around the world, with many organizations having the same kind of issues WMATA is facing. Mr. Corcoran reported that the WMATA performance metrics (financial, safety, reliability) continue to improve since SafeTrack. Mr. Smedberg observed the Back2Good handout is a good summary.

Delegate LeMunyon observed that the data shows that Metro station parking garage usage has increased except for the West Falls Church station. He hopes someday the I-66 toll can be reversed from the Beltway to encourage commuters to park at the West Falls Church station and take Metro. Ms. Hudgins reported WMATA is looking at tools to improve service delivery, including parking (i.e. varying parking costs for underutilized stations).

**Virginia Railway Express**

**VRE CEO Report.** Mr. Allen reported that for the month of October on-time performance was 91 percent systemwide and average daily ridership was 19,700. He gave a brief update on the Potomac Shores Station, L'Enfant Station storage, and the expansion of the Crossroads maintenance facility.

Mr. Allen announced the list of projects endorsed by NVTA for the I-66 Outside the Beltway projects to receive concessionaire payment funding was presented to the CTB. CTB on December 6th and action is scheduled in January to add these projects to the Six-Year Improvement Plan. VRE is expected to receive $128 million for the Manassas Line Capacity Expansion and Real-Time Traveler Information Project.

Mr. Allen reported the CAO Task Force met today to review VRE’s proposed FY2019 budget and concurred with the funding of VRE’s analysis. The Task Force has recommended approval of the budget. The Commissions will be asked to approve the budget in January.

**VRE’s FY2017 Comprehensive Annual Financial Report (CAFR).** Mr. Smedberg stated that Resolution #2346 would accept and authorize the distribution of VRE’s FY2017 Comprehensive Annual Financial Report (CAFR) and associated information from the auditors. VRE’s audit firm, PBMares, LLP, has issued an unqualified (clean)
opinion. Their opinion letter states that VRE’s statements, in all material respects, fairly and accurately present the financial position of the organization.

Mr. Smedberg moved, with a second by Ms. Cristol, to approve Resolution #2346. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, LeMunyon, Letourneau, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton.

2017/2018 VRE Legislative Agenda. Mr. Smedberg stated Resolution #2347 would approve the 2017/2018 VRE Legislative Agenda and authorize the VRE CEO to actively pursue the elements set forth in the document. Federal issues include Positive Train Control (PTC) implementation, commuter benefits, and 49 CFR Part 270 System Safety Program. State issues will focus on a protective floor for the regional 2.1 percent motor fuels tax; additional Commonwealth transit capital support; and additional VRE capital and operating funding.

Mr. Smedberg moved, with a second by Ms. Garvey, to approve Resolution #2347. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, Letourneau, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton. Delegate LeMunyon abstained.

Submission of VRE Projects to NVTA for Funding Consideration in the FY2018-2023 Six-Year Program. Mr. Smedberg stated the VRE Operations Board recommends Commission approval to submit a list of projects to the Northern Virginia Transportation Authority (NVTA) for evaluation and funding consideration in its FY2018-2023 Six-Year program and authorize the VRE CEO to submit the approved projects for funding, make any necessary corrections to project amounts or descriptions in the applications, and execute all project funding agreements that may result from consideration of the projects. Resolution #2348 would accomplish this. Mr. Smedberg explained that Resolution #2348 was updated to add NVTA TransAction project numbers for each project.

Mr. Dorsey returned to the meeting at 8:54 P.M.

Mr. Smedberg moved, with a second by Ms. Cristol, to approve the amended Resolution #2348.

In response to a question from Delegate LeMunyon, Mr. Swartz from VRE explained that this action is being requested as a back-up in case the I-66 Outside the Beltway concessionaire payment does not get approved. VRE will withdraw the application in January if the I-66 Outside the Beltway Concessionaire Payment is approved by the Commonwealth Transportation Board.

Delegate LeMunyon stated this is a classic example why there should be a coordinated decision-making effort. He cannot understand how this funding works and neither will the public. Chairman McKay agreed that it can be complicated with the many pools of funding and the criteria established through the General Assembly and/or the federal government, but it is not an uncommon practice for local governments to pick the most strategic funding source where they think the project will fare the best. Ms. Mitchell agreed it is a common practice throughout the Commonwealth.
Mr. Letourneau stepped out of the room at 9:01 P.M.

The Commission then voted unanimously to approve Resolution #2348. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Dorsey, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, LeMunyon, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton.

Submission of VRE Projects to NVTC for FY2018 I-66 Commuter Choice Funding Consideration. Mr. Smedberg stated the VRE Operations Board recommends Commission approval to submit three projects (Crystal City Station Improvements, L'Enfant Station and Track Improvements, and Manassas Line Real-Time Multimodal Traveler Information System projects) to NVTC for funding consideration in its FY2018 I-66 Commuter Choice program. All the projects are identified in VRE’s Capital Improvement Program and the System Plan 2040. Resolution #2349 would authorize the VRE CEO to submit the approved projects for funding, make any necessary corrections to project amounts or descriptions in the applications, and execute all project funding agreements that may result from consideration of the projects.

Mr. Smedberg moved, with a second by Ms. Cristol, to approve Resolution #2349. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Dorsey, Duncan, Ebbin, Foust, Garvey, Hudgins, LaRock, LeMunyon, Lovain, McKay, David Meyer, Ron Meyer, Minchew, Smedberg and Wexton.

Department of Rail and Public Transportation

Ms. Mitchell announced that during his press conference on Tuesday, Governor McAuliffe stated he plans to include a proposal for dedicated Metro funding in his budget bill, which will be dependent on Maryland and the District of Columbia dedicating funds and the creation of a reform board, as recommended in Secretary LaHood’s Report on WMATA.

Mr. Letourneau rejoined the meeting at 9:03 P.M.

Ms. Mitchell reported that Virginia and Maryland have appointed their two members to the Metro Safety Commission. The District of Columbia has made one appointment so far. She also reported at its December 6th meeting, the CTB approved DRPT’s recommendations for the DC2RVA project. The District’s Department of Transportation is scheduled to hold a public meeting on the Long Bridge Project on December 14th.

Transit Performance and Ridership

Ms. Mattice stated these two reports, the FY2018 1st Quarter Ridership Report and the FY2016 Annual Transit Performance Report, are provided routinely to the Commission. For the quarterly report, she explained that because of the surges and other service disruptions that took place in FY2017, it makes it difficult to discern any long-term trend when comparing FY2018 statistics with FY2017. NVTC staff will continue to monitor and analyze ridership of transit services in Northern Virginia. Overall, most transit agencies in
experienced ridership declines during the first quarter. For the FY2016 Annual Performance Report, annual passenger trips of most Northern Virginia regional transit services during FY2016 showed declines when compared to FY2015. Metrorail, Metrobus, and VRE ridership by month showed decreases from FY2015 to FY2016 except in the months of February and March.

Ms. Mattice stated these reports are available on NVTC’s website. In response to a question from Ms. Garvey, Mr. Dorsey stated that companies such as Lyft and Uber do not release ridership data.

Executive Director Report

Ms. Mattice stated that the third WMATA Public Forum was held on November 16th and it was well attended by the public. On December 3rd, the CTB approved the I-395 Memorandum of Agreement (MOA), which NVTC approved at its November meeting. NVTC and PRTC will need to create an agreement between the two Commissions on how to implement the funding program. Ms. Mattice stated that the I-66 Commuter Choice Program FY2018 Call for Projects deadline is December 22nd. She introduced NVTC’s extern, Julian Palmer from Carleton University.

The Financial Report for October 2017 was provided to Commissioners and there were no questions.

New Business

Mr. Ron Meyer moved, with a second by Mr. Letourneau, to adopt a resolution on I-66 tolling circulated at the beginning of the meeting.

Mr. Ron Meyer explained that this resolution was written in collaboration with multiple Commissioners. Loudoun County Board of Supervisors passed a similar resolution with a vote of 9-0. He stated that the tolling on I-66 Inside the Beltway, which started on December 1st, is vastly different than what VDOT promised. This week tolls were as high at $40. He stated NVTC is the right organization to send this resolution to the Commonwealth, as it is the entity who is receiving the toll funds for transit. The resolution is flexible on how to fix the problem (roll back target from 55 mph to 45 mph, return to original hours of HOV operations, change the algorithms, etc.). He stated that NVTC needs to stand united for its citizens.

Ms. Cristol moved a substitute motion to defer this resolution to the January 4th meeting. Mr. Dorsey seconded the motion.

Ms. Cristol spoke to her motion expressing concern about what the resolution says about tolling and about NVTC. NVTC has established a reputation as a “sober voice in the room” versus political posturing. She would like to defer this until NVTC can conduct the kind of substantive analyses with actual data, which the Commission has become known for and then make real and substantive suggestions to improve the tolling program. With no more
than four days of data and eight hours of reflection, now is not the time to send this resolution.

Mr. Lovain expressed his support for the substitute motion. He is troubled by the resolution clause “if a solution cannot immediately be implemented, VDOT should suspend.” In his opinion, the goal should be to perfect the algorithm and the way to do that is to let the program run with real traffic data. It deserves some time.

Mr. Foust also supports the substitute motion because it is premature, but he hopes VDOT is listening. He questioned the target 55 mph requirement during the AM peak period, which is pushing more traffic onto alternate roadways, while costing toll users more than what they should have to pay.

Delegate LeMunyon agreed with the points made, but observed that this resolution is not binding on VDOT. By passing the resolution tonight, NVTC would send a message of urgency. He stated that there is a difference between toll algorithms and the aspect of extending the toll hours and not allowing hybrid vehicles to use I-66 anymore. In his opinion, these are two mistakes made by VDOT. He observed that a project may only benefit some people, but should never harm anyone. He encouraged NVTC to support this resolution tonight.

Senator Ebbin understands the high tolls are jarring, but he will support the substitute motion. This merits some further discussion and he has some concerns with some of the specific resolution language. He wants to hear from VDOT and since NVTC has already allocated almost $10 million in advanced toll revenues, he does not want to rush this.

Mr. David Meyer stated that this initiative is unique and the only type of project in the United States. The tolling has only been implemented for four days. As frustrating as this is for many people, change is difficult. He suggested even waiting an additional 60 days to allow time for the program to be monitored, especially with the upcoming holidays, which can change commuting patterns.

Chairman McKay stated that since Mr. Donohue could not attend tonight’s meeting, he is planning to attend the January meeting, so the Commission would have an opportunity to hear a presentation on the tolling and ask questions.

Mr. Cook stated that there is something wrong with tolls going up to $40 and people are entitled to an explanation since we were told it would be at the most $17. He will not support an indefinite deferment of the resolution, but it would be helpful to have more than four days of data. He stated that VDOT should be asked to come to the January meeting and specifically address the I-66 tolling issue, or otherwise he will not vote for the substitute motion. Chairman McKay stated he has already conveyed this to Mr. Donohue during a phone conversation earlier today.

Chairman McKay stated he supports the substitute motion as he is interested in seeing how transit is impacted and if commuting patterns are changing, and how alternate routes are impacted. As a member of NVTC, he wants to see the whole picture. This does not mean that he doesn’t have concerns about the high tolls.
Mr. Dorsey stated the resolution makes a political statement. He would like to see NVTC lead the charge to bring solutions once there is sufficient data. For those reasons, he will support the substitute motion. Ms. Hudgins agreed.

Mr. Letourneau stated he disrespectfully disagrees. This is the first time he has been directed by his board to take a position at a regional meeting. The Loudoun County Board directed him and Mr. Ron Meyer to bring this resolution to NVTC. That’s an indication of how seriously Loudoun County takes this issue. There is an urgency due to the disturbing comments from the Secretary of Transportation and VDOT calling the high tolls “intended” and “good news” and there has been no indication that VDOT understands that a $30 or $40 toll is not okay. For the next 30 days, real people will continue to pay the high level of tolls. There needs to be an acknowledgement that paying $40 tolls to travel on I-66 is not acceptable. Sending the resolution doesn’t mean NVTC cannot come back and do the analysis or have further discussion. He respectfully urged Commissioners to send a message that the tolling is not working.

Ms. Garvey stated she supports the substitute motion. She did express concern how the high tolls are affecting low-wage earners who live in Loudoun and western Fairfax who cannot afford to pay the tolls. There may be spill-over effects that may result in unintended consequences affecting the hospitality industry and construction industry. She would like information on this specific issue.

Delegate LeMunyon reported that a contingency of General Assembly members held a news conference taking a much more aggressive position on the tolls compared to the resolution presented to NVTC. Mr. Ron Meyer stated NVTC should at least be able to vote on calling for the hours of tolling to be changed back. It may be easy for some to say to wait a month to take action, but there is real money associated with real people. A delay impacts people who cannot afford to pay these high tolls. It could cost a driver $300-$600 over the next month. He encouraged Commissioners to amend the resolution rather than defer.

Mr. Dorsey stated that it should not be interpreted that those who support the substitute motion are in support of the tolling. They may not like the tolling, but don’t believe the timing is right. NVTC as an organization has a reputation of not just making statements, but also providing solutions. Ms. Cristol agreed and stated the spirit of the substitute motion is not a statement about tolling but a statement about this Commission—that NVTC wants to be part of the solution and provide constructive solutions. We can’t forget the real problem that every day our constituents sit in the worst congestion in the United States. People lose economic opportunities and time. They elected us to fix the problem. That doesn’t mean that we support the tolling, it simply says that NVTC can be part of the solution.

The Commission then voted on the substitute motion, which passed with a vote of 13-5. The vote in favor was cast by Commissioners Cook, Corcoran, Cristol, Dorsey, Duncan, Ebbin, Foust, Garvey, Hudgins, Lovain, McKay, David Meyer, and Smedberg. The vote in opposition was cast by Commissioners LaRock, LeMunyon, Letourneau, Ron Meyer, and Wexton.
Ms. Garvey stated she assumes these concerns will be conveyed to VDOT and Deputy Secretary Donohue.

Adjournment

Mr. Letourneau moved, with a second by Mr. Lovain, to adjourn the meeting. Without objection, Chairman McKay adjourned the meeting at 9:45 P.M.

Approved this 4th day of January 2018.

________________________
Chairman

________________________
Secretary-Treasurer
RESOLUTION #2346

SUBJECT: Accept and Authorize Distribution of VRE’s FY2017 Comprehensive Annual Financial Report (CAFR)

WHEREAS: The Virginia Railway Express (VRE) Operations Board has contracted with the firm of PBMares, LLC for the audit of its financial statements;

WHEREAS: The audit of the VRE FY2017 financial statements has been completed; and

WHEREAS: The auditors have issued an unmodified opinion that the VRE statements, in all material respects, fairly and accurately present the financial position of the commuter rail operation; and

WHEREAS: The VRE Operations Board recommends the following action.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission accepts VRE’s FY2017 Comprehensive Annual Financial Report (CAFR) and associated information from the auditors and hereby authorizes the VRE Chief Executive Officer to forward these documents to interested groups, firms, and members of the public.

Approved this 7th day of December 2017.

Jeffrey C. McKay
Chairman

Matthew F. Letourneau
Secretary-Treasurer
RESOLUTION #2347

SUBJECT: Approve the 2017/2018 VRE Legislative Agenda

WHEREAS: The Virginia Railway Express (VRE) is an essential part of a regional transportation network for the Northern Virginia and DC Metropolitan region;

WHEREAS: VRE serves residents throughout the Commonwealth to provide a meaningful public transportation option;

WHEREAS: It is essential for VRE to advocate for its funding needs and legislative/regulatory concerns with members of Congress and their staff, with staff of federal entities, in the Virginia General Assembly, and with the governor and his administration;

WHEREAS: VRE has coordinated its Legislative Agenda with the staffs of the Commissions and member jurisdictions; and

WHEREAS: The VRE Operations Board recommends the following action.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission does hereby approve the 2017/18 VRE Legislative Agenda and authorizes the VRE Chief Executive Officer to actively pursue the elements set forth in the Agenda.

Approved this 7th day of December 2017.

Jeffrey C. McKay
Chairman

Matthew F. Letourneau
Secretary-Treasurer
RESOLUTION #2348

SUBJECT: Approve the Submission of VRE Projects to NVTA for FY2018-2023 Six-Year Program Funding Consideration

WHEREAS: The passage of House Bill 2313 requires the Northern Virginia Transportation Authority (NVTA) to fund highway projects that have been both included in TransAction and evaluated for congestion relief and emergency evacuation by VDOT or mass transit capital projects that increase capacity;

WHEREAS: The NVTA has issued a Call for Projects to agencies and jurisdictions for consideration for funding with expected FY 2018 through FY 2023 revenues;

WHEREAS: VRE has identified a set of projects that expand VRE capacity consistent with the VRE Capital Improvement Program (CIP) and System Plan 2040 where funding to continue to advance the project through implementation has not yet been identified;

WHEREAS: Each of the projects satisfies NVTA funding eligibility requirements to both be included in the TransAction long-range regional transportation plan and increase transit capacity; and

WHEREAS: The VRE Operations Board recommends the following action.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission does hereby approve the submission of the projects identified in Attachment 1, for a total request up to $168 million, to the NVTA for consideration for funding in its FY2018-2023 Six Year Program. The projects encompass NVTA TransAction Project No.93, VRE Fredericksburg Line Rail Capacity Improvements; Project No. 298, VRE Alexandria-DC Rail Capacity Improvements; Project No. 300, VRE Manassas Line Rail Capacity Enhancements; Project No. 301, VRE Fredericksburg Line Service Expansion.

BE IT FURTHER RESOLVED that NVTC/PRTC authorizes the VRE Chief Executive Officer to submit the approved projects for funding, to make any necessary corrections to project amounts or descriptions, to remove the L'Enfant station and track improvements project dependent on its eligibility for NVTA funding, and to execute all project agreements on behalf of the Commissions.

Approved this 7th day of December 2017.

Jeffrey C. McKay
Chairman

Matthew F. Letourneau
Secretary-Treasurer
<table>
<thead>
<tr>
<th>Project Name</th>
<th>Description</th>
<th>Phase Requested for Funding</th>
<th>Year Funding Requested</th>
<th>Estimated Cost (FYOE)</th>
<th>Proposed NVTA Funding Request</th>
</tr>
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<tbody>
<tr>
<td>Crystal City Station Improvements, TransAction Project No. 298, VRE</td>
<td>Relocated and expanded station with longer platform and service on two tracks</td>
<td>Final Design</td>
<td>FY20</td>
<td>$42,000,000</td>
<td>$4,000,000</td>
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<td>Alexandria-DC Rail Capacity Improvements</td>
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<tr>
<td>L'Enfant Station and Track Improvements, TransAction Project No. 298, VRE</td>
<td>Relocated and expanded station with longer platform and service on two tracks, addition of fourth through the station from L'Enfant interlocking to Virginia interlocking.</td>
<td>Final Design</td>
<td>FY21</td>
<td>$71,000,000</td>
<td>$6,000,000</td>
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<td>Alexandria-DC Rail Capacity Improvements</td>
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<tr>
<td>Woodbridge Station and Track Improvements, TransAction Project No. 93, VRE</td>
<td>Expanded station with longer platform and service on three tracks, addition of Occoquan third track through the station from the Franconia-Springfield to Occoquan third track segment to near Featherstone Rd., including crossing of the Occoquan River.</td>
<td>Final Design</td>
<td>FY22</td>
<td>$230,000,000</td>
<td>$29,500,000</td>
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<tr>
<td>Fredericksburg Line Rail Capacity Improvements and Project No. 301, VRE</td>
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<tr>
<td>Fredericksburg Line Service Expansion</td>
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<tr>
<td>Manassas Park Station Parking Garage, TransAction Project No. 300, VRE</td>
<td>Addition of a parking garage to provide additional parking for the station and a grade-separated pedestrian connection from the garage to the station platform.</td>
<td>Construction</td>
<td>FY19</td>
<td>$25,983,000</td>
<td>$23,480,000</td>
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<td>Manassas Station Improvements, TransAction Project No. 300, VRE Manassas</td>
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<tr>
<td>Line Rail Capacity Enhancements</td>
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<tr>
<td>Broad Run Station and MSF Improvements, TransAction Project No. 300, VRE</td>
<td>Expanded station with longer platform and additional parking, expanded train storage for longer trains</td>
<td>Final Design, Construction</td>
<td>FY19 Design FY20 Const.</td>
<td>$56,256,000</td>
<td>$44,156,000</td>
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<td>Manassas Line Third Track, TransAction Project No. 300, VRE Manassas Line</td>
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<td></td>
<td>FY19 Design FY21 Const.</td>
<td>$20,131,000</td>
<td>$20,131,000</td>
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<td>Rail Capacity Enhancements</td>
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<tr>
<td>Manassas Line Real-Time Multimodal Traveler Information System, TransAction</td>
<td>Software and equipment to support the provision of VRE real-time traveler information</td>
<td>System Design and Procurement of Software and Equipment</td>
<td>FY19</td>
<td>$6,561,000</td>
<td>$3,481,000</td>
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<td>Project No. 300, VRE Manassas Line Rail Capacity Enhancements</td>
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<tr>
<td>VRE Rolling Stock, TransAction Project No. 300, VRE Manassas Line Rail</td>
<td>10 expansion coaches to lengthen VRE Manassas Line trains</td>
<td>Procurement of Coaches</td>
<td>FY19</td>
<td>$33,370,000</td>
<td>$28,120,000</td>
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<td>Capacity Enhancements</td>
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<tr>
<td>Total</td>
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<td>$494,426,000</td>
<td>$167,993,000</td>
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RESOLUTION #2349

SUBJECT: Approve the Submission of VRE Projects to NVTC for FY2018 I-66 Commuter Choice Funding Consideration

WHEREAS: The Northern Virginia Transportation Commission (NVTC) has issued a Call for Projects for consideration for funding with expected FY 2018 I-66 Inside the Beltway toll revenues available through the I-66 Commuter Choice program;

WHEREAS: The Virginia Railway Express (VRE) has identified three projects within the I-66/VRE Manassas Line corridor that will benefit toll payers, included in the VRE Capital Improvement Program (CIP) and System Plan 2040, where funding to continue to advance the project through implementation has not yet been identified; and

WHEREAS: The VRE Operations Board recommends the following action.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission does hereby approve the submission of the Crystal City Station Improvements, L'Enfant Station and Track Improvements, and Manassas Line Real-Time Multimodal Traveler Information System projects to NVTC for funding consideration in its FY2018 Commuter Choice program.

BE IT FURTHER RESOLVED that NVTC authorizes the VRE Chief Executive Officer to submit the approved projects for funding, to make any necessary corrections to project amounts for descriptions, and to execute all project agreements on behalf of the Commissions.

Approved this 7th day of December 2017.

Matthew F. Letourneau
Secretary-Treasurer

Jeffrey C. McKay
Chairman
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TO: Chairman McKay and NVTC Commissioners

FROM: Kate Mattice

DATE: December 21, 2017

SUBJECT: Annual Leadership and Governance

A. ACTION ITEM: Elect NVTC Officers for 2018

The Governance and Personnel Committee, chaired by John Cook, is serving as the Nominating Committee and will recommend a slate of officers for 2018 at the January 4th meeting.

B. ACTION ITEM: Approve Resolution Commending Jeff McKay for His Service as 2017 Chairman

Outgoing Chairman Jeff McKay will be recognized for his outstanding leadership during 2017. A resolution of commendation will be presented to him at the meeting.

C. ACTION ITEM: Approve Resolutions of Recognition for Departing Commissioners

NVTC will recognize the service of departing Commissioners, including Delegate Randy Minchew and Delegate Jim LeMunyon, as well as Delegate Dave Albo, who left the Commission earlier in 2017.

D. Approve Resolution #2350: Selection of NVTC Representatives to Various Boards

The Chairman will announce NVTC nominations to serve on the WMATA, VRE and VTA Boards to be acted upon by the Commission. The resolution also reaffirms the appointment of James Corcoran to the WMATA Board. WMATA Board Member terms and requirements are subject to the Code of Virginia §33.2-1907.4. Mr. Corcoran’s current term expires on January 9, 2018, but the Commission is being asked to reappoint him to the WMATA Board to serve until Governor-elect Northam appoints his representative from the Commonwealth.

A membership list of NVTC’s Committees, including Executive Committee, Legislative and Policy Committee, and Governance and Personnel Committee will be provided at the meeting. NVTC’s By-Laws determine the membership of the Executive Committee and NVTC’s Chairman selects the members of the other committees. Some of these actions
may be contingent on subsequent action by local boards and councils as their nominees may not be known by January 4, 2018.

E. ACTION ITEM: Approve Resolution #2351: NVTC’s Official Signatories and Employees’ Pension Trustees

The Commission each January authorizes its Executive Director, Director of Finance and Administration, and the newly elected Secretary-Treasurer to serve as signatories for financial transactions exceeding $5,000. These persons plus the NVTC Assistant Financial Officer are selected to serve as NVTC’s employees’ pension trustees. The resolution will be updated with the name of the Secretary-Treasurer following the election of officers at the January 4th meeting.
RESOLUTION #2350

SUBJECT: Selection of NVTC Representatives to Various Boards

WHEREAS: NVTC is empowered to make appointments to the Board of Directors of the Washington Metropolitan Area Transit Authority (WMATA), the Virginia Railway Express (VRE) and the Virginia Transit Association (VTA);

WHEREAS: Some of NVTC’s jurisdictions may not formally appoint their NVTC members prior to NVTC’s January meeting and some may not be ready with recommendations for appointment to various boards;

WHEREAS: Secretary Aubrey Layne designated James Corcoran to be the Secretary’s designee on NVTC and the WMATA Board to fill the unexpired term of James W. Dyke, Jr., and that appointment became effective February 1, 2015, with the term expiring January 9, 2018; and

WHEREAS: Governor-Elect Northam will not be sworn in as Governor of the Commonwealth of Virginia until January 13, 2018;

WHEREAS: The Commission is being asked to reappoint Mr. Corcoran to the WMATA Board to serve until Governor Northam appoints his representative from the Commonwealth.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission hereby appoints and confirms the following persons to serve as Principals and Alternates to the WMATA Board, subject to possible subsequent action by NVTC’s jurisdictions that alters their NVTC members for 2018 and their recommendations for members of the various boards:

WMATA Board:

<table>
<thead>
<tr>
<th>Principals</th>
<th>Alternates</th>
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<tbody>
<tr>
<td>James Corcoran</td>
<td>Christian Dorsey</td>
</tr>
<tr>
<td>(term expires 01/09/2019)</td>
<td>(term expires 01/02/2020)</td>
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<tr>
<td>Catherine Hudgins</td>
<td>Paul Smedberg</td>
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<tr>
<td>(term expires 01/05/2021)</td>
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</tbody>
</table>
BE IT FURTHER RESOLVED that NVTC hereby appoints the following persons to serve on the VRE Operations Board, subject to possible subsequent action by NVTC’s jurisdictions that alters their NVTC members for 2018 and their recommendations for members of the various boards:

**VRE Operations Board:**

<table>
<thead>
<tr>
<th>Principals</th>
<th>Alternates</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sharon Bulova</td>
<td>Jeffrey C. McKay</td>
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<tr>
<td>John C. Cook</td>
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<tr>
<td>Paul Smedberg</td>
<td>Tim Lovain</td>
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<tr>
<td>Katie Cristol</td>
<td>Libby Garvey</td>
</tr>
</tbody>
</table>

BE IT FURTHER RESOLVED that NVTC hereby appoints the following persons to serve on the Virginia Transit Association Board, subject to possible subsequent action by NVTC’s jurisdictions that alters their NVTC members for 2018 and their recommendations for members of the various boards:

**VTA Board:**

<table>
<thead>
<tr>
<th>Principals</th>
<th>Alternates</th>
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</thead>
<tbody>
<tr>
<td>David F. Snyder</td>
<td>Jeffrey C. McKay</td>
</tr>
<tr>
<td>Katherine A. Mattice</td>
<td>Katie Cristol</td>
</tr>
</tbody>
</table>

Approved this 4th day of January 2018.

________________________________________
Chairman

________________________________________
Secretary-Treasurer
RESOLUTION #2351

SUBJECT: Designation of NVTC Signatories and Pension Trustees

WHEREAS: The Honorable ____________ has been elected Secretary-Treasurer of NVTC for 2018; and

WHEREAS: NVTC desires that the person holding the office of Secretary-Treasurer be designated as an official signatory as well as a pension trustee.

NOW, THEREFORE BE IT RESOLVED that the Northern Virginia Transportation Commission hereby selects the following persons to serve as NVTC signatories (who are eligible to sign individually for any transaction of less than $5,000 and with one other signatory for transactions of $5,000 or greater):

Hon. ____________ Secretary-Treasurer
Katherine A. Mattice Executive Director
Scott C. Kalkwarf Director of Finance and Administration

BE IT FURTHER RESOLVED that the individuals listed above shall serve as NVTC employees’ pension trustees, with the addition of NVTC’s Assistant Financial Officer, Colethia Quarles.

Approved this 4th day of January 2018.

____________________
Chairman

____________________
Secretary-Treasurer
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ACTION ITEM: Approve the Consent Agenda

The Commission is asked to authorize the Chairman to send letters of support to the Northern Virginia Transportation Authority (NVTA) for transit project applications to their FY2018-2023 Six Year Program (SYP). Last month, the Commission approved the submission of several VRE transit projects to the NVTA in Resolution #2348. The following transit or transit related projects leverage regional funding sources with jurisdictional and regional transit projects that will provide significant, long-term benefits to congestion relief, transit, and the economy of the region. Each letter of support lists the relevant transit related projects, their TransAction Project Titles and Project ID numbers, and the funding request to the NVTA.

A. Authorize the Chairman to Send a Letter of Support for WMATA’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for WMATA’s transit project applications for NVTA funding. This letter provides support for the following WMATA related project applications:

- Blue/Orange/Silver Corridor Capacity and Reliability Improvements/"New Blue Line" Alternatives Analysis and Project Development
- Automatic Train Control (ATC) Power and Wayside Communications Upgrades on Blue/Orange Lines

B. Authorize the Chairman to Send a Letter of Support for the City of Alexandria’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for the City of Alexandria’s transit project applications for NVTA funding. This letter provides support for the following City of Alexandria transit related project applications:

- West End Transitway – Northern Segment
- Transit Signal Priority on Route 7 and Route 236
- DASH Technology Needs
- DASH Fleet and Facility Expansion
- Duke Street BRT
C. Authorize the Chairman to Send a Letter of Support for Arlington County’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for Arlington County’s transit and transit related project applications for NVTA funding. This letter provides support for the following Arlington County transit project applications:

- ART Operations and Maintenance Facilities
- Ballston-MU Metrorail Station West Entrance
- Crystal City Metrorail Station East Entrance and Intermodal Connections
- Pentagon City Multimodal Connections and Transitway Extension
- ITS Corridor Improvements

D. Authorize the Chairman Director to Send a Letter of Support for the City of Fairfax’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for the City of Fairfax’s transit project applications for NVTA funding. This letter provides support for the following City of Fairfax transit related project applications:

- City of Fairfax Bike Share Implementation
- Old Lee Highway Multimodal Improvements
- Intersection Improvements at Eaton Place/Chain Bridge Rd
- George Snyder Trail
- Jermantown Road Widening
- Roadway Network Northfax West

E. Authorize the Chairman to Send a Letter of Support for the Fairfax County’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for the Fairfax County transit and transit related project applications for NVTA funding. This letter provides support for the following Fairfax County transit related project applications:

- Richmond Highway Bus Rapid Transit
- Frontier Drive Extension

F. Authorize the Chairman to Send a Letter of Support for the City of Falls Church’s Transit Project Applications for NVTA Funding

The Commission is asked to authorize the executive director to send a letter of support for the City of Falls Church transit project applications for NVTA funding. This letter provides support for the following City of Falls Church transit related project applications:

- North Washington Street Multimodal Transportation Project
- West Falls Church and Joint Campus Revitalization District Multimodal Transportation Project
January 5, 2018

Ms. Monica Backmon
Executive Director
Northern Virginia Transportation Authority
3040 Williams Drive, Suite 200
Fairfax, Virginia 22031

Re: Endorsement of the Washington Metropolitan Area Transit Authority (WMATA) Project Applications to the Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing to express support for WMATA’s project applications to the NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **Blue/Orange/Silver Corridor Capacity and Reliability Improvements/“New Blue Line” Alternatives Analysis and Project Development** - $2,000,000 (TransAction Project Title and ID: Metrorail Blue Line Core Realignment, 43)

- **Automatic Train Control (ATC) Power and Wayside Communications Upgrades on Blue/Orange Lines** - $94,570,000 (TransAction Project Title and ID: Metrorail Fleet Expansion, 101 [100 percent eight-car trains])

NVTC, founded in 1964 in part to represent the interests of the Commonwealth during the establishment of WMATA, has an ongoing role in managing Northern Virginia’s funding of Metro, appointing Virginia’s representatives to the WMATA Board of Directors, and strategic decision-making to find solutions to the challenges facing the transit agency.

The projects, for which WMATA has applied to the NVTA for funding, will increase transit capacity and relieve congestion in Northern Virginia. The Alternatives Analysis would begin the process to address capacity issues at Rosslyn station as well as reliability issues throughout the corridor. The ATC Power and Wayside Communications Upgrades project will build on the traction power projects previously funded by NVTA that upgraded the power generation and carrying capacity of the traction power system on the Orange and Blue Lines to allow 100 percent deployment of eight-car trains during peak hours. This request would fund comprehensive upgrades and replacement of all the ATC power and wayside communication equipment necessary to ensure safe and reliable operations of eight-car trains.

WMATA is integral to the region’s transportation network. More than 500,000 jobs are within a quarter mile of a Metrorail station or Metrobus stop in Virginia. Thirty percent of Metrorail’s

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**NVTC**
NORTHERN VIRGINIA TRANSPORTATION COMMISSION

**Chairman**
Hon. Jeffrey C. McKay

**Vice Chairman**
Hon. Paul C. Smedberg

**Secretary/Treasurer**
Hon. Matthew F. Letourneau

**City of Alexandria**
Hon. Timothy B. Lovain
Hon. Paul C. Smedberg

**Arlington County**
Hon. Katie Cristol
Hon. Christian Dorsey
Hon. Libby Garvey

**Fairfax County**
Hon. Sharon Bulova
Hon. John C. Cook
Hon. John W. Foust
Hon. Catherine M. Hudgins
Hon. Jeffrey C. McKay

**City of Fairfax**
Hon. Jeffrey C. Greenfield

**City of Falls Church**
Hon. David F. Snyder

**Loudoun County**
Hon. Matthew F. Letourneau
Hon. Ron A. Meyer

**Commonwealth of Virginia**
Hon. Jim Corcoran

**Virginia General Assembly**
Sen. Adam Ebbin
Sen. Jennifer Wexton
Del. David LaRock
Del. James LeMunyon
Del. J. Randall Minchew

**Executive Director**
Katherine A. Mattice
665,000 weekday riders live in Virginia and four of the rail system's six lines and 25 of its 91 stations serve Virginia. The health, safety and reliability of the WMATA system is critical to Northern Virginia and the Commonwealth. A safe and reliable Metrorail system is vital to the Northern Virginia economy as it provides hundreds of thousands of our constituents with access to jobs every day.

NVTC and its jurisdictions are invested in WMATA’s success and the success of transit throughout Northern Virginia. Leveraging regional funding sources for WMATA will provide significant, long-term benefits to congestion relief, transit and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
January 5, 2018

Ms. Monica Backmon  
Executive Director  
Northern Virginia Transportation Authority  
3040 Williams Drive, Suite 200  
Fairfax, Virginia 22031

Re: Endorsement of the City of Alexandria’s Transit Project Applications to the Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing to express support for the City of Alexandria’s transit project applications to the NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **West End Transitway – Northern Segment** - $60,750,000 (TransAction Project Title and ID: West End Transitway, 42)
- **Transit Signal Priority on Route 7 and Route 236** - $1,195,491 (TransAction Project Title and ID: Alexandria Bus Network ITS Projects, 113)
- **DASH Technology Needs** - $150,000 (TransAction Project Title and ID: Alexandria Bus Network ITS, 194)
- **DASH Fleet and Facility Expansion** - $11,933,161 (TransAction Project Title and ID: DASH Transit Service Enhancements and Expansion, 85),
- **Duke Street BRT** - $12,000,000 (TransAction Project Title and ID: Duke Street Transitway, 41)

NVTC, founded in 1964, has an ongoing role in funding and promoting transit in the counties of Arlington, Fairfax and Loudoun and the cities of Alexandria, Fairfax, and Falls Church. NVTC supports the Washington Metropolitan Area Transit Authority (WMATA), Virginia Railway Express (VRE), and five local bus systems, including DASH, and works to ensure that businesses and residents are served by a high capacity, high quality network of transit systems that allows the region to thrive.

The transit projects, for which the City of Alexandria has applied to the NVTA for funding, will increase transit capacity and relieve congestion in Northern Virginia. The West End Transitway – Northern Segment and the Duke Street BRT projects will provide high capacity, frequent transit service between major employment and residential centers and the regional Metrorail system.
The Transit Signal Priority project on Route 7 and Route 236 and the DASH Technology Needs project will support transit reliability by improving the operations and efficiency of service delivery, which will encourage ridership. The DASH Fleet and Facility expansion project will allow for additional DASH service connecting Alexandria with major regional employment centers and transit systems.

These projects will improve transit service, capacity and reliability in Northern Virginia; enhance connections to regional transit facilities; and move more people and improve mobility along major multimodal corridors. These projects will provide benefits to DASH, Metrobus, and other providers.

NVTC is invested in the success of WMATA, VRE, and bus service in its member jurisdictions and throughout Northern Virginia. Leveraging regional funding sources for jurisdictional transit projects will provide significant, long-term benefits to congestion relief, transit and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
January 5, 2018

Ms. Monica Backmon
Executive Director
Northern Virginia Transportation Authority
3040 Williams Drive, Suite 200
Fairfax, Virginia 22031

Re: Endorsement of Arlington County’s Transit Project Applications to the
Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year
Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing
to express the support for Arlington County’s transit project applications to the
NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **ART Operations and Maintenance Facilities** - $55,459,000 (TransAction Project Title and ID: ART Service Improvements and Bus Maintenance Facilities, 123)
- **Ballston-MU Metrorail Station West Entrance** - $72,316,000 (TransAction Project Title and ID: Ballston-MU Additional Entrance, 63)
- **Crystal City Metrorail Station East Entrance and Intermodal Connections** - $87,000,000 (TransAction Project Title and ID: Crystal City Metrorail Station Second Entrance, 89)
- **Pentagon City Multimodal Connections and Transitway Extension** - $28,850,000 (TransAction Project Title and ID: Metroway – Pentagon City Extension, 117)
- **ITS Corridor Improvements** - $10,000,000 (TransAction Project Title and ID: Arlington ITS Projects, 104)

NVTC, founded in 1964, has an ongoing role in funding and promoting transit in
the counties of Arlington, Fairfax and Loudoun and the cities of Alexandria, Fairfax,
and Falls Church. NVTC supports the Washington Metropolitan Area Transit
Authority (WMATA), Virginia Railway Express (VRE), and five local bus systems,
including ART, and works to ensure that businesses and residents are served by
a high capacity, high quality network of transit systems that allows the region to
thrive.

The transit projects, for which Arlington County has applied to the NVTA for
funding, will increase transit capacity, improve intermodal connections, and relieve
congestion in Northern Virginia. The Ballston-MU Metrorail Station West Entrance
and Crystal City Metrorail Station East Entrance and Intermodal Connections projects will expand
multimodal access to busy Metrorail stations and provide greater capacity and efficiency for
Metrorail. The Crystal City project will provide better connectivity to Crystal Drive, anticipated development in the Crystal City Sector Plan, the transitway, VRE’s Crystal City station, and a direct pedestrian connection between Crystal City and Ronald Reagan Washington National Airport that is envisioned during a later phase of the project.

The Pentagon City Multimodal Connections and Transitway Extension project will extend the Transitway, currently served by Metroway, to Pentagon City and provide a critical connection and missing link, enhancing regional transit and connecting to the Columbia Pike Premium Transit Network. The Army Navy Drive Complete Streets project will reconfigure Army Navy Drive and expand multimodal access between key regional destinations.

The Intelligent Transportation System (ITS) Improvements project will implement ITS improvements and adaptive traffic control systems along several major corridors in Arlington County. These improvements will benefit riders by providing for coordinated transit signal priority that will improve bus reliability in the corridor. The ART Operations and Maintenance Facilities project will implement two projects: an ART Heavy Maintenance Facility and Satellite Parking Facility. These projects will provide critical facilities needed for maintenance, operations, and storage of transit infrastructure.

These projects will improve transit service, capacity and reliability in Northern Virginia, enhance connections to regional transit facilities including Metrorail and VRE, and improve mobility and move more people along major multimodal corridors. These projects will provide benefits to ART, Metrobus and other transit providers.

NVTC is invested in the success of WMATA, VRE, and bus service in its member jurisdictions and throughout Northern Virginia. Leveraging regional funding sources for jurisdictional transit projects will provide significant, long-term benefits to congestion relief, transit and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
Ms. Monica Backmon  
Executive Director  
Northern Virginia Transportation Authority  
3040 Williams Drive, Suite 200  
Fairfax, Virginia 22031

Re: Endorsement of the City of Fairfax’s Transit Project Applications to the Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing to support the City of Fairfax’s transit project applications to the NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **City of Fairfax Bike Share Implementation** - $1,159,000 (TransAction Project Title and ID #: Fairfax Citywide Pedestrian/Bicycle Access, 139)
- **Old Lee Highway Multimodal Improvements** - $5,000,000 (TransAction Project Title and ID #: Old Lee Highway Multimodal Improvements, 138)
- **Intersection Improvements at Eaton Place/Chain Bridge Rd** - $10,750,000 (TransAction Project Title and ID #: Route 123 Multimodal Improvements, 137)
- **George Snyder Trail** - $14,000,000 (TransAction Project Title and ID #: Fairfax Citywide Pedestrian/Bicycle Access, 139)
- **Jermantown Road Widening** - $26,000,000 (TransAction Project Title and ID #: Jermantown Road Multimodal Improvements, 136)
- **Roadway Network Northfax West** - $2,500,000 (TransAction Project Title and ID #: Northfax Network Improvements, 140)

NVTC, founded in 1964, has an ongoing role in funding and promoting transit in the counties of Arlington, Fairfax and Loudoun and the cities of Alexandria, Fairfax, and Falls Church. NVTC supports the Washington Metropolitan Area Transit Authority (WMATA), Virginia Railway Express (VRE), and five local bus systems, including CUE, and works to ensure that businesses and residents are served by a high capacity, high quality network of transit systems that allows the region to thrive.
The transit and transit-related projects, for which the City of Fairfax has applied to the NVTA for funding, will improve the city’s CUE bus operations, enhance access to transit and transit amenities, and provide important first mile/last mile connections to the Vienna Metrorail station, downtown Fairfax, and George Mason University.

The Old Lee Highway Multimodal Improvements project will enhance access to transit and transit amenities by reconfiguring Old Lee Highway with continuous multimodal facilities that accommodate pedestrians, bicyclists, and transit users. The George Snyder Trail project will improve multimodal access to the Vienna Metrorail station and Town the Vienna. The City of Fairfax Bike Share implementation project will install several bike share stations in the city, which will complement CUE service and provide additional connections to CUE stops, the Vienna Metrorail station and nearby destinations. Together these projects will enhance access to transit and transit amenities and improve first mile/last mile connections to the Vienna Metrorail Station.

The Intersection Improvements at Eaton Place/Chain Bridge Road project will improve intersection geometry and vehicle flow at a congested intersection frequented by CUE buses. The Jermantown Road Widening project will expand Jermantown Road, reducing congestion on a critical facility and improving the reliability of CUE, Fairfax Connector and Metrobus. The Roadway Network Northfax West project will create a grid street network that provides new multimodal connections and additional connectivity on CUE bus routes. Together these projects will reduce congestion at critical bottlenecks and improve CUE operations and reliability, saving considerable time for transit riders.

These projects will improve multimodal transportation options, enhance access and connections to regional transit facilities including Metrorail, and move more people along major corridors. These projects also will provide benefits to regional transit systems.

NVTC is invested in the success of WMATA, VRE, and bus service in its member jurisdictions and throughout Northern Virginia. Leveraging regional funding sources with jurisdictional projects that increase access to transit will provide significant, long-term benefits to congestion relief, transit, and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
January 5, 2018

Ms. Monica Backmon  
Executive Director  
Northern Virginia Transportation Authority  
3040 Williams Drive, Suite 200  
Fairfax, Virginia 22031

Re: Endorsement of Fairfax County’s Transit-Related Project Applications to the Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing to express support for Fairfax County’s transit-related project applications to the NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **Richmond Highway Bus Rapid Transit (BRT) - $250,000,000**  
  (TransAction Project Title and ID #: Route 1 BRT, 39)
- **Frontier Drive Extension - $79,500,000**  
  (TransAction Project Title and ID #: Frontier Drive Extension and Intersection Improvements, 84)

NVTC, founded in 1964, has an ongoing role in funding and promoting transit in the counties of Arlington, Fairfax and Loudoun and the cities of Alexandria, Fairfax, and Falls Church. NVTC supports the Washington Metropolitan Area Transit Authority (WMATA), Virginia Railway Express (VRE) and five local bus systems, including Fairfax Connector, and works to ensure that businesses and residents are served by a high capacity, high quality network of transit systems that allows the region to thrive.

The projects, for which Fairfax County has applied to the NVTA for funding, will improve transit service and access to transit in Northern Virginia. The Richmond Highway BRT project will include a median on which BRT will run between the Huntington Metro area and Fort Belvoir. The project will provide for new transit stations, bicycle and pedestrian facilities, and vehicle travel modes. This project will bring BRT to a vital corridor, one that connects major employment and residential centers to the Metrorail system.

The Frontier Drive Extension project will extend Frontier Drive, improving traffic and transit access to the Franconia-Springfield Metrorail station. This extension will provide a more direct connection for 20 transit routes and Greyhound bus service, saving transit operators considerable time. The project also includes bicycle and pedestrian facilities that will support access to and from the Franconia-Springfield Metrorail station and the future headquarters of the Transportation Security Administration.
These projects will improve multimodal transportation options; enhance access and connections to regional transit facilities, including Metrorail; and move more people along major corridors. These projects will also benefit regional transit systems.

NVTC is invested in the success of WMATA, VRE, and bus service in its member jurisdictions and throughout Northern Virginia. Leveraging regional funding sources for jurisdictional projects that improve transit service will provide significant, long-term benefits to congestion relief, transit and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
Ms. Monica Backmon  
Executive Director  
Northern Virginia Transportation Authority  
3040 Williams Drive, Suite 200  
Fairfax, Virginia 22031  

Re: Endorsement of the City of Falls Church’s Transit Project Applications to the Northern Virginia Transportation Authority’s (NVTA) FY2018-2023 Six-Year Program

Dear Ms. Backmon:

On behalf of the Northern Virginia Transportation Commission (NVTC), I am writing to express support for the City of Falls Church’s transit project applications to the NVTA’s FY2018-2023 Six-Year Program.

These projects include:

- **North Washington Street Multimodal Transportation Project** - $14,500,000 (TransAction Project Title, Subtitle, and ID #: Falls Church Metro Station Access and Falls Church Multimodal Improvements Project, North Washington Street Multimodal Transportation Project, 334 and 66)

- **West Falls Church and Joint Campus Revitalization District Multimodal Transportation Project** - $15,700,000 (TransAction Project Title, Subtitle, and ID #: Falls Church Metro Station Access and Falls Church Multimodal Improvements Project, West Falls Church and Joint Campus Revitalization District Multimodal Transportation Project, 334 and 66)

NVTC, founded in 1964, has an ongoing role in funding and promoting transit in the counties of Arlington, Fairfax and Loudoun and the cities of Alexandria, Fairfax, and Falls Church. NVTC supports the Washington Metropolitan Area Transit Authority (WMATA), Virginia Railway Express (VRE) and five local bus systems, and works to ensure that businesses and residents are served by a high capacity, high quality network of transit systems that allows the region to thrive.

The transit projects, for which Falls Church has applied to the NVTA for funding, will provide intersection and signal improvements, pedestrian and bicycle access improvements, bus stop enhancements, and utility relocation and undergrounding. These projects will increase transit access and provide effective, cost-efficient multimodal transportation options that will improve important first-mile/last-mile connections to transit. Located near the West Falls Church and East Falls Church Metrorail stations, these projects would expand multimodal transportation options while effectively increasing the catchment area of these stations.
These projects will improve multimodal transportation options, enhance access and connections to regional transit facilities, including Metrorail, and move more people along major corridors. These projects also will provide benefits to regional transit providers.

NVTC is invested in the success of WMATA, VRE and bus service in its member jurisdictions and throughout Northern Virginia. Leveraging regional funding sources for jurisdictional projects that increase access to transit will provide significant, long-term benefits to congestion relief, transit and the economy of the region.

Thank you for your consideration.

Sincerely,

NVTC Chairman
All NVTC meetings are open to the public. At the January 4th Commission meeting, the Chairman will ask if anyone in the audience wishes to address the Commission on NVTC’s FY2018-FY2019 Work Plan. The Work Plan serves as a guiding document for NVTC staff to support the mission of the Commission. This Work Plan identifies specific programs, projects, and tasks that NVTC staff intend to perform during the coming year. This document supports NVTC’s Strategic Framework, Implementation Plan, and Regional Bus Agenda, and was developed in consultation with the Management Advisory Committee.

During the public comment period, any interested parties may step forward to the podium. Speakers must state their name and address for the record and will be provided three (3) minutes to speak.

Speakers may also submit a written statement for the record. If they wish for a written statement to be distributed to Commissioners, speakers should provide twenty-five (25) copies to NVTC staff prior to the start of the meeting. Audio-visual equipment is not available for public use.
PROPOSED - Work Plan - PROPOSED
January 2018 - June 2019

The NVTC Work Plan serves as a guiding document for NVTC staff to support the mission of the Commission. This Work Plan identifies specific programs, projects, and tasks that NVTC staff intend to perform during the period from January 2018 through June 2019 (fiscal years FY2018 – 2019). This document supports NVTC’s Strategic Framework, Implementation Plan, and Regional Bus Agenda, and was developed in consultation with the Management Advisory Committee. This document is intended to be a living document that can be updated as priorities and projects change.

NVTC’s activities in the Work Plan are categorized into the following focus areas:

A. Planning & Programs
B. Financial Analysis
C. Grants Management, Trust Funds, Contracts & Compliance
D. Information & Engagement
E. Legislative & Policy Efforts
F. Virginia Railway Express
G. WMATA
H. NVTC Internal Operations
I. Commission Management

Northern Virginia Transportation Commission

Mission: As the premier transit organization in Northern Virginia, NVTC brings the region together to plan, coordinate, and secure funding for transit systems that are financially sustainable and high performing.

Vision: Northern Virginia businesses and residents are served by a high capacity, high quality network of transit systems that allows our diverse region to thrive economically.

NVTC Strategic Goals

1. Increase the capacity of the regional transit network by expanding and improving the quality, coverage, and frequency of new and existing systems, including Metro, VRE and new transit services.

2. Improve the access and mobility throughout Northern Virginia by connecting the regional and local transit systems.

3. Promote safe, reliable, and financially sound performance and management of regional transit systems.
A. PLANNING & PROGRAMS

Support and facilitate safe and reliable transit in Northern Virginia through transit planning, research, data analysis and regional coordination.

Actions:

Data & Research

1) Regional Transit Performance Data Collection and Analysis
   a) Collect and analyze transit data and publish the Annual Transit Performance Update. Provide jurisdictional and regional transit performance data through materials and presentations, and on NVTC’s website. Work with local governments to coordinate collection of performance data for Federal Transit Administration’s (FTA) National Transit Database (NTD) reports.
   b) Manage the contract for NTD data collection on behalf of Northern Virginia’s transit systems. Oversee data collection efforts to facilitate the receipt of federal funds to the region.
   c) Report the Washington Metropolitan Area Transit Authority’s (WMATA) monthly ridership and parking utilization to comply with the Department of Rail and Public Transportation’s (DRPT) OLGA reporting requirements and report to NVTC commissioners. Ensure that the data are consistent, timely and accurate.
   d) As requested, provide ad hoc data analysis for NVTC jurisdictions and the Commission on regional and national issues that impact transit planning, operations and organizations, and ridership. Use technical tools to perform in-depth, regional and multi-jurisdictional analyses in support of Northern Virginia transit systems.

2) Regional Bus Agenda 2.0
   a) Develop jurisdictional transit network models for demand projection and operational planning analyses.
   b) Collect necessary data from sources including jurisdictions and effectively manage them to enable implementation of the demand projection model.
   c) In close consultation with jurisdictions, analyze various operational scenarios including additions, eliminations, and modifications of bus routes, service level changes (e.g., increases and cuts), and changes in external circumstances, including demographic changes, macroeconomic shocks and changes in networks of complementing transit systems.
   d) Disseminate findings through authoring reports and presentations.
   e) Enhance the model and conduct region-wide analyses.
   f) Document implementation procedure so any NVTC analyst can implement the model in the Northern Virginia context.

3) Quantification of Transit Access and Transportation Demand Management Projects
   a) In support of evaluating the impact of transit access projects under the I-66 Commuter Choice Project, work with local jurisdictions and DRPT to develop measures that assess the impact of regional pedestrian, bike share, bicycle, and TDM efforts on transit ridership and other outcomes.
4) Analysis of Regional and Statewide Economic Benefits of NOVA Transit
   a) Evaluate commuter rail benefits on affordable housing markets, job accessibility, and person throughput related congestion metrics.

I-66 Commuter Choice Program

1) Program Management and Administration
   a) Provide ongoing administration of funded projects to ensure performance and compliance with terms of project agreement.
   a) Continue to work with staff and legal counsel on policy decisions governing future calls for projects and project administration.
   b) Coordinate with eligible applicants and with regional and state agencies that administer other competitive funding programs to align program milestones.
   c) Manage submission and evaluation of annual performance reports and reporting to the Commission and CTB.
   d) Continue to work with financial counsel and financial advisors on financing issues as needed.

2) Annual Project Selection Process
   a) Prepare application materials needed for the calls for Commission approval.
   b) Hold educational meetings with potential applicants. Provide technical assistance and guidance during application process.
   c) Lead technical and jurisdictional working group in the evaluation and scoring of project applications.
   d) Develop one or more project list scenarios for presentation to the working group and consideration by the Commission.
   e) Hold public meetings to explain projects to the public and answer questions about the program.
   f) Prepare project list proposal and supporting materials for the Commission and CTB consideration.

3) Project Agreements
   a) Facilitate execution of project agreements for approved projects with awarded jurisdictions and Commission.

4) Outreach
   a) Create, maintain and update the Commuter Choice website to explain the program to the public as well as provide application materials to entities.
   b) Plan and implement public meetings and public input process.
   c) Plan and implement groundbreaking events in collaboration with local jurisdictions and transit providers.
   d) Promote the I-66 Commuter Choice program and events through NVTC’s social media and other venues.

Envision Route 7

1) Conceptual Engineering Study: Continue to study the technical and financial feasibility of a Bus Rapid Transit (BRT) option in the Route 7 corridor in coordination with the member jurisdictions, as part of the Envision Route 7 project.
   a) Meet and coordinate with relevant jurisdictional staff to further the study of high quality transit on Route 7.
b) Facilitate a conceptual engineering draft scope of study to help facilitate continued study in the corridor, identify right of way needs, as well as preserve existing right of way as redevelopment in the corridor occurs.

c) Assist in identifying financial resources for continued study and programming for BRT along the Route 7 corridor.

d) Continue advocating for high quality transit in the Route 7 corridor and inclusion of transit options for the corridor in regional planning studies.

Regional Fare Collection Program

1) Farebox/Driver Control Unit (DCU) Upgrade Support:
   a) Coordinate with WMATA and local jurisdictions on design, testing, and procurement to deliver hardware and software upgrades for buses and bus garages, including:
      i) gathering functional and technical requirements;
      ii) reviewing plans and submittals; overseeing testing and evaluation;
      iii) supporting coordination with WMATA and NVTC jurisdictions through regular updates on activities, progress and analysis and actively seeking input on the entities' needs;
      iv) working with the jurisdictions to identify integration capabilities and to review the preferred integration approach from technical and contractual perspectives;
      v) identifying and negotiating integration capabilities of existing fareboxes to the new Regional Fare Collection Program;
      vi) reviewing integration conceptual designs and contractual change documents related to this integration; and
      vii) reviewing pilot and testing activities, plans and results.

2) Off-Board Fare Collection:
   a) Work with jurisdictions to coordinate regional off-board payment activities through:
      i) analyzing vendors and technologies;
      ii) assisting in evaluation and selection of a strategy considering issues such as networking requirements, payment card industry data security standard compliance, and backend integration with the Regional Fare Collection Program; and
      iii) supporting procurement of selected technologies to include vendor oversight and coordination, design reviews, backend integration, testing and installation.

3) Next Generation Regional Fare Collection:
   b) Collaborate with jurisdictions to plan a future fare collection system, including:
      i) working with jurisdictions to understand future fare collection vision; needs and timelines;
      ii) communicating emerging fare collection technology;
      iii) leading discussions of long-term fare collection strategy to include fare collection as a service, mobile payments, payment convergence with other services as needed and other account-based approaches;
      iv) examining the capabilities to leverage existing fare collection capabilities within the region including mobile ticketing applications; and
      v) coordinating discussions with WMATA on moving forward on future regionally coordinated fare collection procurements.
Emergency Preparedness

1) Metrorail Station Plans
   a) Work closely with Northern Virginia jurisdictional staff, transit providers and WMATA to finalize emergency preparedness plans for each of Virginia’s 25 Metrorail stations in order to expedite the safe evacuation of potentially thousands of riders in the case of an emergency.
   b) Work with WMATA to ensure NVTC plans are consistent with WMATA’s Emergency Response and Evacuation plans and training exercises.
   c) Observe relevant, quarterly emergency-preparedness exercises conducted by WMATA and incorporate lessons learned into station plans.
   d) Participate in jurisdictional tabletop exercises, as needed.

2) Northern Virginia Transit Response Coordination
   a) Coordinate any necessary closeout or ad hoc efforts of the Northern Virginia SafeTrack Group to discuss the impacts and mitigation efforts of WMATA’s track work or other major service disruption events on an as needed basis.
   b) Conduct or participate in lessons learned activities from SafeTrack mitigation activities.

I-395 Annual Transit Payment Program

1) Program Development
   a) Coordinate with PRTC and NVTC jurisdictional staff in the development of a memorandum of agreement between NVTC and PRTC on the selection and administration of multimodal projects from the Annual Transit Payment provided by the Commonwealth from the I-395 Express Lanes.

Regional Collaboration

1) Use NVTC’s Management Advisory Committee (MAC) as a forum to facilitate cooperative regional solutions and keep local governments informed.

2) Participate with the Northern Virginia Transportation Authority (NVTA) on regional planning efforts in order to better provide for regional transit needs.

3) Participate and provide regional-focused contributions to technical committees assisting in planning, funding, preliminary engineering and environmental analysis for transit in the region, including but not limited to:
   a) Transportation Planning Board (TPB) Technical Committee
   b) TPB Long Range Planning Task Force
   c) TPB Travel Forecasting Subcommittee
   d) TPB Regional Public Transportation Subcommittee
   e) NVTA’s Regional Jurisdiction and Agency Coordinating Committee
   f) DRPT’s I-395 Transit/Transportation Demand Management Study Key Stakeholder Technical Advisory Group
   g) VDOT/DPRT Transform 66 Inside and Outside the Beltway Stakeholder Technical Advisory Groups
   h) VDOT VTrans, the Commonwealth’s long-range transportation plan.
   i) VRE Coordination Committee
   j) VRE Chief Administrative Officer’s Task Force
B. FINANCIAL ANALYSIS

Identify and implement cooperative strategies with member governments to maximize transit revenues aimed at achieving adequate, dedicated, stable and reliable financial support from the federal government, the Commonwealth, the region and the private sector.

Actions

1) Regional Gas Tax Revenues
   a) Monitor NVTC’s 2.1 percent gas tax receipts from the Division of Motor Vehicles (DMV) for reasonableness of collections in total and by jurisdiction.
      i) Employ database and spreadsheet models to identify unanticipated discrepancies on a taxpayer level by jurisdiction and in total.
      ii) Maintain communications with DMV in regard to both unusual activity identified by NVTC, and DMV audit activity, and make suggestions for improving the program.
      iii) Brief MAC as needed on processes, issues and solutions.

2) Ensure the stability of the current sources of transit funding available to NVTC’s local governments.

3) Serve as the central point of contact for Northern Virginia transit system financial information.

4) State Transit Revenues
   a) Participate on the Transit Service Delivery Advisory Committee (TSDAC) to assist DRPT in reviewing the distribution process for transit capital and operating funds.

5) Transit Funding Opportunities
   a) Produce financial projections and an analysis of the growing gap between transit operating and capital needs versus available financial resources.
   b) Actively participate in regional and statewide efforts to define public transit needs and identify funding sources.
   c) Identify and seek to implement stable, reliable, permanent and dedicated funding sources for operating and capital expenses for WMATA, VRE and local transit systems.
   d) Help coordinate regional efforts and prepare analytic tools, communication materials and editorials to promote such funding.
   e) Analyze funding proposals produced by regional and statewide studies and identify policy issues for consideration by the Commission.
   f) Identify and help obtain funding for new transit projects that are recommended by NVTC’s jurisdictions.
C. GRANTS MANAGEMENT, TRUST FUNDS, CONTRACTS & COMPLIANCE

Facilitate the fair and equitable allocation of transit assistance among governments. Manage grants, contracts and trust funds fairly and effectively, according to state and federal laws and NVTC's policies.

Actions:

State Assistance

1) Prepare and submit state assistance applications through DRPT's Online Grant Administration (OLGA) system as grantee for the NVTC jurisdictions’ share of WMATA operating subsidies and capital requirements.

2) Report WMATA annual ridership, operating expenses, performance metrics data, and other information as requested by DRPT as a requirement for receiving state assistance. This data is utilized by DRPT in calculating NVTC’s operating assistance.

3) Review and submit state operating and capital assistance applications for local systems through DRPT’s OLGA system as agent for the NVTC jurisdictions.

4) Manage NVTC and NVTC jurisdiction state grants, including the preparation and review of timely grant invoicing.

5) Participate with VRE and NVTC jurisdictions in quarterly project status review meetings with DRPT.

6) Work with DRPT and grantees to achieve the maximum funding available.

NVTC Subsidy Allocation Model

1) Maintain NVTC's subsidy allocation model (SAM) utilizing the most recent WMATA and local budget information on transit costs, revenues and subsidies.

2) Determine each local government’s share of NVTC assistance using the annual SAM percentages.

3) Apportion shares of the direct local contributions to NVTC's administrative budget using the annual SAM percentages.

4) Provide projections and other analysis of annual transit assistance to the NVTC members for planning purposes.

NVTC Jurisdiction Trust Funds

1) Allocate revenue to NVTC jurisdictions through the NVTC trust fund upon receipt using the annual SAM percentages.

2) Prepare timely and accurate quarterly cash flow forecasts of available transit assistance sources and uses for the NVTC jurisdictions.

3) Prepare quarterly reports of actual NVTC trust funds activity for use by NVTC jurisdictions.

4) Manage and invest trust funds according to NVTC policy by safeguarding assets while maximizing liquidity and investment return.
Financial Reporting, Accounting, Audit, Compliance & Contracting

1) Prepare the annual financial statements, disclosures, and supplementary information for NVTC's annual audit.

2) Manage a multi-year audit services contract.

3) Accomplish unqualified auditors’ opinions and provide financial and compliance reports to the appropriate regulatory agencies.

4) Maintain up-to-date compilations of state and federal grant regulations and ensure staff is adequately trained in grant, contract and project management.

5) Maintain current documents and policies to facilitate prompt procurement in compliance with state and federal laws.

6) Perform internal accounting functions, including invoicing, accounts receivable, cash receipts, accounts payable, disbursements and transfers, payroll, general ledger and reconciliations.

Federal Grants

1) Apply for and manage federal grants for member jurisdictions as required as designated recipient for FTA funds. Currently, NVTC is the designated recipient of federal grants for the cities of Alexandria and Falls Church. For these grants, NVTC will:
   a) Maintain both subrecipient agreements outlining terms, conditions and expectations, and an annual checklist outlining the range of tasks and corresponding completion dates.
   b) Review reimbursement requests to ensure funding is for eligible activities and is in compliance with FTA requirements.
   c) Host quarterly project management meetings with the subrecipient and FTA.
   d) File quarterly financial and milestone reports (1/30, 4/30, 7/30, 10/30), biannual Disadvantaged Business Enterprise (DBE) reports (6/1, 12/1) and other required documentation in FTA’s grants management system (TrAMS).
   e) Close out completed grants.

2) Ensure NVTC and subrecipients are in compliance with all relevant FTA regulations and guidelines in numerous areas such as legal, financial, technical, continuing control, maintenance, procurement, DBE program, Title VI civil rights compliance, and National Transit Database.
   a) Submit annual certifications and assurances to the FTA.

3) Actively administer Title VI and DBE programs with FTA; manage programs and perform required reporting.
D. INFORM & ENGAGE

Improve the public’s understanding and appreciation of transit’s role in Northern Virginia and the Commonwealth and increase participation in transit-related decision-making.

Actions:

Partnerships
1) Identify opportunities to host or participate in transit-related events with Northern Virginia’s chambers of commerce and other business representatives.

2) Partner with government agencies, business groups, and national, state and local associations to promote transit through educational programs, complementary messaging and attendance at conferences, seminars and workshops.

3) Develop network of jurisdictional and agency public information officers to facilitate the sharing of information, work on projects of mutual benefit, and leverage resources.

4) Serve as a member of the Virginia Transit Association’s (VTA) annual awards and conference planning committees.

Internal & External Relations
1) Serve as the central point of contact for the news media, interest groups, U.S. Congress and Virginia General Assembly, and public for transit issues in Northern Virginia.
   a) Keep the news media, interest groups and local jurisdictions apprised of Commission meetings and hearings, actions, analyses, research, reports and events.
   b) Share transit-related information from external sources – print/broadcast media, online publications and bloggers, transit agencies and state/local governments – with Commissioners, MAC, agency public information officers, transit advocacy groups, and staff.
   c) Participate and speak at chamber of commerce events, homeowner association meetings, and jurisdictional governing-body and committee meetings as requested.

2) Develop and distribute information and resources necessary for Commissioners to fulfill their responsibilities, including the annual member manual, NVTC website updates, e-newsletters and monthly Executive Director reports.

3) Develop and distribute written and visual communications, such as project fact sheets, issue briefs, web content, frequently asked questions, press releases and targeted e-mail communications on transit-related topics, as well as testimony for Commissioners and NVTC senior leadership.

Online Communication
1) Maximize NVTC’s online presence to further its mission.
   a) Continue to build NVTC’s website as a research and information resource.
   b) Continue to expand NVTC’s social media presence to drive traffic to novatransit.org.
   c) Maintain up-to-date project information on the website to inform the public and Commissioners on the latest project news.
d) Use online analytics and surveys to monitor the effectiveness of online communication and outreach efforts.

Community Outreach

1) Develop and implement communications plans and budgets for transit studies and multimodal grant programs.
   a) Publicize and solicit public comment through multiple channels, such as meetings and hearings, advertising, online crowdsourcing, email, mail and telephone.
   b) Plan and promote public meetings and hearings in consultation with local jurisdictions, transportation agencies and transit providers.
   c) Design and create materials, such as flyers, handouts, infographics, email blasts, display boards, PowerPoint presentations, and videos.
   d) Establish distinct project- and program-specific social media presence.

2) Plan and implement activities that engage the public and promote NVTC programs and initiatives, such as the Virginia WMATA Board Member Forums.

Title VI Civil Rights Compliance

1) Ensure NVTC’s compliance with the federal Title VI program.
   a) Use GIS to conduct a demographic analysis to determine the location of concentrations of minority and limited English proficiency (LEP) persons.
   b) Seek out and consider the viewpoints of minority, low-income and LEP persons in the course of public outreach and involvement activities.
   c) Strive to overcome linguistic, institutional, cultural, economic, historical or other barriers that might prevent minority, low-income and LEP persons from effectively participating in NVTC’s decision-making process.
   d) Target outlets that support or serve affected populations when soliciting public participation and/or comment.
   e) Translate printed materials and advertisements into languages other than English and offer translators and sign-language interpreters at public meetings/hearings, when appropriate.
E. LEGISLATIVE & POLICY

Devise, coordinate and implement legislative and policy strategies based on sound policy analysis in coordination with legislative staff from relevant jurisdictions, agencies and partner organizations.

Actions:

State & Federal Legislative Policy Agenda

1) Assist NVTC’s Legislative and Policy Committee with adopting a state and federal legislative and policy agenda to guide NVTC’s legislative support in the coming year.
   a) Develop strategies to effectively implement NVTC’s annual legislative and policy agenda in collaboration with NVTC jurisdictions’ legislative liaisons and the Virginia Transit Association (VTA).
   b) Work with delegations in Richmond and in Washington D.C. as needed to promote NVTC’s approved agenda. Focus should include, but not be limited to:
      i) Transit capital and operating funding;
      ii) A regional gas tax floor;
      iii) WMATA reforms;
      iv) Dedicated funding for WMATA and VRE.
   c) Identify transit issues that require policy decisions. Assemble data and perform policy analyses to facilitate those decisions (e.g. fare integration, development of new technology, service expansion, customer safety, system security and the business case for and value of public transit).
   d) Conduct an annual joint NVTC and PRTC legislative and policy briefing.
   e) Develop messaging and a plan to educate the public about the need for Commonwealth transit funding as well as the benefits of public transit throughout the Commonwealth.

Virginia General Assembly Session

1) Prepare and support NVTC legislative and policy efforts before and during the General Assembly.
   a) Reach out to legislators to garner support for NVTC’s legislative agenda and educate them about the benefits of public transportation.
   b) Prepare informative district-specific legislative maps showing transit service and performance for all members of the Northern Virginia delegation.
   c) Conduct NVTC’s February meeting at the General Assembly in Richmond.
   d) Use online legislative monitoring service and share access with member jurisdictions.
   e) Provide legislative alerts to Commissioners and local staff during the session.

Commonwealth Transportation Board

a) Prepare written statements and deliver testimony at the CTB’s semi-annual hearings on transit funding priorities and other hearings as appropriate.

b) Advocate NVTC’s policies, including balanced transportation and stable and reliable funding.
Transit Industry Groups and Trade Associations

1) Participate in analysis and dialogs on local, state and national transit issues with state and national transit industry associations and other bodies, including:
   a) Virginia Transit Association
      i) Contribute to VTA’s state legislative strategy for the transit industry and strengthen VTA’s response to Northern Virginia’s concerns.
      ii) Provide technical and communications support regarding the economic benefits of transit.
      iii) Co-chair VTA events and encourage NVTC board members to serve as VTA officers.
      iv) Serve as VTA’s member of the Transit Service Delivery Advisory Committee (TSDAC), providing technical guidance on performance-based funding for transit capital and operations.
   b) American Public Transportation Association (APTA)
      i) Provide technical assistance and feedback to APTA on federal transit program implementation issues.
      ii) Participate in defining and implementing a federal legislative strategy as part of a broad, nationwide pro-transit coalition.

2) Provide technical assistance and policy analysis support to state and national boards and committees, including, but not limited to:
   a) DRPT’s Transit Service Delivery Advisory Committee (TSDAC)
   b) VTA Executive Committee
   c) The General Assembly’s Joint Committee on Transportation Accountability
   d) APTA Legislative Committee
   e) APTA Policy and Planning Committee
   f) APTA Public Private Partnership Committee
   g) APTA Commuter Rail Committee
   h) Institute for Transportation Engineers
   i) Transit Cooperative Research Program Dissemination and Implementation of Research Findings Project Panel
F.  VIRGINIA RAILWAY EXPRESS

As co-owner of the Virginia Railway Express, provide oversight of the railway to promote safe, reliable and financially sound performance and management.

**Actions:**

**VRE Operations Board Support**

1) Facilitate the annual appointment of NVTC’s principal and alternate members of the VRE Operations Board. (January)

2) Provide staff support, in coordination with jurisdictional staff when necessary, to NVTC-appointed VRE Board members.

3) Provide staff support to the Board Secretary for VRE’s Operations Board to produce meeting minutes.

4) Actively participate on VRE’s Coordination Committee (VCC) and Chief Administrative Officer’s Task Force.

5) Review Operations Board materials for consistency with the Master Agreement and approved budgets. Maintain close communications with PRTC and VRE staff to coordinate the writing and presentation of VRE action items to the two Commissions.

**Budget and Financial Management**

1) Facilitate NVTC’s approval of VRE’s annual operating and capital budgets. Participate and provide technical support at budget review sessions.

2) Apply and receive state and regional assistance on behalf of VRE, including DPRT transit capital and operating funding, Rail Enhancement Funds, and HB2/Smart Scale and NVTA funds.

3) Provide assistance to VRE planning staff on ridership, travel forecasting, federal funding programs, and other technical items.

**Annual Rider Survey**

1) Provide staff and technical support to VRE customer service surveys each spring by assisting with on-board survey distribution.

2) Provide staff and technical support to VRE customer service surveys each fall by conducting address verification using GIS technology.

**Technical and Communications Support**

1) Amplify and actively share VRE public communications through NVTC social media.

2) Serve on technical and policy advisory committees, as requested.
G. WMATA

Exercise leadership through the appointment and support of Virginia Washington Metropolitan Area Transit Authority (WMATA) Board members to promote safe, reliable, and financially sound performance and management of WMATA.

Actions:

**Virginia WMATA Board Member Support**

1) Facilitate the annual appointment of Virginia’s two principal and two alternate members of the WMATA Board of Directors. (January)

2) Provide staff support to WMATA Board members prior to NVTC Commission meetings.

3) Participate in WMATA Board meeting preparation calls and provide input as necessary.

4) Provide recommendations to the Northern Virginia local jurisdictions and the Virginia WMATA Board members, as appropriate.

**Northern Virginia Forum on WMATA Issues**

1) Develop and present white papers and/or issue briefs on key topics of interest to the Commission, including but not limited to Northern Virginia WMATA funding and the economic impact of WMATA in Northern Virginia.

   a) Actively review and participate in the development of regional studies related to WMATA conducted by MWCOG and the Washington Board of Trade.

2) Keep NVTC Commissioners informed of pending WMATA Board decisions of regional significance and provide structured opportunities for the Commission to provide input and develop a Northern Virginia position on these issues.

3) Invite WMATA’s General Manager/CEO to brief the Commission on important issues.

4) Participate on WMATA’s Jurisdictional Coordinating Committee (JCC).


   b) Actively participate in the development of the Capital Funding Agreement.

5) Plan and implement semi-annual public forums that allow Virginia’s WMATA Board members to engage with the public.

**Support to Northern Virginia Jurisdictions**

1) Participate and provide reports on JCC deliberations and WMATA Board actions to Northern Virginia jurisdictions, as requested.

2) Assist Loudoun County as it transitions to full participation in WMATA leading up to the completion of Phase 2 of the Silver Line.

*See other NVTC WMATA-related efforts in Planning and Projects: Data Analysis; SafeTrack Lessons Learned, Emergency Preparedness; Financial Analysis; and Grants Management, Trust Funds, Contracts & Compliance*
H. NVTC INTERNAL OPERATIONS

Strengthen NVTC as an organization through improvements of internal policies to ensure a rewarding and equitable work environment.

Actions:

Human Resources and Administration
1) In coordination with jurisdictional staff, develop the annual NVTC General and Administrative (G&A) budget for consideration by the Commission in the fall.
2) Secure human resources support to enhance and support human resource functions currently provided by NVTC’s financial staff.
3) Continue NVTC Fellows Program to attract talent to supplement NVTC staff on specific projects.
4) Develop and implement a professional development plan for staff, including appropriate training.
5) Develop and implement a staff earning structure and align job descriptions and benefits, such as health and retirement, with NVTC’s jurisdictions.
6) Administer employee benefit programs, including retirement plan, 457 plan, group health insurance, group life insurance, disability insurance, flex benefit plan, bike share, and Zip Car.

Telework and Office Space
1) Encourage staff utilization of transportation demand management techniques, such as the telework program.
2) Review office space needs and identify opportunities to address overcrowding.

Information Technology
1) Investigate partnerships with jurisdictions to utilize technical resources, such as software programs, that may be cost prohibitive for NVTC but essential to improved productivity and the success of its programs and projects.
2) Provide ongoing information technology improvements to ensure a productive and secure working environment for staff.
I. COMMISSION MANAGEMENT

Provide staff support and execute duties to ensure the smooth running of day-to-day operations of the Commission.

Actions:

1) Develop and distribute information and resources necessary for Commissioners to fulfill their responsibilities, including the annual member manual, NVTC website updates, e-newsletters and monthly Executive Director reports.

2) Prepare materials for monthly Commission meetings. Coordinate with external speakers to present to the Commission when appropriate.

3) Schedule, oversee and take and record minutes of Commission meetings, as well as other NVTC events.

4) Provide accurate and timely responses to Commissioners, jurisdictional staff and the public.

5) Support the Executive Committee and the Legislative and Policy Committee, including development of agendas, meeting notes, and handouts.

6) Ensure the issuance of per diem payments for Commissioners.

7) Verify commissioner compliance with state regulations regarding economic and financial disclosure statements.

8) Conduct new Commission member orientations.

9) Maintain archival Commission materials and provide access to archival documentation when requested.

10) Respond to FOIA requests.
ACTION ITEM: Approve NVTC’s FY2019 G&A Budget and Work Plan

The Commission is asked to approve the FY2019 NVTC General and Administrative Budget and NVTC Work Plan. The Commission was briefed on the budget and work plan at its December 7th meeting.

The proposed budget includes resources to accomplish the NVTC Work Plan, including the administration of the I-66 Commuter Choice program. Total expenses are proposed to increase by $162,400, or 6.9 percent over the approved FY2018 budget. Of this increase, $155,500 is for administration of the I-66 Commuter Choice program, leaving a net increase of $6,900, or 0.3 percent over the approved FY2018 budget for the balance of NVTC’s operating program.

The proposed increase in the I-66 Commuter Choice program budget supports the need for consulting services to assist in a FY2019 Call for Projects. Unlike FY2018, VDOT has indicated that it will no longer fund consulting support for the program, necessitating NVTC to directly procure these services. The FY2019 budget proposes use of toll revenue to cover all of this support, as well as cover the anticipated staff time directly related to the project.

Staff levels are held constant at the FY2017 and FY2018 approved budget levels, and include a provision for performance-based increases averaging three percent. A modest increase in Non-Local Travel is proposed within the budget, as staff anticipates increased travel to Richmond during the fiscal year. The large percentage drop in the Computer Operations line reflects the drop off of the one-time expenditure in the FY2018 approved budget for the replacement of NVTC’s financial accounting system. The Contract Services and Support line includes a provision for research and technical support efforts, human resources support, NVTC’s state liaison activities contract, and non-payroll costs for the I-66 Commuter Choice program.

The budget is funded primarily by contributions from the NVTC member jurisdictions (including direct contributions) and an amount taken off the top of state assistance as it becomes available to NVTC. Project chargebacks include revenue for the I-66 Commuter Choice program for anticipated staff time and non-payroll costs. Appropriated surplus
above NVTC’s minimum operating requirement is also included as a source of revenue, which is the result of positive budget variances in prior years.

Detailed footnotes are included to provide additional information about the various lines, how amounts have been budgeted, and the reason for the more significant changes from the prior year.
PROPOSED BUDGET

FISCAL YEAR
2019

(July 1, 2018 – June 30, 2019)

--December 7, 2017 --
## NORTHERN VIRGINIA TRANSPORTATION COMMISSION
### SCHEDULE OF REVENUE
#### Proposed

<table>
<thead>
<tr>
<th></th>
<th>FY 2017 Actual</th>
<th>Approved FY 2018</th>
<th>Proposed FY 2019</th>
<th>FY18 - FY19 Increase (Decrease)</th>
<th>Percent Change</th>
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</thead>
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<tr>
<td>Local Share from State Aid (Note 1)</td>
<td>$1,516,253</td>
<td>$1,618,253</td>
<td>$1,558,153</td>
<td>$(60,100)</td>
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<td>Local Direct Contributions (Note 1)</td>
<td></td>
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<tr>
<td>Alexandria</td>
<td>37,846</td>
<td>38,378</td>
<td>39,689</td>
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<td>Arlington</td>
<td>57,038</td>
<td>55,451</td>
<td>57,815</td>
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<td>City of Fairfax</td>
<td>4,855</td>
<td>4,841</td>
<td>4,660</td>
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<tr>
<td>Fairfax County</td>
<td>170,160</td>
<td>173,721</td>
<td>169,598</td>
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<tr>
<td>Falls Church</td>
<td>2,336</td>
<td>2,270</td>
<td>2,325</td>
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<td>Loudoun</td>
<td>12,012</td>
<td>9,586</td>
<td>10,160</td>
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<tr>
<td>Total Local Direct</td>
<td>284,247</td>
<td>284,247</td>
<td>284,247</td>
<td>-</td>
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<tr>
<td>Total Contributions</td>
<td>1,800,500</td>
<td>1,902,500</td>
<td>1,842,400</td>
<td>$(60,100)</td>
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<td>Interest and Other Revenue</td>
<td>4,369</td>
<td>2,000</td>
<td>5,000</td>
<td>3,000</td>
<td>150.0%</td>
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<td>Project Chargebacks (Note 2):</td>
<td></td>
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<td></td>
<td></td>
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<tr>
<td>I-66 Commuter Choice</td>
<td>-</td>
<td>183,300</td>
<td>338,800</td>
<td>155,500</td>
<td>84.8%</td>
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<tr>
<td>VRE / Other</td>
<td>80,000</td>
<td>80,000</td>
<td>80,000</td>
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<tr>
<td>Project Grant Billings (Note 3)</td>
<td>33,707</td>
<td>40,000</td>
<td>40,000</td>
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<tr>
<td>Appropriated Surplus (Note 4)</td>
<td>14,202</td>
<td>130,000</td>
<td>194,000</td>
<td>64,000</td>
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<tr>
<td>Total Revenue</td>
<td>$1,932,778</td>
<td>$2,337,800</td>
<td>$2,500,200</td>
<td>$162,400</td>
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<td>I-66 Commuter Choice Costs (Note 24)</td>
<td>183,300</td>
<td>338,800</td>
<td>155,500</td>
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<tr>
<td>Operating Program, Excluding I-66</td>
<td>$1,932,778</td>
<td>$2,154,500</td>
<td>$2,161,400</td>
<td>$6,900</td>
<td>0.3%</td>
</tr>
<tr>
<td>---------------------------------</td>
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<td>---------</td>
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<td>Salaries and Wages (Note 5)</td>
<td>$1,117,536</td>
<td>$1,340,500</td>
<td>$1,347,900</td>
<td>$7,400</td>
<td>0.6%</td>
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<td>Fellow Program (Note 5)</td>
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<td>50,000</td>
<td>50,000</td>
<td>-</td>
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<td>Total Personnel Costs</td>
<td>1,165,026</td>
<td>1,390,500</td>
<td>1,397,900</td>
<td>7,400</td>
<td>0.5%</td>
</tr>
</tbody>
</table>

| Benefits                        |         |                         |                         |         |         |            |        |
| Employer's Contributions        |         |                         |                         |         |         |            |        |
| FICA and Medicare (Note 6)      | 78,054  | 93,500                  | 93,200                  | (300)   | -0.3%   |            |        |
| Group Health Insurance (Note 7)| 80,119  | 130,700                 | 134,700                 | 4,000   | 3.1%    |            |        |
| Retirement (Note 8)             | 110,452 | 123,500                 | 126,900                 | 3,400   | 2.8%    |            |        |
| Workers & Unemployment Comp.    | 2,055   | 4,900                   | 4,700                   | (200)   | -4.1%   |            |        |
| Life Insurance                  | 3,851   | 5,100                   | 5,400                   | 300     | 5.9%    |            |        |
| Long Term Disability Insurance  | 5,425   | 6,500                   | 6,700                   | 200     | 3.1%    |            |        |
| Total Benefit Costs             | 279,956 | 364,200                 | 371,600                 | 7,400   | 2.0%    |            |        |

| Administrative Costs            |         |                         |                         |         |         |            |        |
| Commissioners Per Diem (Note 9) | 13,750  | 12,800                  | 13,700                  | 900     | 7.0%    |            |        |
| Office Rent (Note 10)           | 229,873 | 246,000                 | 253,000                 | 7,000   | 2.8%    |            |        |
| Parking / Metrochek             | 14,043  | 16,300                  | 16,700                  | 400     | 2.5%    |            |        |
| Group Health Insurance (Note 7)| 8,682   | 8,600                   | 7,000                   | 200     | 2.9%    |            |        |
| Public Official Bonds           | 2,200   | 2,000                   | 2,200                   | 200     | 10.0%   |            |        |
| Liability and Property (Note 11)| 4,482  | 4,800                   | 4,800                   | -       | 0.0%    |            |        |
| Travel, Training and Development| 28,366 | 30,300                  | 32,200                  | 1,900   | 6.3%    |            |        |
| Conferences / Prof. Devel (Note 12)| 14,931 | 17,000                  | 17,000                  | -       | 0.0%    |            |        |
| Non-Local Travel                | 3,030   | 2,500                   | 4,000                   | 1,500   | 60.0%   |            |        |
| Local Travel, Meetings (Note 13)| 10,405 | 10,800                  | 11,200                  | 400     | 3.7%    |            |        |
| Postage (Note 14)               | 1,183   | 1,700                   | 1,500                   | (200)   | -11.8%  |            |        |
| Telephone and Data (Note 15)    | 9,279   | 11,300                  | 11,100                  | (200)   | -1.8%   |            |        |
| Office Supplies (Note 16)       | 1,692   | 2,700                   | 2,700                   | -       | 0.0%    |            |        |
| Duplication and Printing (Note 17)| 8,891  | 9,300                   | 9,300                   | -       | 0.0%    |            |        |
| Public Information              | 747     | 500                     | 500                     | -       | 0.0%    |            |        |
| Furn. and Equip. (Capital) (Note 18)| 6,158  | 11,000                  | 11,000                  | -       | 0.0%    |            |        |
| Repairs and Maintenance         | 66      | 1,000                   | 1,000                   | -       | 0.0%    |            |        |
| Computer Operations (Note 19)   | 7,423   | 33,500                  | 14,200                  | (19,300)| -57.6%  |            |        |
| Memberships                     | 1,187   | 1,400                   | 1,400                   | -       | 0.0%    |            |        |
| Fees and Miscellaneous          | 5,782   | 5,600                   | 5,800                   | 200     | 3.6%    |            |        |
| Advertising (Note 20)           | 250     | 1,600                   | 1,500                   | (100)   | -6.3%   |            |        |
| Total Administrative Costs      | 321,129 | 375,500                 | 365,900                 | (9,600) | -2.6%   |            |        |

| Contracting Services and Other  |         |                         |                         |         |         |            |        |
| Auditing (Note 21)              | 30,025  | 22,600                  | 31,200                  | 8,600   | 38.1%   |            |        |
| Contract Services & Support (Note 22)| 49,577 | 50,000                  | 198,600                | 148,600 | 297.2%  |            |        |
| I-66 Commuter Choice            | 52,065  | 100,000                 | 100,000                 | -       | 0.0%    |            |        |
| Legal (Note 23)                 | 35,000  | 35,000                  | 35,000                  | -       | 0.0%    |            |        |
| Total Contract Services         | 166,667 | 207,600                 | 364,800                 | 157,200 | 75.7%   |            |        |

| Total Operating Program         | $1,932,778 | $2,337,800            | $2,500,200            | $162,400 | 6.9%   |            |        |

| I-66 Commuter Choice Costs (Note 24)| 183,300 | 338,800 | 155,500 | 84.8% |
| Operating Program, Excluding I-66 | $1,932,778 | $2,154,500 | $2,161,400 | $6,900 | 0.3% |
1. **Revenue: Jurisdictional Contributions**

   **Revenue from Local Direct Contributions**

   Each NVTC jurisdiction is assigned a share of the local portion of NVTC’s administrative budget based on its share of revenue received by NVTC on behalf of jurisdictions from all sources in the previous year. This procedure is required by state statute and results in changes in contributions from one year to another that vary for each jurisdiction depending on relative shares of revenue received. The allocation in this FY 19 budget is based on the FY 17 revenue and Subsidy Allocation Model (SAM) formula.

   **Revenue from State Assistance**

   NVTC receives state operating and capital assistance for its WMATA compact members’ annual commitments to WMATA and those jurisdictions’ local transit systems. NVTC allocates this revenue among the jurisdictions based on NVTC’s SAM and holds the funds in trust for the jurisdictions’ transit use. Before the funding is allocated, NVTC’s SAM resolution states that amounts are to be applied to WMATA debt service, certain NVTC projects, and a portion of the general and administrative budget of NVTC. The amount used for NVTC’s general and administrative expenses is determined each year by NVTC’s approved budget.

2. **Revenue: Project Chargebacks**

   This category consists primarily of charges for NVTC staff support for VRE and reimbursed from VRE’s budget, and reimbursable expenses related to the administration of the I-66 Commuter Choice Project.

3. **Revenue: Project Grant Billings**

   The FY 19 budget assumes a grant from DRPT’s Intern Program that provides funding at 80 percent of payroll and related costs of NVTC’s Transit Fellows program.

4. **Revenue: Appropriated Surplus**

   Included as a source of revenue in the FY 19 budget is a projected excess accumulated surplus that is available to offset the proposed operating budget expenses, which is the result of prior year favorable budget variances. This available surplus is in excess of the Commission’s anticipated minimum operating requirements.

5. **Personnel Costs**

   **Salaries and Wages**

   The FY 19 budget includes a $7,400, or 0.6% increase in compensation from the FY 18 approved budget. The budget holds staff levels constant with the FY 17 and FY 18 approved budgets, however two positions were reclassified. The budget assumes 3% average performance-based pay increases.

   **Fellows Program**

   The proposed budget will continue the NVTC Fellows Program, which began in FY 15, by building NVTC’s technical capacity and to strengthen its ties with members of the research network. As in other years, NVTC anticipates applying for a DRPT Intern Program grant for FY 19, which covers 80% of the costs of the Fellows Program.
The Fellows Program provides a cost efficient and flexible way to employ new graduates and mid-career professional to complete specific short-term projects over a one- to six-month period. While the primary purpose is to provide high-priority technical expertise for specific projects and products, it has also served as a valuable recruitment tool and created opportunities to connect with university programs within Virginia and nationally.

6. **FICA and Medicare**

   NVTC’s budgeted share of FICA and Medicare taxes is a function of budgeted payroll and the current tax rates.

7. **Group Health Insurance**

   A provision for health insurance coverage is included for all NVTC staff positions, with the exception of the Executive Director position, regardless of whether or not the current employees in those positions participate in NVTC’s health insurance plan. Unless all eligible employees participate in NVTC’s health insurance program, actual expenditures will be less than budgeted. The budgeted amount is based on actual rates with a provision for increasing premiums.

8. **Retirement**

   The budgeted amount of employer pension contributions for the NVTC Target Benefit Pension Plan is based on actuarial formulas using budgeted staff and salary levels for FY19. Because the formulas take into account factors in addition to payroll costs, such as years to retirement and investment return, changes in budgeted contributions do not necessarily change directly with budgeted payroll.

9. **Commissioners’ Per Diem**

   The FY 19 budget is based upon the FY 17 actual expenditures, recognizing per diem payments to the Commonwealth’s representative to NVTC which became effective July 1, 2016, additional Loudoun representation, and an increase in meetings with Commissioner representation. Commissioners, other than senators and delegates, are paid at the statutory rate of $50.

10. **Office Rent**

    The administrative office lease was renewed during FY 11 for the period January 2011 through May 2021. Rent expense included in the FY 19 budget is based upon the fixed costs of the lease, with a provision for increases in pass-through expenses, real estate taxes, and a provision for increased office space. Off-site file storage is also included in this line.

11. **Insurance: Liability and Property**

    The FY 19 budget is based on the most recent premium year with a provision for increasing costs.

12. **Conference / Professional Development**

    Included in this line for FY 19 are the estimated registration, travel and lodging costs for conferences, professional development, in-house training, and accreditation. The budget assumes NVTC staff will participate in the Governor's Transportation Conference and the Virginia Transit Association Conference, and represent the region in conferences hosted by a variety of organizations. With the initiation of the I-66 Commuter Choice Program, our engagement in WMATA reform and funding discussions, and our participation in state-level funding discussion, NVTC staff have been asked to speak at several conference and events outside the Washington, DC region. Wherever possible, NVTC
will continue to minimize travel expenditures through locally-sponsored events and maximize opportunities to speak at events where the registration fee is waived for speakers.

13. **Local Travel, NVTC and Other Meetings**

   This line includes the costs of NVTC Commission meetings, hosting regional meetings and events, and the costs of NVTC staff traveling to meetings elsewhere in the region. The cost for membership in Zip Car and Capital Bikeshare is included in this line.

14. **Postage**

   This item is based on an average of prior years’ actual costs.

15. **Telephone and Data**

   This line includes the fixed contracted cost for phone and data service at NVTC’s office, and mobile and data service for staff.

16. **Office Supplies**

   The FY 19 budget for this item is based on the average of prior years’ actual costs.

17. **Duplication and Printing**

   During FY 16, NVTC negotiated a five-year copier lease and service contract. The FY19 budget is based on these agreements and projected usage levels. The cost of paper and staples, which are not included in the contract, have been budgeted based upon prior year costs.

18. **Furniture and Equipment**

   This budget category provides for the replacement and acquisition of office furniture and equipment, including computer hardware.

19. **Computer Operating Expense**

   Computer operating expenses include outside network consulting and services, software licensing fees, software upgrades and supplies, web hosting fees, hosted email, and a provision for disaster recovery efforts. The FY 19 budget is based on an average of prior year actual costs, with a small provision for disaster recovery costs.

20. **Advertising (Personnel/Procurement)**

   The FY 19 budget includes a provision for personnel and procurement advertising. An average of prior year costs was used to develop the budgeted amount as this category fluctuates from year to year based on needs.

21. **Auditing**

   NVTC entered into a three-year contract for auditing services beginning with the audit of FY 15, with two, two-year options. The FY19 budget is based on the costs included in this contract, and includes the bi-annual pension plan audit.
22. **Contract Services and Support**

**I-66 Commuter Choice**

As part of a 40-year agreement with the Commonwealth of Virginia, NVTC has been assigned the authority to administer a program of projects to be funded using revenue generated by the tolling of I-66 Inside the Beltway. In FY 17, NVTC launched the initial year of the I-66 Commuter Choice Program. The consulting firm, Kimley-Horn, provided program support to NVTC for this effort through a Virginia Department of Transportation (VDOT) contract vehicle, fully funded by VDOT. VDOT continued that commitment through the FY2018 I-66 Commuter Choice call for projects.

NVTC anticipates issuing a Call for Projects during FY19, where a similar level of effort as the FY18 Call for Projects is anticipated. Unlike FY18, VDOT has indicated that it will no longer fund consulting support for these purposes. As such, NVTC intends to use toll revenues to select consulting support through a competitive process.

**Other**

The FY 19 budget includes a provision for research and technical support efforts, specialized analysis, related publications, and a provision for contracted human resource support. NVTC’s state liaison activities contract is also funded in this line item. Whenever possible, NVTC intends to leverage other funding sources and utilize contracts of other agencies in an effort to reduce costs.

23. **Legal**

In FY 15, the Commission appointed Arlington County’s Counsel as Counsel to NVTC. Appointed Counsel has provided essential services in matters internal to the commission and in relation to the Commission’s roles and responsibilities with regard to WMATA. In addition, Counsel has provided advice, drafting, and training with respect to compliance with Virginia FOIA and Open Meetings Act requirements, as well as review of contracts, agreements and board resolutions. NVTC’s Counsel also serves as counsel for VRE.

24. **I-66 Commuter Choice Costs**

As explained in Note 22, the General and Administrative budget includes costs for the I-66 Commuter Choice Program, which are expected to be funded through toll revenues received by NVTC. A summary of these costs is presented below:

<table>
<thead>
<tr>
<th></th>
<th>Approved FY 2018</th>
<th>Proposed FY 2019</th>
<th>FY18-FY19 Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>Direct Payroll</td>
<td>$101,000</td>
<td>$106,100</td>
<td>$5,100</td>
</tr>
<tr>
<td>Other Direct Payroll Costs</td>
<td>32,300</td>
<td>34,100</td>
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</tr>
<tr>
<td>Contract Services</td>
<td>50,000</td>
<td>198,600</td>
<td>148,600</td>
</tr>
<tr>
<td><strong>Total I-66 Commuter Choice Direct Costs</strong></td>
<td><strong>$183,300</strong></td>
<td><strong>$338,800</strong></td>
<td><strong>$155,500</strong></td>
</tr>
</tbody>
</table>

6
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TO:       Chairman McKay and NVTC Commissioners
FROM:    Kate Mattice
DATE:    December 21, 2017
SUBJECT:  I-66 Commuter Choice Program

Deputy Secretary of Transportation Nick Donohue will discuss the status of I-66 Inside the Beltway tolling operations and to present proposed amendments to the Memorandum of Agreement pertaining to the I-66 Commuter Choice program for Commission action. Staff will also give an update of the FY2018 I-66 Commuter Choice Program.

A. Discussion of the Status of Tolling Operations

In response to the request made by the Commission at its December 7, 2017 meeting, Deputy Secretary of Transportation Nick Donohue will present data on rates and performance of the tolling operations on I-66 Inside the Beltway. This request was made by the Commission through approval of a substitute motion to a resolution proposed by Loudoun County Supervisor Ron Meyer whereby the Commission agreed to defer action on the resolution pending additional information from the Commonwealth.

B. ACTION ITEM: Resolution #2352: Authorize the Executive Director to Sign an Amended Memorandum of Agreement for the Transform66: Inside the Beltway Project

The Commission will be asked to approved Resolution #2352 to authorize the Executive Director to sign an Amended Memorandum of Agreement (MOA) between NVTC and the Commonwealth for the Transform66 Multimodal Project. This MOA governs the use of toll revenues from I-66 Inside the Beltway and provides the formal structure for NVTC’s I-66 Commuter Choice program. (The current MOA for the Transform66 Multimodal Project can be found on NVTC’s I-66 Commuter Choice website.)

The Commonwealth propose to amend the MOA in two ways:

1. Make permissible the use of I-66 Inside the Beltway toll revenues for debt service or other payments towards construction of a new passenger/commuter rail bridge in proximity to the Long Bridge and/or modifications to the Rosslyn Metrorail station to facilitate Metrorail passenger movement;

2. Eliminate any restrictions in the MOA related to using funding for operating costs, allowing that policy decision to be determined by the Commission.
This proposed amendment was presented to the Commonwealth Transportation Board for consideration at its December 5th workshop and will be presented for approval at its January 10th meeting.

**Background**

In January 2017, the Commonwealth Transportation Board (CTB), the Virginia Department of Transportation (VDOT), and the Northern Virginia Transportation Commission (NVTC) signed a 40-year Amended Memorandum of Agreement (MOA) for the Transform 66: Inside the Beltway Project allowing NVTC to use toll revenues from I-66 Inside the Beltway to fund multimodal projects. NVTC’s program governed by the MOA, the I-66 Commuter Choice Program, is designed to invest in multimodal projects that will benefit toll payers by easing travel through the congested I-66 Inside the Beltway corridor. In spring 2017, NVTC awarded the first set of multimodal projects.

**Amendments to the Memorandum of Agreement**

In its proposal to amend the January 2017 MOA, the Commonwealth is seeking to make explicitly permissible for the Commonwealth to use I-66 Inside the Beltway toll revenues to modify the Rosslyn Metrorail station and/or construct a new passenger and commuter rail bridge in proximity to the Long Bridge. These projects would be separate and apart from NVTC’s I-66 Commuter Choice program.

Currently, these two projects would likely be permissible uses for the I-66 Inside the Beltway toll revenues, as they can both demonstrate a benefit to toll payers. By including them in the “waterfall” allocation of toll revenues (MOA Section II.A.4), however, the MOA would specifically make these projects separate from NVTC’s I-66 Commuter Choice program selection projects and administered by the Commonwealth, while also providing a guarantee of revenues that would be viewed favorably by the financial markets.

The proposed amendment would not eliminate the I-66 Commuter Choice program. The Commonwealth proposed to continue a guarantee a minimum level of toll revenues to NVTC for its I-66 Commuter Choice program in the amount of $10 million per year (increased by 2.5 percent annually) if the Commonwealth does pursue one or both projects. If the Commonwealth does not pursue either or both projects, NVTC would be entitled to all remaining revenues after the cost of tolling operations and maintenance and reimbursement of the Toll Facilities Revolving Fund. In addition, NVTC could determine by policy any limitations of the use of these funds for operating transit.

In its proposal, the Commonwealth is seeking to amend the current “waterfall” allocation of toll revenues as follows:

- a) Reasonable costs and expenses of tolling operation and tolling maintenance, including reasonable reserves for major maintenance of tolling operations of the I-66 inside the Beltway facility (matches current MOA)
- b) The NVTC I-66 Commuter Choice payment ($10 million/year increased by 2.5 percent annually) for projects selected by NVTC and approved by the CTB under the terms of this MOA, and any implementation costs related to projects as well as operating costs related to projects (eliminates operating limits from current MOA)
c) Costs, including debt service, for construction of a future passenger/commuter rail bridge across the Potomac River and/or a new Metrorail platform or station in Arlington near or around Rosslyn Metrorail station (new)

d) Any debt service to NVTC if NVTC has pursued debt financing for one or more I-66 Commuter Choice projects (matches current MOA)

e) Repayments to the Toll Facilities Revolving Account used to cover the advanced NVTC funding for the initial round of projects (matches current MOA)

f) All remaining funds be provided to NVTC for use in the I-66 Commuter Choice program (new)

Finally, the Commonwealth is proposing to include a provision that makes permissible the use of a public-private partnership for one or both projects.

C. FY2018 I-66 Commuter Choice Program Update

Patricia Happ, NVTC’s I-66 Commuter Choice Program Manager, will provide the Commission with the status of applications received under the FY 2018 I-66 Commuter Choice Program Call for Projects. Commissioners will be provided with a summary of submitted projects, applicants, and total funding requested.

Applications are due no later than 5:00 P.M. December 22, 2017. At this time, NVTC anticipates between 15 and 18 applications from at least nine applicants.

After the application period closes, staff will immediately begin evaluating submissions for eligibility. At the February Commission meeting, staff will present a list of eligible project applications. Project applications will then be scored, and staff will work with the Working Group to build a program of projects. Staff are also currently studying several policy issues. Both the project scores and the policy decisions will be presented to the Commission at the March meeting. Additionally, the program selection process includes a public comment period and two public hearings in the March-April timeframe. One of the public hearings will be held at the April Commission meeting. At the May Commission meeting, staff will bring the proposed FY2018 Program of Projects for Commission approval and advancement to the CTB in June.

Background

Pursuant to Section II.B.2(a) of the MOA, NVTC issued the FY2018 Call for Projects to be funded under the I-66 Commuter Choice Program requiring applications for projects be submitted no later than 5:00 P.M., December 22, 2017.

The FY2018 I-66 Commuter Choice Program follows the selection process prescribed in the MOA, whereby eligible projects are evaluated, prioritized, selected and then submitted by NVTC to the CTB for approval. It is anticipated that NVTC will receive an estimate of available revenues from VDOT in January 2017 from which the FY2018 program will be funded.
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RESOLUTION #2352

SUBJECT: Authorize the Executive Director to Execute the Amended Memorandum of Agreement for the Transform66: Inside the Beltway Project

WHEREAS: The Transform66: Inside the Beltway Project consists of dynamic tolling, conversion from HOV-2 to HOV-3, transit service, technology upgrades and infrastructure improvements to increase the number of people traveling in the corridor; and an evaluation of project effectiveness on I-66 and its related arterials;

WHEREAS: Secretary of Transportation Aubrey Layne designated NVTC as the regional authority to identify and facilitate the delivery of the multimodal components of this project to maximize the transportation benefits of this project, as measured by the number of persons that are able to travel through the corridor;

WHEREAS: In January 2016, NVTC and the Commonwealth of Virginia entered into a Memorandum of Agreement (MOA) allowing NVTC to administer toll revenues from I-66 Inside the Beltway to fund multimodal components that support the toll payers of this facility;

WHEREAS: In January 2017, NVTC and the Commonwealth of Virginia amended the MOA to remove references to the use of tolls for widening the facility; modify language to enhance the credit-worthiness of the toll revenues; clarify the use of funds for transit operations; and address technical corrections identified by the Commonwealth, NVTC staff and NVTC jurisdictions;

WHEREAS: Increasing passenger throughput along the Blue, Orange and Silver Metrorail lines at the Rosslyn Metrorail station and on the railroad bridge between Arlington, Virginia and the District of Columbia will benefit the toll payers on I-66 Inside the Beltway;

WHEREAS: The Commonwealth may pursue a public-private partnership to finance capital improvements to Rosslyn Metrorail Station and/or the Long Bridge;

WHEREAS: NVTC and the Commonwealth recognize that transit operations along I-66 can provide the most beneficial option for moving more people through the corridor;

WHEREAS: NVTC and the Commonwealth recognize that NVTC is in the best position to make regional determination on any policies related to the use of funds for operating; and
WHEREAS: NVTC and the Commonwealth proposes to amend the MOA as follows:

1. Make permissible the use of I-66 Inside the Beltway toll revenues for debt service or other payments towards construction of a new passenger/commuter rail bridge in proximity to the Long Bridge and/or modifications to the Rosslyn Metrorail station to facilitate Metrorail passenger movement; and

2. Eliminate any restrictions in the MOA related to using funding for operating costs, allowing that policy decision to be determined by the Commission.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission authorize the Executive Director to execute the attached amended Memorandum of Agreement Transform66: Inside the Beltway Project.

Approved this 4th day of January 2018.

____________________
Chairman

____________________
Secretary-Treasurer
AMENDED AND RESTATED
MEMORANDUM OF AGREEMENT
TRANSFORM66: INSIDE THE BELTWAY PROJECT

This Amended and Restated Memorandum of Agreement (“MOA”) is entered into on ________, 2016, between the Commonwealth Transportation Board (“CTB”), and the Virginia Department of Transportation (“VDOT”), both acting by and through the Commissioner of Highways, and the Northern Virginia Transportation Commission (“NVTC”) (collectively, the “Parties”).

RECITALS

WHEREAS, the CTB, VDOT, and the Virginia Department of Rail and Public Transportation (“DRPT”) have embarked upon a multimodal transportation program, Transform66, which seeks to fund and implement solutions to move more people in the Interstate 66 (“I-66”) corridor between Haymarket, Virginia and Route 29 in the Rosslyn area of Arlington County, Virginia; and

WHEREAS, the Transform66 program is composed of two distinct projects: (1) the Transform66: Inside the Beltway Project, which involves multimodal transportation improvements in the I-66 corridor beginning at the intersection of I-66 and I-495 (the “Beltway”) and ending at U.S. Route 29 in the Rosslyn area of Arlington County, Virginia (the “Transform66: Inside the Beltway Project” or the “Project”), and (2) the Transform66: Outside the Beltway Project, which involves multimodal transportation improvements in the I-66 corridor beginning at Haymarket, Virginia, and ending at the Beltway; and

WHEREAS, the goals of the Transform66: Inside the Beltway Project are to (1) move more people; (2) enhance transportation connectivity; (3) improve transit service; (4) reduce roadway congestion; and (5) increase travel options (collectively, the “Improvement Goals”), all of which will benefit the users of the portion of I-66 beginning at the Beltway and ending at U.S. Route 29 in the Rosslyn area of Arlington County, Virginia (the “Facility”); and

WHEREAS, the Project will facilitate implementation of recommendations from VDOT’s June 2012 Final Report of the I-66 Multimodal Study Inside the Beltway, and the further refinements found in the August 2013 Supplemental Report, as well as recommendations from DRPT’s 2009 Transportation Demand Management/Transit Report (collectively, the...
"Commonwealth Reports"), and projects in the region’s constrained long range plan, as such plan may be updated from time to time, including but not limited to multimodal transportation improvements to the roadways and associated transportation and transit facilities in the vicinity of the Facility (“Components”) as described in the aforesaid VDOT and DRPT reports and depicted in the diagram attached hereto and incorporated herein as Exhibit 1 (such area together with the Facility, the “Corridor”); and

WHEREAS, the Transform66: Inside the Beltway Project is intended to achieve the Improvement Goals by (1) converting the existing Facility to a tolled facility with dynamic tolling during the peak periods; (2) allowing mass transit and commuter buses to ride free at all times; (3) permitting HOV-2 vehicles to ride free at all times until the later of 2020 or until any increase to HOV-3 occupancy requirements for HOV lanes of I-66 outside the Beltway; (4) thereafter permitting HOV-3 vehicles to ride free at all times; (5) improving transit services; and (6) improving the Facility, including widening of I-66 eastbound from two lanes to three lanes between Exit 67 at the Dulles Connector Road (“Exit 67”) and Exit 71, the Fairfax Drive/Glebe Road exit (“Exit 71”), all subject to the conditions provided herein; and

WHEREAS, the multimodal transportation Components in the Transform66: Inside the Beltway Project must meet the criteria enunciated in this MOA; and

WHEREAS, VDOT, on behalf of the CTB, will control and manage tolling on the Facility, with the toll revenues being utilized and distributed according to this MOA, to support the tolling operations and tolling maintenance of the Facility, and to fund Components selected by NVTC and approved by the CTB for the Project, designed specifically to attain the Improvement Goals; and

WHEREAS, the Parties have agreed that, in addition to Components selected by NVTC and approved by the CTB, toll revenues may be used, as hereafter provided, to fund one or both of the following two projects, including through issuance of debt and a public private partnership: (1) a new bridge structure that crosses the Potomac River between Arlington County and the District of Columbia in the vicinity of the 14ᵗʰ Street Bridge complex and the Metro Fenwick Bridge to expand the capacity for commuter and intercity passenger rail service as now defined by 49 U.S.C. §§ 24102(3) and (4) and which may include, in addition to the river crossing, reasonably related new track approaches to the new bridge, as well as upgrading the existing tracks on the Virginia and the District of Columbia sides of the new bridge (the “Potomac River Passenger Rail
WHEREAS, the Projects achieve the Improvement Goals, and benefit the users of the Facility, and satisfy the criteria enunciated in this MOA; and

WHEREAS, the CTB intends to finance the widening of the Facility eastbound between Exits 67 and 71 from funds of the Commonwealth other than toll revenues of the Facility; and

WHEREAS, the CTB desires to delegate to NVTC the authority to select and administer the implementation of Components designed specifically to attain the Improvement Goals to be financed in whole or in part from the portion of the toll revenues of the Facility transferred to NVTC as provided in this MOA;

WHEREAS, such delegation to NVTC shall not constitute approval by NVTC of the Commonwealth’s actions to impose tolling along the Facility; and,

WHEREAS, the Parties initially memorialized their agreement regarding the allocation and expenditure of certain toll revenue arising from travel on the Facility, the criteria for use of toll revenue to implement Components and the relationship between the Parties in a Memorandum of Agreement dated January 5, 2016, and now wish to amend and restate that agreement thereafter entered into an Amended and Restated Memorandum of Agreement dated January 5, 2017, to reflect the time frame in which the eastbound widening of the Facility will occur and the funding to be used therefor, as well as other amendments related to use of toll revenue, duration of tolling and debt financing by NVTC to fund Components, and now wish to further amend and restate that agreement to include provisions for the potential use of toll revenues to fund one or both of the Projects.

NOW THEREFORE, in consideration of the foregoing recitals, the mutual covenants and agreements contained herein, and the mutual benefit to the Parties of attaining the Improvement Goals, the sufficiency of which is hereby acknowledged, the Parties agree as follows:

I. Nature of the Parties’ Interest under This MOA
This MOA provides for the transfer to and use by NVTC of specified funds collected from the CTB’s tolling of the Facility, as allowed by law and according to the terms of this MOA, for the selection and administration of Components to attain the Improvement Goals. This MOA is specifically subject to, and is governed by applicable state and federal laws concerning the allowable use of tolls, including but not limited to § 33.2-309 of the Code of Virginia (1950), as amended (“Virginia Code”), 23 U.S.C. §§ 129 and 166 and the terms of any agreement by and between the Federal Highway Administration (“FHWA”) and VDOT that may be required in order to toll the Facility.

This MOA does not grant NVTC any authority over I-66, the tolling of I-66, or any other roadways in the I-66 corridor. It also does not address toll revenues that may be derived from the tolling of I-66 outside the Beltway. It also does not obligate VDOT or the CTB to provide any specified amount of revenues beyond the toll revenues generated from the Facility, and allocated by the CTB in compliance with Virginia Code § 33.2-309 as provided in this MOA, all subject to appropriation by the General Assembly.

II. Basic Agreement; Roles and Responsibilities

A. VDOT and the CTB shall have the following roles and responsibilities:

1. Design and Construction of Dynamic Tolling Operation on I-66 Inside the Beltway. VDOT shall be responsible for the design and construction of all improvements and facilities to convert the existing Facility to a dynamic tolled operation (the "Conversion"). Funding to accomplish this Conversion will be advanced from the Toll Facilities Revolving Account pursuant to Virginia Code § 33.2-1529 and repaid out of toll revenues collected from the Facility.

2. Toll Collection and Establishment. Subject to the necessary approvals of the CTB and FHWA, and in accordance with law, VDOT and the CTB, as applicable, shall establish, charge, modify and collect tolls throughout the term of this MOA for vehicles using the Facility during peak hours in the peak direction, which shall include dynamic pricing to ensure travel speeds in accordance with 23 U.S.C. § 166. The CTB reserves the right to make any changes to the tolling of the Facility that increase the hours or directions of tolling and any toll revenue generated from any change shall be governed by this MOA.
3. **HOV Requirements.** In accordance with the long range plan adopted by the National Capital Region Transportation Planning Board, VDOT and the CTB shall take the required actions necessary to change the Project HOV-2 designation to HOV-3 by the later of January 2, 2020, or upon any increase to HOV-3 occupancy requirements for HOV lanes of I-66 outside the Beltway.

4. **Use of Toll Revenues.** VDOT shall include in the annual budget presented to the CTB for approval in June of each year, an estimate of the toll revenues anticipated to be collected in the upcoming year and the proposed allocation of all such toll revenues, including to pay any Debt Service (as defined below) in the upcoming year. Allocation of these toll revenues shall be provided as follows with the intent that after the allocations provided for in (a), (b), (c), and (d), (e), and (f) all remaining toll revenues shall be made available for Components selected by NVTC in accordance with (eg):

(a) reasonable costs and expenses of tolling operation and tolling maintenance, including reasonable reserves for major maintenance of tolling operations of the Facility;

(b) the NVTC Payment as defined below for Components selected by NVTC and approved by the CTB under the terms of this MOA, and any implementation costs related to Components as well as operating costs related to Components;

(c) any debt service or payments to private parties for one or both of the Projects;

(d) Debt Service on NVTC Debt (as defined below) incurred to finance Components selected by NVTC and approved by the CTB under the terms of this MOA; provided that the annual amount of the Debt Service payments does not exceed 60 percent of toll revenues remaining after the allocations described above in II.A.4(a), (b), and (c); provided further that no NVTC Debt may be incurred unless the toll revenues remaining after the allocation described above in II.A.4(a), (b), and (c) in the fiscal year prior to the fiscal year the NVTC Debt will be incurred must be at least two times the
maximum annual scheduled Debt Service on all outstanding NVTC Debt and the proposed NVTC Debt in the then-current or any future fiscal year; (e) repayments to the Toll Facilities Revolving Account (i) for any allocation advanced from the Toll Facilities Revolving Account for the Conversion and (ii) the initial allocation to NVTC of $10 million for the Project described in II.C., with a repayment schedule for the Conversion allocation and the initial allocation to NVTC (x) of not less than 25 years from the first date of disbursement, (y) reflecting a 0% interest rate, and (z) annually committing not more than six percent of anticipated toll revenues to such repayment; provided, however, if toll revenues remaining after the allocation described above in II.A.4(a), (b), and (c) is below two times the amount budgeted for allocation described below in II.A.4(ed), then the repayment to the Toll Facilities Revolving Account shall not exceed an amount that would result in the toll revenues remaining after the allocations described in II.A.4(a) and II.A.4(b), and (c) of less than one and a half times the amount budgeted for allocation in II.A.4(ed); (c) Debt Service on NVTC Debt (as defined below) incurred to finance Components selected by NVTC and approved by the CTB under the terms of this MOA; provided that the annual amount of the Debt Service payments does not exceed 60 percent of toll revenues remaining after the allocations described above in II.A.4(a) and (b); provided further that no NVTC Debt may be incurred unless the toll revenues remaining after the allocation described above in II.A.4(a) in the fiscal year prior to the fiscal year the NVTC Debt will be incurred must be at least two times the maximum annual scheduled Debt Service on all outstanding NVTC Debt and the proposed NVTC Debt in the then-current or any future fiscal year; (df) repayment to the Toll Facilities Revolving Account not paid in any prior and current year in accordance with II.A.4(be) as a result of not meeting the coverage requirements specified in II.A.4(be); (eg) for Components selected by NVTC and approved by the CTB under the terms of this MOA, and any implementation costs related to
Components as well as operating costs related to Components, provided that in any fiscal year not more than 50 percent of the average amount of toll revenues remaining after the allocation described above in II.A.4(a), (b), (c) and (d) over the preceding five (5) fiscal year period may be used for Component operating costs, however. Operating costs may not be provided for any Component for more than eight (8) years subject to the following maximum amounts: (i) up to 100% for the first five (5) years; (ii) up to 75% for year six (6); (iii) up to 50% for year seven (7); and (iv) up to 25% for year eight (8).

"NVTC Debt" means (i) any bonds, promissory notes, loan, financing or credit agreements under which NVTC is obligated to repay money borrowed to finance a Component, (ii) all installment sales, conditional sales and capital lease obligations incurred or assumed by NVTC to finance a Component. The term "incurred" as used in the MOA with respect to NVTC Debt shall also mean issued or assumed. "Debt Service" means for a fiscal year or other measurement period the aggregate of the payments to be made in respect of the principal of and interest on NVTC Debt and the associated financing or trustee's fees or charges and required deposits to any reserve funds.

“NVTC Payment” means an annual payment calculated as follows: $10 million increased by 2.5% each year starting in fiscal year 2019 as set forth in the attached Exhibit A2.

5. Approval of Components of the Project. Provided NVTC complies with the criteria established herein for selection of Components, and subject to II.A.4. above, the CTB shall consider, approve, and allocate toll revenue funding for such Components.

6. Suspension of Tolling. VDOT shall, in its sole discretion, and in accordance with Virginia Code § 33.2-613(B) as amended, have the right to order immediate suspension of Facility tolling in the event I-66 is required for use as an emergency mass evacuation route. VDOT shall lift any such emergency toll suspension as soon as the need for emergency mass evacuation ceases. Neither the Commonwealth of Virginia, the CTB, nor VDOT shall have any liability to NVTC
for any loss of toll revenues or any increase in costs and expenses attributable to
any such toll suspension to facilitate emergency mass evacuation.
If I-66 is designated for immediate use as any alternate route for diversion of traffic
from another highway or is temporarily closed to all lanes in one or both directions
due to a significant incident or emergency, VDOT shall have the right to order the
immediate suspension of tolling in the direction(s) of any diversion. Neither the
Commonwealth of Virginia, the CTB, nor VDOT shall have any liability to NVTC
for the loss of any toll revenues or any increase in costs and expenses attributable
to the hours the toll suspension is in effect.

7. Duration of Tolling: Nothing in this MOA shall obligate or be construed as
obligating VDOT to continue or cease tolls after the end of this MOA’s term except
as provided in III and IV.

8. Operation and Maintenance of I-66. Except as set forth in II.A.4(a), VDOT
shall throughout the term of this MOA, maintain and operate, or cause others to
maintain and operate the Facility from Highway Maintenance and Operating Fund
revenues.

9. Annual Budget Process. In preparation for the CTB’s annual budget process,
VDOT shall estimate toll revenues and anticipated allocation of the estimated toll revenues for the upcoming six-year period presented in the Six Year Financial Plan and Six Year Improvement Program and provide said estimates to NVTC not later than January 30th of each year.
The CTB agrees to do the following:

(a) Each year and in accordance with the schedule of the Department of
Planning and Budget of the Commonwealth, the CTB or the CTB’s designee
shall request that the Governor include in the budget to be delivered to the
General Assembly during their next session a provision that there be
appropriated from the revenues expected from the Facility amounts
sufficient to pay the budgeted amount of funds expected to be provided to
NVTC during the next succeeding fiscal year or biennial period, as
applicable.
(b) The CTB shall use its best efforts to have (i) the Governor include, in each biennial or any supplemental budget that is presented to the General Assembly, the amounts described in (a) above and (ii) the General Assembly deposit, appropriate and reappropriate, as applicable, such amounts.

(c) The CTB shall take all actions necessary to have payments which are made pursuant to (b) above charged against the proper appropriation made by the General Assembly.

(d) The CTB shall notify the NVTC promptly upon becoming aware of any failure by the General Assembly to appropriate for the next succeeding fiscal year or biennial period, as applicable, amounts sufficient to pay the budgeted amounts due NVTC.

10. Quarterly Payments. VDOT shall provide quarterly payments of actual toll revenues to NVTC of those toll revenues allocated pursuant to II.A.4(eb), (d), and (eg) of this MOA by the 15th day of each quarter. The quarterly payment shall be equal to the lesser of 25 percent of the amount appropriated and allocated under II.A.4(eb), (d), and (eg), or the toll revenues available to make such payment. To the extent VDOT is unable in any quarter to provide the full 25 percent of the amount appropriated and allocated, the VDOT shall make up the deficiency in subsequent quarters to the extent toll revenues are available to do so after the allocations are made pursuant to II.A.4(a), (b), (c), (d), (e), and (df). Neither VDOT nor DRPT shall deduct from such quarterly payments any administrative fee or other charges. At NVTC's request, VDOT may elect to provide monthly payments of the actual toll revenues to NVTC. If VDOT so elects, the payments shall be made on a monthly basis with the necessary changes to the foregoing in points of detail.

11. Reports. VDOT shall provide quarterly reports documenting the actual revenues and distributions of said toll revenues to NVTC.

B. NVTC shall have the following roles and responsibilities:

1. Coordination and Development of Transportation Plan; Use of Toll Revenues; Compliance with Laws Limiting Use. As part of the Six Year
Improvement Program presented to the CTB for approval in June of each year, NVTC shall submit to the CTB, a list of Components proposed to be funded in whole or in part with toll revenues from the Facility. Such Components shall be selected by NVTC in accordance with a process established by NVTC pursuant to this MOA. Such Components shall be separately identified with supporting documentation as set forth in Exhibit 23. The CTB shall consider and approve the Components selected by NVTC, and allocate toll revenues for them, pursuant to II.A.4, provided the Components meet the criteria below and are selected in accordance with NVTC’s selection process described in II.B.2. Each proposed Component must meet each of the following five criteria:

(a) Must benefit the toll-paying users of the Facility;
(b) Must have the capacity to attain one or more of the Improvement Goals;
(c) Must be one of the following multimodal transportation improvements serving the Corridor:

i. New or enhanced local and commuter bus service, including capital and operating expenses (e.g., fuel, tires, maintenance, labor and insurance), subject to the limitations in IIA.4(e), and transit priority improvements;

ii. Vanpool, and formal and informal carpooling programs and assistance;

iii. Capital improvements for Washington Metropolitan Area Transit Authority rail and bus service, including capital and operating expenses, subject to the limitations in II.A.4(e), and improved access to Metrorail stations and Metrobus stops;

iv. Park and ride lot(s) and access or improved access thereto;

v. Roadway improvements to address impacts from the dynamic tolling of the Facility on roadways in the Corridor (including but not limited to Routes 7, 29, 50, and 309, and Washington Boulevard, Wilson Boulevard, and Westmoreland Street);
vii. Roadway operational improvements in the Corridor;
viii. Transportation Systems Management and Operations as defined in 23 U.S.C. § 101(a)(30) on December 1, 2015; and
ix. Projects identified in the Commonwealth Reports or projects in the region’s constrained long range plan, as such plan may be updated from time to time.

(d) For non-debt financed Components, must demonstrate the ability to obligate the toll revenues to the cost of the Component within two fiscal years and to expend the toll revenues within five fiscal years of the fiscal year in which the funds are allocated by the CTB except to the extent to which the CTB approves an extension of such timeframes upon the request of NVTC; and
(e) Must demonstrate that the Components will be in compliance with all applicable laws, rules and regulations and have received or will receive all required regulatory approvals.

Under no circumstances shall the aforesaid criteria be modified except by written amendment to this MOA agreed to in writing by the Parties.

NVTC shall have no right to use the toll revenues to pay any debt, obligation or liability unrelated to the Project, or for any purposes other than those specified in this MOA.

NVTC understands and agrees that in the selection and implementation of Components using the toll revenues, it is bound by the provisions of Virginia Code § 33.2-309 as well as all other state and federal laws and regulations that limit the use of toll revenues, and toll revenues from interstate highways specifically. Accordingly, NVTC agrees to provide VDOT access to all records relating to Components and the use of the toll revenues. Further, NVTC will provide all such records for inspection and audit by VDOT, DRPT, and federal agencies, including but not limited to the United States Department of Transportation, the Federal Highway
Administration, and the Federal Transit Administration, or their designees, upon reasonable notice at all times during the term of this MOA.

NVTC agrees to promptly furnish to VDOT and DRPT copies of all reports and notices it delivers to bondholders or other credit providers or any trustee relating to the use of the toll revenues.

2. **Project Component Selection Process:** Any Component to be proposed for CTB approval shall be selected by NVTC through a process established by NVTC. Such process shall include the following three elements:

   (a) A request to submit proposed Components issued by NVTC to all jurisdictions and other public transportation providers in Planning District 8;

   (b) The evaluation, prioritization, and selection of proposed Components by NVTC, and the submission of selected Components by NVTC to the CTB; and

   (c) A public hearing held by NVTC prior to NVTC’s selection of Components for submission to the CTB.

The CTB shall consider and approve the Components selected by NVTC and, subject to appropriation by the General Assembly, shall allocate toll revenues for such Components, pursuant to II.A.4, provided the Components meet the criteria in II.B.1. As part of the list of Components submitted to the CTB for consideration and approval and allocation of toll revenues, NVTC may submit for CTB consideration and approval additional Components that exceed the annual estimated toll revenues for that year. Provided those Components meet the criteria in II.B.1, the CTB shall consider and approve such additional Components and, pursuant to II.A.4 and subject to any other approvals that may be necessary, approve the allocation of toll revenues for such Components up to the amount of actual toll revenues for that year that are sufficient to fund one or more of those additional Components.
3. Financing of Components of the Project. NVTC may use toll revenues appropriated by the General Assembly and allocated by the CTB to NVTC to support the financing of approved Components, however, the amount of annual Debt Service to be paid from toll revenues shall be limited as set forth in II.A.4ccoli). NVTC is solely responsible for obtaining and repaying all NVTC Debt at its own cost and risk, and without recourse to the Commonwealth of Virginia, the CTB, VDOT, and/or DRPT, for any Component for which toll revenues have been provided to NVTC under this MOA.

The Commonwealth of Virginia, the CTB, VDOT, and DRPT have no liability whatsoever for payment of any Debt Service on any NVTC Debt incurred by NVTC in connection with this MOA, or any other sum secured by or accruing under any financing document entered into by NVTC as a result of this MOA. No document evidencing or associated with any NVTC Debt for the financing of any Component shall contain any provisions whereby a trustee would be entitled to seek any damages or other amounts from the Commonwealth of Virginia, CTB, or VDOT due to any breach of this MOA.

Each bond, promissory note or other document evidencing NVTC Debt must include a conspicuous recital on its face stating: (a) payment of the principal and interest does not constitute a claim against VDOT’s interest in I-66 or any part thereof; (b) payment is not an obligation of the Commonwealth of Virginia, VDOT, DRPT, the CTB, or any other agency, instrumentality or political subdivision of the Commonwealth of Virginia moral or otherwise; and (c) neither the full faith and credit nor the taxing power of the Commonwealth of Virginia, VDOT, DRPT, the CTB, or any other agency, instrumentality, or political subdivision of the Commonwealth of Virginia and/or its member jurisdictions, is pledged to the payment of the principal and interest on such NVTC Debt.

NVTC shall not enter into agreements with holders of any NVTC Debt incurred by NVTC or its member jurisdictions that contain a pledge or claim on the toll revenues or NVTC’s interest in the toll revenue under this MOA except such debt issued for Components. If, despite such efforts, toll revenues are applied to satisfy any debt of NVTC that is not properly payable out of toll revenues in
accordance with this MOA and state and federal law, NVTC shall reimburse in full any such toll revenues or accounts from any other available revenues other than the toll revenues.

4. Monitoring: NVTC shall provide an annual report to the CTB within 120 days of the end of NVTC’s fiscal year. The report shall contain at a minimum the following three items:

(a) A description of the Components selected for funding in the past fiscal year and the benefits that were the basis for evaluation and selection of each such Component;

(b) Starting five years after the effective date of this MOA, a review of the Components funded in past fiscal years describing the degree to which the expected benefits were realized or are being realized; and,

(c) In the event that a funded Component is not providing substantially similar benefits to those that were the basis for evaluation and selection of the Component, the report shall evaluate the viability of a plan to either, (i) modify such Component; or (ii) redeploy assets in such Component to other eligible Components that are expected to provide greater benefits.

5. Accounting. NVTC shall receive and manage, as a fiduciary, the toll revenue appropriated by the General Assembly, allocated by the CTB, and distributed to it by VDOT. NVTC shall maintain all funds and accounts containing said toll revenues from this MOA separate and apart from all other funds and accounts of NVTC. The revenues and expenses relating to the use of the toll revenues, and the Components undertaken with the toll revenues from this MOA, shall not be commingled with any other funds, accounts, venues, or expenses of NVTC. NVTC shall create and maintain for the term of this MOA segregated accounting and financial reporting for the Components financed by toll revenues provided by this MOA and reported as a separate fund in NVTC’s financial statements, and such accounting shall constitute a proprietary “special revenue fund” as defined by the Governmental Accounting Standards Board. Expenditures will be recorded and reported for each Component.
All toll revenues provided to NVTC pursuant to the terms of this MOA shall be held by NVTC in accounts with a financial institution under an arrangement that, to the extent reasonably practicable, preclude such funds from being an asset subject to the claims of creditors of NVTC, other than a holder of NVTC Debt, or other claims related to the Components undertaken in accordance with this MOA.

6. **Quality Management.** NVTC shall be responsible for all quality assurance and quality control activities necessary to properly manage the funding of the development, design, construction, purchases, acquisition, operation and maintenance of any Component it has undertaken pursuant to this MOA, and will develop and provide to VDOT and DRPT for information purposes its manuals, policies, and procedures to accomplish the same.

7. **Public Information.** During the term of this MOA, NVTC shall provide information to the public concerning the Components it has undertaken, including any public meetings and public hearing that may be required by law or regulation.

8. **Regulatory Approvals.** NVTC shall obtain, keep in effect, maintain, and comply with all regulatory approvals necessary for funding the development, operation, and maintenance of any Components funded under this MOA.

9. **Contracting Practices.** During the term of this MOA, NVTC covenants and agrees, that with respect to the Components it has undertaken, it will comply with all requirements of state and federal laws relating to anti-discrimination, including but not limited to Titles VI and VII of the Civil Rights Act of 1964, as amended, and the Americans with Disabilities Act, and shall contractually require the same of all contractors, subcontractors, vendors, and recipients of any funding. NVTC recognizes the importance of the participation of minority, women-owned and small businesses through the federal and local Disadvantaged Business Enterprise programs and will abide by such programs in implementing Components.

   NVTC shall comply with all applicable federal requirements, including those applicable to highways that are part of the National Highway System.

10. **Insurance and Indemnity by Contractors.** NVTC shall include the Commonwealth of Virginia, the CTB, VDOT, DRPT, and their officers, employees and agents, as additional insureds on NVTC’s insurance policies so that they are
protected from and against any losses actually suffered or incurred, except for losses to the extent caused by the negligence or willful misconduct of such entity or person, from third party claims that are directly related to or arise out of: (a) any failure by NVTC to comply with, to observe or to perform in any material respect any of the covenants, obligations, agreements, terms or conditions in this MOA, or any breach by NVTC of its representations or warranties in this MOA; (b) any actual or willful misconduct or negligence of NVTC, its employees or agents in direct connection with the Project or any related Components; (c) any actual or alleged patent or copyright infringement or other actual or alleged improper appropriation or use of trade secrets, patents, proprietary information, know-how, trademarked or service-marked materials, equipment devices or processes, copyright rights or inventions by NVTC in direct connection with the Project or; (d) inverse condemnation, trespass, nuisance or similar taking of or harm to real property committed or caused by NVTC, its employees or agents in direct connection with the Project; or (e) any assumed liabilities. NVTC shall contractually require its contractors, subcontractors, vendors, and others working or performing services related to any Component it has funded to indemnify the Commonwealth of Virginia, the CTB, VDOT, DRPT, and their officers, employees and agents from the same losses.

All insurance purchased by NVTC or its contractors pursuant to this section shall name the Commonwealth of Virginia, the CTB, VDOT, DRPT, and their officers, employees and agents as additional insureds.

This provision shall survive the expiration or earlier termination of this MOA.

In the event any third-party claim to which this section applies is asserted in writing against the Commonwealth, the CTB, VDOT, DRPT, or their officers, employees, and agents, VDOT will as promptly as practicable notify NVTC in writing of such claim, which shall include a copy and any related correspondence or documentation from the third party asserting the claim. However, any failure to give such prompt notice shall not constitute a waiver of any rights of VDOT unless such failure limits or precludes the availability of those rights.
C. **Initial Multimodal Transportation Improvements.** NVTC shall undertake a Component selection process upon execution of this MOA, and submit to the CTB a list of Components for an advanced allocation of funding in the amount of $10 million (which shall be provided upon commencement of construction of the dynamic tolling of the Facility as provided in II.A.1, and shall be repaid as specified in II.A.4). Components shall be multimodal transportation improvements that meet the criteria set forth in II.B.1 and are capable of being obligated not later than at the time tolling begins on the Facility. In the event litigation is filed challenging the implementation of the Project, or a Component of the Project, prior to the initiation of tolling, or in the event any other action prohibits or restricts the ability to toll the Facility, then the CTB may withhold this funding until such time that the litigation or other event or action is resolved in a manner that allows the Project to be implemented. NVTC may choose to expend other funds after the execution of this MOA for Components identified through the selection process described in this MOA prior to the commencement of construction. Any such expenditures are at NVTC’s risk but shall be reimbursable from the advanced allocation identified in this paragraph provided the expenditures otherwise comply with the provisions of the MOA.

D. **Widening and Related Improvements to I-66.** VDOT will proceed with plans to widen the eastbound lanes of the Facility from two lanes to three lanes between the Dulles Connector Road and Exit 71.

The design for the widening shall be limited to increasing the number of eastbound lanes of the Facility from two lanes to three lanes consistent with an approved environmental assessment conducted pursuant to the National Environmental Policy Act, and other laws and regulations applicable to the widening, and shall apply the principals of Context Sensitive Solutions as described in FHWA’s Publication FHWA-HEP-07-014 as follows:

- Avoid, minimize or mitigate impacts to the parks, stream corridors, and vegetation along the corridor and within the right-of-way;
- Avoid, minimize or mitigate impacts to the W&OD Trail and the Custis Trail;
- Reduce the cost of this component of the Project; and
• Avoid, minimize or mitigate the need for acquisition of additional right-of-way.

III. Term. Unless this MOA is otherwise terminated in accordance with VII, the term of this MOA shall commence on the date last signed by the Parties (“the Effective Date”) and shall expire on the 40th anniversary of the Effective Date subject to the provisions of IV.

IV. Debt Financing: NVTC shall not incur any NVTC Debt that is dependent on toll revenue from the Project and which matures or extends beyond the 40th anniversary of the Effective Date. If this MOA is terminated in accordance with VII prior to the 40th Anniversary of the Effective Date, and there is outstanding NVTC Debt for which toll revenues has been pledged to pay Debt Service or there are pay-go Components which are yet to be completed, and further provided the use of toll revenues to pay Debt Service or the costs of the pay-go Components is not a misuse of toll revenues under this MOA and the cause or basis of the termination, then, subject to CTB approval, tolls shall continue to be imposed on the Facility and toll revenues shall continue to be allocated in accordance with II.A.4(a), (b), (c), (d), (e), (f), and (eg) to pay Debt Service or to complete the pay-go Components. The CTB will not approve funding for pay-go Components for more than two fiscal years past the termination of the MOA in accordance with VII prior to the 40th Anniversary of the effective Date.

V. Entire Agreement. This MOA constitutes the entire and exclusive agreement between the Parties relating to the specific matters covered. All prior written, and prior or contemporaneous verbal agreements, understandings, and representations are superseded, revoked, and rendered ineffective for any purpose.

VI. Amendment. This MOA may be altered, amended or revoked only by an instrument in writing signed by all Parties or their permitted successor(s) or assignee(s).

VII. Termination. This MOA may be terminated (a) by a Party for material non-compliance with this MOA which has not either been remedied, or a remedy commenced and diligently pursued thereafter, within 120 days after written notice from the other Party, and (b) by written agreement of the Parties. However, prior to any termination, the Parties shall meet and confer to make a good faith attempt to resolve any non-compliance issues as follows. Within 30 days of the notice, the Commissioner of Highways and the NVTC Executive Director shall meet to discuss resolution of the non-compliance issues. If a resolution cannot be reached within 30 days, the Secretary of
Transportation and the Chairman of NVTC shall meet within 30 days to discuss resolution of the non-compliance issues. If a resolution cannot be agreed upon within 30 days, the termination shall be effective as set forth in the written notice and in accordance with this MOA.

VIII. Notices. Notices shall be made in writing and shall not be effective for any purpose unless and until actually received by the addressee or unless served personally, by independent reputable overnight commercial courier, by facsimile transmission followed by a timely service of the original, or by deposit in the United States mail, postage and fees fully prepaid, registered or certified mail, with return receipt requested, addressed as follows:

If to NVTC:

Executive Director
Northern Virginia Transportation Commission
2300 Wilson Boulevard, Suite 620
Arlington, VA 22201
Fax: 

If to VDOT:

Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
Attn: Commissioner of Highways
Fax: (804) 786-2940

With a copy to:
Office of the Attorney General
Chief, Transportation Section
202 North Ninth Street
Richmond, Virginia 23219
Fax: (804) 692-1647

Any Party may, by notice as specified above, in writing designate an additional or a different entity or mailing address to which all such notices should be sent.

VIII. Relationship of the Parties. The relationship of NVTC to VDOT shall be one of an independent contractor, not an agent, partner, lessee, joint venture, or employee.
IX. No Third Party Beneficiaries. Nothing contained in this MOA is intended or shall be construed as creating or conferring any rights benefits or remedies upon or creating any obligations of the Parties toward any person or entity not a party to this MOA.

X. Governing Law. This MOA shall be governed and construed in accordance with the laws of the Commonwealth of Virginia.

XI. Assignment. This MOA may be assigned only with the written approval of the other Party. In the event of an agreed assignment, there will be an amendment to this MOA to reflect the change in Parties.

XII. Survival. If any provisions in this MOA are rendered obsolete or ineffective, the Parties agree to negotiate in good faith appropriate amendments to, or replacement of such provisions, in order to restore and carry out the original purposes to the extent practicable. If any provision is rendered void or invalid, all remaining provisions shall survive.

XII. Notice of Legal Proceedings. The Parties agree to promptly notify each other if they become aware of any claim or legal proceeding that could impact the program, projects, and activities undertaken pursuant to this MOA.

XIII. Construction of Agreement. This MOA is intended by the Parties to be construed as a whole, and indivisible, and its meaning is to be ascertained from the entire instrument. All parts of the MOA are to be given effect with equal dignity, including but not limited to the recitals at the beginning of this MOA, and all such parts, including the recitals, are to be given full force and effect in construing this MOA. No provision of any recital shall be construed as being controlled by, or having less force and effect, than any other part of this MOA because the provision is set forth in a recital.

XIV. No Personal Liability. This Agreement shall not be construed as creating any personal liability on the part of any officer, employee, or agent of the Parties; nor shall it be construed as giving any rights or benefits to anyone other than the Parties.

XV. No Waiver of Sovereign Immunity. Nothing in this MOA shall be deemed a waiver of sovereign immunity by any Party.

XVI. Appropriations. All obligations of the CTB to allocate toll revenues are subject to appropriation by the Virginia General Assembly.
In witness whereof, the Parties hereby cause this MOA to be executed, each by its duly authorized officers, as of the date below.

COMMONWEALTH TRANSPORTATION BOARD

___________________________________________

Secretary of Transportation

Date: _________________________________

VIRGINIA DEPARTMENT OF TRANSPORTATION

___________________________________________

Commissioner of Highways

Date: _________________________________

NORTHERN VIRGINIA TRANSPORTATION COMMISSION

___________________________________________

Katherine A. Mattice

Executive Director

Date: _________________________________
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<td>$11,886,858</td>
<td>+ 28 year $19,964,950</td>
</tr>
<tr>
<td>+ 8 year</td>
<td>$12,184,029</td>
<td>+ 29 year $20,464,074</td>
</tr>
<tr>
<td>+ 9 year</td>
<td>$12,488,630</td>
<td>+ 30 year $20,975,676</td>
</tr>
<tr>
<td>+ 10 year</td>
<td>$12,800,845</td>
<td>+ 31 year $21,500,068</td>
</tr>
<tr>
<td>+ 11 year</td>
<td>$13,120,867</td>
<td>+ 32 year $22,037,569</td>
</tr>
<tr>
<td>+ 12 year</td>
<td>$13,448,888</td>
<td>+ 33 year $22,588,509</td>
</tr>
<tr>
<td>+ 13 year</td>
<td>$13,785,110</td>
<td>+ 34 year $23,153,221</td>
</tr>
<tr>
<td>+ 14 year</td>
<td>$14,129,738</td>
<td>+ 35 year $23,732,052</td>
</tr>
<tr>
<td>+ 15 year</td>
<td>$14,482,982</td>
<td>+ 36 year $24,325,353</td>
</tr>
<tr>
<td>+ 16 year</td>
<td>$14,845,056</td>
<td>+ 37 year $24,933,487</td>
</tr>
<tr>
<td>+ 17 year</td>
<td>$15,216,183</td>
<td>+ 38 year $25,556,824</td>
</tr>
<tr>
<td>+ 18 year</td>
<td>$15,596,587</td>
<td>+ 39 year $26,195,745</td>
</tr>
<tr>
<td>+ 19 year</td>
<td>$15,986,502</td>
<td>+ 40 year $26,850,638</td>
</tr>
<tr>
<td>+ 20 year</td>
<td>$16,386,164</td>
<td>Total $700,876,174</td>
</tr>
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</table>
Exhibit 3
Components Selected by NVTC in Accordance with the Memorandum of Agreement Transform66: Inside the Beltway Project

Sample Documentation

<table>
<thead>
<tr>
<th>Component Name</th>
<th>Component Description</th>
<th>Component Location</th>
<th>Component Budget</th>
<th>Improvement Goal</th>
<th>Multimodal Component Type</th>
<th>Compliance with Terms of the MOA</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>This component has been approved by NVTC pursuant to the Project Component Selection Process. Documentation is included to support this compliance.</td>
</tr>
</tbody>
</table>
TO: Chairman McKay and NVTC Commissioners  
FROM: Kate Mattice and Andrew D’huyvetter  
DATE: December 21, 2017  
SUBJECT: Washington Metropolitan Area Transit Authority (WMATA)  

A. ACTION ITEM: Authorize the Executive Director to Send a Letter to WMATA Commenting on the FY2019 Budget

The Commission will be asked to authorize the Executive Director to send a letter to WMATA commenting on the proposed FY2019 budget.

B. Board of Directors Report

The WMATA Board members will provide highlights of recent WMATA activities.

- **Authorization for FY2019 Budget Public Hearing**

  On December 14th, the WMATA Board authorized a public hearing on the proposed FY2019 Operating and Capital Budget. WMATA staff will conduct a public hearing and develop and implement an outreach program consistent with the Board adopted Public Participation Plan that will invite additional public input.

  WMATA’s FY2019 budget was summarized in December 2017’s Commission Meeting materials. In January or February 2018, the General Manager will report on the findings of the public hearing for the Board to consider these findings in its deliberations on the proposed FY2019 Operating Budget and FY2019-2024 CIP. The adoption of the FY2019 Operating and Capital Budgets is anticipated in March 2018.

- **Authorization to Apply for Northern Virginia Transportation Authority (NVTA) Funding for FY2018-2023 Program**

  On December 14th, the WMATA Board authorized the General Manager to apply for two projects for NVTA funding and to execute a Standard Project Agreement with NVTA to accept the funding, subject to the approval in the capital budget and upon award of the requested funding by the NVTA. The two projects are 1) Blue/Orange/Silver Corridor Capacity and Reliability/“New Blue Line” Alternatives Analysis and Project Development ($2.0 million) and 2) Automatic Train Control (ATC) Power and Wayside Communications Upgrades on the Blue/Orange Lines ($94.7 million).

  The Alternatives Analysis will begin the process to address capacity issues at Rosslyn Station as well as reliability issues throughout the corridor. The ATC Power and Wayside

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**Agenda Item #8: WMATA**

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**Northern Virginia Transportation Commission**

2300 Wilson Boulevard • Suite 620 • Arlington, VA 22201
Tel (703) 524-3322 • Fax (703) 524-1756
www.novatransit.org
Communications upgrades would fund comprehensive upgrades and replacement of all the ATC power and wayside communication equipment necessary to ensure safe and reliable operation of eight car trains.

WMATA Board authorization is necessary because NVTA requires a formal resolution of support as part of the application process to demonstrate WMATA’s commitment to these projects and to demonstrate matching funds from Maryland and the District of Columbia where appropriate. For projects receiving the 70 percent NVTA funds, Virginia legislation requires that regional transit projects must increase capacity and be located in Northern Virginia. The NVTA requires that regional projects involving non-NVTA jurisdictions obtain a commitment from those jurisdictions to “pay their share” of the regional project. For WMATA, this means that regional projects funded in part by NVTA grants must be included in WMATA’s approved budget and must be matched by contributions from Maryland and the District of Columbia.

C. Committee Reports

1. Business Oversight Committee

   - Annual Audit Awareness Training

On December 14, 2017, the Business Oversight Committee received training on fraud awareness with a specific focus on the Board’s oversight responsibilities. The training was designed to increase Board fraud awareness including leading causes of fraud and national fraud trends in government and the transportation industry. This training session also addressed what the Board can do to prevent fraud in the performance of their oversight responsibility. This training session fulfills the audit awareness training requirements outlined in the Bylaws of the WMATA Board of Directors.

2. Safety and Service Delivery Committee

   - Automatic Train Operation Update

On December 13th, the Safety and Service Delivery Committee received and update on Automatic Train Operation (ATO). ATO is a system where train speeds and braking are regulated automatically without requiring intervention from the operator. WMATA has been operating trains in manual mode since 2009, with a brief exception on the Red Line in 2015. Manual operations are less efficient, contribute to an inconsistent ride for passengers, and create added wear on train components. Returning to ATO will provide a smoother ride for passengers and improve train spacing. WMATA is taking a systematic and comprehensive approach to evaluating the return to ATO and is outsourcing a review and safety analysis that will evaluate the impacts of returning to ATO. This analysis will also determine if WMATA should proceed to implementation.

Several changes in the operating environment have occurred in the last eight years that will need to be considered in any resumption of ATO. These changes include enhanced Roadway Worker Protection measures, other system upgrades, and operator and mechanic training. A separate study will be conducted in 2018 to evaluate Communications-Based Train Control technology, which could provide enhanced Roadway Worker Protection features and increased capacity.
• **Preventative Maintenance**

The next major preventative maintenance project to take place during commuting hours is from May 12 to May 27, 2018 on the Yellow Line at Huntington and Eisenhower Ave Stations. These projects will rebuild interlockings and grout pads outside of these stations.

WMATA has also scheduled additional planned Metrorail track work that includes single tracking and weekend shutdowns.

• **Corrective Action Plan Monitoring and Tracking**

WMATA updated its [Overview of Regulatory Compliance Actions](#) on December 8th.

**D. Virginia Ridership and Parking Facility Utilization**

<table>
<thead>
<tr>
<th>WMATA Virginia Ridership (Unlinked Passenger Trips)</th>
<th>November 2016</th>
<th>November 2017</th>
<th>Percent Change</th>
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<tbody>
<tr>
<td><strong>Metrorail</strong></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Total</td>
<td>7,344,325</td>
<td>7,394,155</td>
<td>+0.7%</td>
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<tr>
<td>Weekday Average</td>
<td>267,900</td>
<td>273,606</td>
<td>+2.1%</td>
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<tr>
<td><strong>Metrobus</strong></td>
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<tr>
<td>Total</td>
<td>1,536,577</td>
<td>1,417,739</td>
<td>-7.7%</td>
</tr>
<tr>
<td>Weekday Average</td>
<td>64,641</td>
<td>60,068</td>
<td>-7.1%</td>
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</table>

<table>
<thead>
<tr>
<th>WMATA Virginia Parking Facility Usage</th>
<th>November 2016</th>
<th>Y-T-D FY16</th>
<th>November 2017</th>
<th>Y-T-D FY18</th>
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<tbody>
<tr>
<td><strong>Station/Lot</strong></td>
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<tr>
<td>Huntington</td>
<td>69%</td>
<td>65%</td>
<td>70%</td>
<td>70%</td>
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<tr>
<td>West Falls Church</td>
<td>45%</td>
<td>52%</td>
<td>47%</td>
<td>46%</td>
</tr>
<tr>
<td>Dunn Loring</td>
<td>60%</td>
<td>54%</td>
<td>74%</td>
<td>72%</td>
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<tr>
<td>Vienna</td>
<td>62%</td>
<td>58%</td>
<td>72%</td>
<td>73%</td>
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<tr>
<td>Franconia</td>
<td>56%</td>
<td>52%</td>
<td>56%</td>
<td>56%</td>
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<tr>
<td>Van Dom</td>
<td>105%</td>
<td>97%</td>
<td>103%</td>
<td>104%</td>
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<tr>
<td>East Falls Church</td>
<td>112%</td>
<td>114%</td>
<td>115%</td>
<td>115%</td>
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<tr>
<td>Wiehle-Reston East</td>
<td>82%</td>
<td>82%</td>
<td>93%</td>
<td>91%</td>
</tr>
<tr>
<td>Northern Virginia Total</td>
<td>64%</td>
<td>62%</td>
<td>69%</td>
<td>69%</td>
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E. Schedule of Upcoming Board Decisions

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<tr>
<th>Key Issues</th>
<th>Meeting</th>
<th>Date</th>
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<tbody>
<tr>
<td>Bus Safety Initiatives (I)</td>
<td>Safety &amp; Services Delivery Committee</td>
<td>January 11, 2018</td>
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<tr>
<td>APTA Peer Review - Bus operator Assaults (I)</td>
<td></td>
<td></td>
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<tr>
<td>Approval of Customer Recovery Program (A)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DBE Improvement Plan (I)</td>
<td>Business Oversight Committee</td>
<td>January 11, 2018</td>
</tr>
<tr>
<td>Approval of Updates to Joint Development Policies and Guidelines (A)</td>
<td>Capital &amp; Strategic Planning Committee</td>
<td>January 11, 2018</td>
</tr>
<tr>
<td>Approval of a Joint Development Solicitation at Deanwood Station (A)</td>
<td></td>
<td></td>
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<tr>
<td>FY2019 Budget Work Session - Revenue and Ridership (I)</td>
<td>Finance &amp; Budget Committee</td>
<td>January 11, 2018</td>
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<table>
<thead>
<tr>
<th>Anticipated Information (I) and Action (A) Items</th>
<th>WMATA Board Date Target</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2019 Budget Public Hearing and Work Sessions (I)</td>
<td>January - February 2018</td>
</tr>
<tr>
<td>Capital Funding Agreement and FY2019 Budget Approval (A)</td>
<td>March-April 2018</td>
</tr>
</tbody>
</table>
January 5, 2018

Mr. Paul Wiedefeld
General Manager and Chief Executive Officer
Washington Metropolitan Area Transit Authority (WMATA)
600 Fifth Street, NW
Washington, D.C. 20001

Re: Proposed Fiscal Year 2019 Budget

Dear Mr. Wiedefeld:

On behalf of the Northern Virginia Transportation Commission (NVTC), I write to convey comments and concerns regarding WMATA’s proposed FY2019 budget. Overall, NVTC supports the budget’s focus on continuing to improve WMATA’s operations to better serve its customers and manage operating costs. However, we share your concern regarding the rate of increase in jurisdictional subsidies projected after FY2019, which takes the region down a path that is unsustainable.

A safe and reliable Metrorail system is vital to the Northern Virginia economy, as it provides hundreds of thousands of our constituents with access to jobs every day. It is in the interest of both of our agencies to ensure that Metrorail continues to provide service that allows businesses to thrive, as the tax revenues they generate support our jurisdiction’s Metrorail subsidies.

General Comments

NVTC concurs with the budget’s focus on ridership recovery, capital investments to preserve the system, and continued management improvements. We believe that the proposed budget’s emphasis on safety, reliability and service builds on the recent successes of SafeTrack and the Back2Good program and will restore public and rider confidence in the system.

However, the increase in jurisdictional subsidies that you have outlined for the out years exceed the ability of our local governments to pay. In Northern Virginia’s localities, WMATA operating and capital funding directly competes with parks, schools, public safety, and other municipal priorities. A continued increase in jurisdictional capital subsidies of this magnitude presents tremendous fiscal challenges to our local jurisdictions.

The comments provided below focus on the operating and capital budgets, as these budget discussions are the most developed.
Proposed FY2018 Operating Budget

NVTC appreciates that the operating budget avoids service cuts and fare increases, reduces costs through management actions and competitive contracting, increases revenues through advertising and parking initiatives, and caps the region’s jurisdictional subsidy increase at 3 percent. We recognize that there is some uncertainty to the proposed operating budget and that not all initiatives are funded within the 3 percent increase.

Proposed FY2019 Capital Budget and Capital Improvement Program

Given limited revenue sources and competing budget priorities, Northern Virginia is troubled by the rate of increase in jurisdictional subsidies after FY2019 in the proposed capital budget. We agree with your observation that, absent the reauthorization of the Passenger Rail Investment and Improvement Act (PRIIA) and the implementation of dedicated capital funding, the projected increase in jurisdictional capital subsidies is unsustainable. Given those challenges, we encourage continued advocacy for both the renewal of federal funding under the PRIIA and dedicated and sustainable state and regional revenue sources that will allow WMATA to address state of good repair needs.

NVTC and its jurisdictions are invested in WMATA’s success. As such, we must continue to ensure that the WMATA budget reflects and supports the priorities of safety, reliability and service. We look forward to working with you and WMATA’s other funding jurisdictions to balance needs and resources as part of the FY19 budget process and through efforts to implement the components of your plan, “Keeping Metro Safe, Reliable, and Affordable.”

Sincerely,

Katherine A. Mattice
TO: Chairman McKay and NVTC Commissioners

FROM: Kate Mattice and Rhonda Gilchrest

DATE: December 21, 2017

SUBJECT: Virginia Railway Express (VRE)

A. VRE CEO Report and Minutes

At the December meeting, VRE CEO Doug Allen will update the Commission on VRE activities. The Minutes of the December 15, 2017 Operations Board Meeting and the VRE CEO Report for December 2017 are attached.

B. ACTION ITEM: Resolution #2353: Adopt and Refer the Revised FY2018 and Recommended FY2019 VRE Operating and Capital Budgets to the Jurisdictions

The VRE Operations Board recommends that the Commission adopt the Revised FY2018 VRE Operating and Capital Budget and the Recommended FY2019 VRE Operating and Capital Budget and refer them to the jurisdictions for their formal review and adoption, as well as authorize the Executive Directors of NVTC and PRTC to take the necessary actions to apply for federal and state grant funding.

The attached VRE Budget Presentation given at the December 15th Operations Board meeting and the attached VRE memorandum provide more details, including the recommended FY2019 subsidy by individual jurisdiction. The CAO Task Force Executive Summary is linked here.

The recommended FY2019 VRE Operating and Capital Budget is balanced, with no funding gap and all projected uses of funding in FY2019 supported by reasonably expected sources of funding. The recommended FY2019 Operating and Capital Budget totals $149.5 million ($88.5 million operating; $60.9 million in capital). The budget includes a three percent increase in total jurisdictional subsidy and no fare increase, except for a $1 increase in the cost of the Amtrak Step-Up ticket.

The total cost of all the projects in the FY2019-2024 Capital Improvement Program (CIP) is approximately $2.3 billion. Of this total, $191 million has been expended in prior years (or is expected to be expended in FY2018), $466 million is available from committed or reasonably expected funding sources, and $1.64 billion is currently unfunded (including funds from the concessionaire payment to the Commonwealth for I-66 Outside the Beltway project). The FY2019-2024 CIP illustrates the capital funding challenges facing VRE in the coming years, since currently identified funding falls short of the system’s
capital needs. Projects included in the CIP are prioritized with an emphasis on passenger safety, regulatory requirements, and maintaining current equipment and facilities in a state of good repair. However, the shortfall makes it difficult for VRE to adequately reinvest to maintain the system’s reliability and safety, while also making enhancements, adding capacity to serve new ridership demands and adhering to commitments to participate in the expansion of the railroad infrastructure.

The FY2018 Amended VRE Budget has a net increase of $0.4 million in operating and a net increase of $16 million in capital, representing SmartScale and REF grants that were not yet committed at this time last year and capital reserve funding to keep projects moving forward.

C. ACTION ITEM: Resolution #2354: Authorize VRE to Refinance VRE RRIF Loan

The VRE Operations Board recommends the Commission approve a debt financing agreement with the Virginia Resources Authority (VRA) for the purpose of achieving debt service savings through a refinancing of VRE’s existing Railroad Rehabilitation and Improvement Financing (RRIF) loan that was used to purchase railcars. At current market conditions, refinancing of this debt would yield net present value savings to VRE and its member jurisdictions of approximately 12 percent of the refunded principal amount.

Summary

Attached is the final Term Sheet (dated December 15, 2017), which sets forth the terms and conditions of the proposed VRA loan. In accordance with the VRE Master Agreement, any proposed debt financing must be approved by both NVTC and PRTC and all nine of the Participating and Contributing Jurisdictions.

Based on the terms and conditions in the Term Sheet, debt service on the VRA loan would be payable on a semi-annual basis, and the final maturity of the loan would not exceed the final maturity on the existing RRIF loan. This structure would create roughly level annual savings for VRE, a typical approach many of VRE’s member jurisdictions use when they refinance their own debt. The goal of this proposed refinancing is to generate net present value savings of at least three percent of the refunded principal, which is a typical threshold for such refinancing actions. At current market conditions, the proposed refinancing through VRA exceeds this threshold.

Background

NVTC, with the consent of PRTC and the VRE Participating and Contributing Jurisdictions, entered into a financing agreement with the FRA through its Railroad Rehabilitation and Improvement Financing (RRIF) program in 2007 and borrowed a total of $69.0 million for new VRE railcars delivered between 2008 and 2012. The current outstanding principal balance on the loan is approximately $52 million, and the loan is now administered by the Build America Bureau of USDOT.

VRE and its financial advisor, PFM, analyzed several refinancing options for this loan and determined a refinancing through the Virginia Resources Authority (VRA) pooled
bond program is the most cost-effective option to maximize savings. VRA’s borrowing program has financed over $7.5 billion of infrastructure projects for borrowers in the Commonwealth including cities, counties, towns, and regional authorities responsible for financing water and sewer, solid waste and regional jail projects.

The VRA program allows borrowers to realize low interest rates attributable to VRA’s high credit ratings (AAA/AA) and to share the upfront costs of issuance with other borrowers in the program. Other aspects of the program also streamline the borrowing process for users – in particular, there is no need for VRE to get a public credit rating or develop detailed disclosure documents as would be required by the public sale of municipal bonds. Six member localities of VRE have used the VRA program for their own infrastructure needs, including Fairfax County, City of Manassas, Prince William County, Stafford County, City of Manassas Park, and the City of Fredericksburg, according to VRA’s most recently published official statement (dated November 1, 2017). In 2012, PRTC also utilized VRA financing to purchase buses.

VRE has applied to VRA for their spring 2018 bond sale. The application included financial information and other background regarding VRE’s operations and legal structure. VRE would be a new participant in VRA’s program and a unique borrower compared to others they have underwritten, especially given the joint operating arrangement among the Commissions and the member localities that is embodied in the VRE Master Agreement.

The current annual debt service (principal and interest) on the RRIF loan is $4.8 million. Approximately $3.74 million of this debt service is paid using Federal transit formula funds (5307/5337), $0.75 million is paid with state transit capital funds, and the remaining $0.3 million is met using local subsidy dollars. This mix of funding would continue to be used to pay the lower total amount of annual debt service on the VRA loan.

D. 2018 VRE Operations Board Officers

At its December 15th meeting, the VRE Operations Board approved the following slate of VRE officers for 2018:

- Chairman: Martin Nohe (PRTC)
- Vice-Chairman: Katie Cristol (NVTC)
- Secretary: Maureen Caddigan (PRTC)
- Treasurer: John Cook (NVTC)
- Immediate Past Chair: Paul Smedberg (NVTC)

The 2018 officers will be installed at the January 19, 2018 VRE Operations Board Meeting.
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# Minutes

**VRE Operations Board Meeting**  
**PRTC Headquarters – Prince William County, Virginia**  
**December 15, 2017**

## Members Present

<table>
<thead>
<tr>
<th>Name</th>
<th>Jurisdiction</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sharon Bulova (NVTC)</td>
<td>Fairfax County</td>
</tr>
<tr>
<td>Maureen Caddigan (PRTC)</td>
<td>Prince William County</td>
</tr>
<tr>
<td>John C. Cook (NVTC)</td>
<td>Fairfax County</td>
</tr>
<tr>
<td>Katie Cristol (NVTC)</td>
<td>Arlington County</td>
</tr>
<tr>
<td>John D. Jenkins (PRTC)</td>
<td>Prince William County</td>
</tr>
<tr>
<td>Matt Kelly (PRTC)</td>
<td>City of Fredericksburg</td>
</tr>
<tr>
<td>Paul Milde (PRTC)</td>
<td>Stafford County</td>
</tr>
<tr>
<td>Suhas Naddoni (PRTC)</td>
<td>City of Manassas Park</td>
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<tr>
<td>Martin Nohe (PRTC)</td>
<td>Prince William County</td>
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<tr>
<td>Pamela Sebesky (PRTC)</td>
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<td>Gary Skinner (PRTC)</td>
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<tr>
<td>Paul Smedberg (NVTC)</td>
<td>City of Alexandria</td>
</tr>
<tr>
<td>Bob Thomas (PRTC)</td>
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## Members Absent

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<tr>
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</thead>
<tbody>
<tr>
<td>Jennifer Mitchell</td>
<td>DRPT</td>
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## Alternates Present

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<tr>
<td>Ruth Anderson (PRTC)</td>
<td>Prince William County</td>
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<tr>
<td>Libby Garvey (NVTC)</td>
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<td>Michael McLaughlin</td>
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<tr>
<td>Jeanine Lawson (PRTC)</td>
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## Alternates Absent

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</thead>
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<tr>
<td>Pete Candland</td>
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</tr>
<tr>
<td>Hector Cendejas (PRTC)</td>
<td>City of Manassas Park</td>
</tr>
<tr>
<td>Todd Horsley</td>
<td>DRPT</td>
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<tr>
<td>Jeremy Latimer</td>
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<tr>
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<tr>
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<tr>
<td>Jeff McKay (NVTC)</td>
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<td>Paul Trampe (PRTC)</td>
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<tr>
<td>Billy Withers (PRTC)</td>
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<td>Mark Wolfe (PRTC)</td>
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## Staff and General Public

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<tbody>
<tr>
<td>Doug Allen – VRE</td>
<td>Naquana Jenkins – VRE</td>
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<td>Cindy King – VRE</td>
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<td>Nydia Blake – Prince William County</td>
<td>Mike Lake – Fairfax County DOT</td>
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<tr>
<td>Alex Buchanan – VRE</td>
<td>Lezlie Lamb – VRE</td>
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<tr>
<td>Colin Burch – DRPT</td>
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<td>Steve MacIsaac – VRE Legal Counsel</td>
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<td>Kate Mattice – NVTC</td>
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<td>Andrew D’huyvetter – NVTC</td>
<td>Kristen Nutter – VRE</td>
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<tr>
<td>Curtis Duncan – STV</td>
<td>Mark Schofield – VRE</td>
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<td>Julie Elliott – Stafford County</td>
<td>Cindy Shelton – Stafford County Board</td>
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<tr>
<td>Jeremy Flores – VRE</td>
<td>Steve Sindiong – City of Alexandria</td>
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<tr>
<td>Paul Garnett – Keolis</td>
<td>Alex Sugatan – VRE</td>
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<tr>
<td>Robert Gibbons – Citizen</td>
<td>Joe Swartz – VRE</td>
</tr>
<tr>
<td>Rhonda Gilchrest – NVTC</td>
<td>Norine Walker – VRE</td>
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<tr>
<td>Chris Henry – VRE</td>
<td>Ciara Williams – DRPT</td>
</tr>
<tr>
<td>Christine Hoffner – VRE</td>
<td>Detrius Williams – VRE</td>
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<tr>
<td>Pierre Holloman – Arlington County</td>
<td>Jennifer Young – VRE</td>
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<tr>
<td>Robert Hostelka – VRE</td>
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</tr>
</tbody>
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**Doug Allen**  
Chief Executive Officer  

**1500 King Street, Suite 202**  
**Alexandria, VA 22314-2730**
Chairman Smedberg called the meeting to order at 9:13 A.M. Following the Pledge of Allegiance, Roll Call was taken.

Approval of the Agenda – 3

Chairman Smedberg suggested Agenda Item #9B “Recommend Approval to Refinance VRE RRIF Loan” be moved to the end of the Agenda after a Closed Session. There were no objections.

Ms. Caddigan moved, with a second by Ms. Bulova, to approve the Amended Agenda. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Approval of the Minutes of the November 17, 2017 Operations Board Meeting – 4

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

Chairman’s Comments – 5

Chairman Smedberg announced Governor-Elect Northam has reappointed Jennifer Mitchell to continue to serve in her role as DRPT Director.

Chairman Smedberg announced this is the last Operations Board meeting for Mr. Thomas and Mr. Milde. He stated Mr. Thomas has represented the Stafford County Board of Supervisors since 2011 and has served on PRTC and VRE since 2013. Mr. Thomas is the presumptive Delegate-Elect to represent the 28th District in the House of Delegates. Chairman Smedberg stated VRE looks forward to continuing to work with Mr. Thomas in his new role. He presented a plaque and framed VRE photograph to Mr. Thomas in appreciation of his service on the Operations Board. Mr. Thomas thanked the Board and observed the VRE Operations Board works well together because it is a collaborative and non-partisan. He looks forward to continuing a good relationship with VRE in his role in the General Assembly.

Chairman Smedberg stated Mr. Milde has served on the VRE Operations Board for the past 11 years and has served as an officer for seven of those years. Mr. Milde served as chairman in 2010 and 2014 and under his leadership VRE operations transitioned from Amtrak to Keolis; four locomotives were purchased; the System 2040 Plan was developed; the Corridor Improvement Project MOU was amended to add the Potomac Shores Station; the Master Agreement was amended to comply with legislation giving DRPT a weighted vote; and the Board Member Recognition Program was established. Chairman Smedberg presented Mr. Milde with a plaque and framed VRE photograph in appreciation of his service to VRE.

Mr. Milde thanked Robert Gibbons, an early member of the Operations Board, for attending today’s meeting since he was instrumental in bringing Mr. Milde onto the Operations Board.
and took him under his wing. Mr. Milde stated the Operations Board is one of his favorite boards because of the way members work together, as well as seeing all the progress VRE has made over the years.

Board Members had an opportunity to express their appreciation to Mr. Thomas and Mr. Milde. Mr. Allen concluded by thanking them both for their service.

Chief Executive Officer’s Report – 6

Mr. Allen recapped VRE’s recent safety and security activities for the past month, including a perimeter fencing upgrade at the Broad Run Station and continued training of multiple first responders. He stated VRE puts an emphasis on safety and emergency training and it is good to see it has an impact. VRE recently received a letter from a family whose son had a medical emergency at the Burke Centre Station. VRE crews and other passengers assisted with first aid. This young man has fully recovered and his family credits the availability of the emergency medical equipment and the training of VRE crews with being a factor in his positive outcome.

Mr. Allen reported on-time performance for November was 91 percent system wide and average daily ridership was 19,700. He also gave a brief update on the December 9th Operation Lifesaver Santa Trains and the associated Toys for Tots campaign. Weeks of planning, coordinating and preparing went into this annual event involving 13 trains from five different stations throughout the day. He gave special recognition to several members of VRE’s Communication and Operations Department, including Jennifer Young, Jeremy Flores, Cindy King and Naquana Jenkins for their hard work to make the event a success. He also acknowledged the rest of the VRE staff, Keolis crews, CSX, Norfolk Southern, and the City of Manassas City Manager Pat Pate, as well as the police department, for their enhanced safety during the event.

Mr. Allen also reported the Lorton Station Platform Extension project was completed and opened for use on December 11th. Rolling Road is the next extension project.

Chairman Smedberg acknowledged Cindy Shelton, who was elected to the Aquia District seat on the Stafford County Board of Supervisors, replacing Mr. Milde.

VRE Riders’ and Public Comment – 7

There were no rider comments.

Consent Agenda – 8

On a motion by Mr. Kelley and a second by Mr. Milde, the Board unanimously approved the following Consent Agenda Items:

- Resolution #8A-12-2017: Authorization to Issue an Invitation for Bids for the Purchase and Delivery of Seat Bottoms for Passenger Railcars
- Resolution #8B-12-2017: Authorization to Issue a Request for Proposals for Construction Management Services for the Lifecycle Overhaul and Upgrade Facility
The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Referral of the Amended FY 2018 and Recommended FY 2019 VRE Operating and Capital Budgets to the Commissions and Localities – 9A

Chairman Smedberg stated the Operations Board is asked to adopt the revised FY 2018 and recommended FY 2019 VRE Operating and Capital budgets and refer them to the Commissions for their consideration and subsequent referral to the jurisdictions for their formal review and adoption; and to recommend the Commissions authorize the executive directors of NVTC and PRTC to take the necessary actions to apply for federal and state grant funding. Resolution #9A-12-2017 would accomplish this.

Mr. Buchanan reviewed the budget process and key budget assumptions. The recommended FY 2019 Operating and Capital Budget totals $149.5 million ($88.5 million in operating and $60.9 million in capital). The budget is balanced and includes funding for the highest priority capital projects. Service levels will remain at 32 daily revenue trains. The jurisdictional subsidy will increase by three percent, with no fare increase except for a $1 increase in the Amtrak Step-Up ticket. Moderate fuel costs are projected and average daily ridership is projected at 19,000. The budget includes one new FTE position (grant accountant).

Mr. Buchanan thanked the CAO Task Force for working with VRE on the budget, especially co-chairs Bob Leibbrandt and Mike Lake. The CAO Task Force supports the three percent subsidy increase, the Amtrak Step-Up increase, and one additional staffing position. The Capital Committee also reviewed the capital program in November.

Mr. Buchanan stated the FY 2018 Amended Budget has a net increase of $0.4 million in operating and a net increase of $16 million in capital, representing SmartScale and REF grants that were not yet committed at this time last year and capital reserve funding to keep projects moving forward.

Mr. Schofield reviewed the FY 2019 Capital Budget totaling $60.9 million. He gave an update on the Washington Union Terminal. VRE has been budgeting future federal funds for investments for the Washington Union Terminal. Looking ahead through 2022, construction and design projects have been identified. The preliminary ask for VRE’s share over the six-year period is $25-30 million (before potential credits). Mr. Schofield reviewed the 2019-2024 CIP and the capital funding challenges facing VRE in the coming years. If not addressed, the state transit fiscal cliff will impact key capital projects like mid-day storage and matching of federal formula grants.

Mr. Schofield stated the fiscal cliff will also impact operating as funds for track access fee reimbursement will decline substantially. VRE stands to lose $30 million over six years if the state match falls to eight percent. If access fee support drops from 84 percent to 50 percent, VRE faces a loss of an additional $19 million over six years. He stated if the fiscal cliff is not addressed this General Assembly Session, VRE could “muddle through” for a year or two but sustained decline in access fee funding could force reduction in service. This could result in a “death spiral” if riders seek other options. He reminded the Board
discretionary funding for expansion (NVTA, SmartScale, I-66 Outside the Beltway) cannot be repurposed, which will not solve core funding issues.

Mr. Schofield outlined the six-year CIP and broke down the active and future projects, and the associated expected funding. Chairman Smedberg asked when the Long Bridge project will get elevated to “active” status. Mr. Allen stated he considers it an active project in that the project is in the Environmental Impact Statement phase, even though funding has not been committed. Funding starts to ramp up when design starts. Mr. McLaughlin stated there was a public meeting on the EIS last night. He stated when preliminary engineering begins is, generally speaking, when the real money starts being spent.

Mr. Schofield stated Resolution #9A-12-2017 has been amended to delete the last resolve clause to remove language no longer needed.

Mr. Cook expressed his opinion using capital reserve funds to respond to the fiscal cliff is not a good practice. VRE needs to be prepared if the General Assembly does not address the fiscal cliff this Session. If it is not addressed, the Operations Board should consider in April 2018 asking staff to put together a shutdown plan. He stated this is a serious issue because in 2022 VRE would not have a sustainable budget. VRE’s messaging needs to include this. Mr. Schofield agreed dipping into capital reserves is bad practice. Mr. Cook stated VRE will need to look at its legal obligations regarding committed funds if service needs to shut down.

Ms. Cristol stated VRE’s legislative strategy and message should use the words “death spiral” and be clear about how the fiscal cliff impacts VRE. Ms. Bulova stated the Governor’s budget is being released December 18th and it is anticipated it will address Metro funding and the fiscal cliff. She stated it is critical for VRE to be clear on how VRE is impacted if the General Assembly does not address the fiscal cliff. She suggested putting together easy to understand factoids to include in VRE’s legislative strategy to help convey this message to legislators. Mr. Nohe stated he is optimistic on General Assembly action to address the fiscal cliff, but expressed some concern WMATA issues may cause some problems for VRE. Ms. Cristol stated Board Members need to be unified in the message that addressing the fiscal cliff is necessary but not sufficient. Mr. Kelly expressed his concern the General Assembly will not permanently fix the issue. If VRE needs to use its capital reserves to address the fiscal cliff, it means the 2040 expansion is off the table. There needs to be a long-term solution.

Mr. Kelly moved, with a second by Ms. Bulova, to approve Resolution #9A-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Authorization to Execute an Agreement with Amtrak to Conduct Ground Surveys for the Mid-Day Storage Facility Project – 9C

Chairman Smedberg stated the Operations Board is asked to authorize the CEO to execute an agreement with the National Passenger Railroad Corporation (Amtrak) allowing collection of ground surveys for a mid-day storage facility in an estimated amount of $278,881, plus a 10 percent contingency of $27,888, for a total not to exceed $306,769. Resolution #9C-12-2017 would accomplish this.
Mr. Allen explained the agreement will provide access, flagging, and other support activities during the collection of field data in support of the proposed Mid-Day Storage Replacement Facility.

Mr. Kelly moved, with a second by Mr. Skinner, to approve Resolution #9C-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Authorization to Execute Contract Options for Purchase and Delivery of Locomotive Fuel to VRE Yards – 9D

Chairman Smedberg stated the Operations Board is asked to authorize the CEO to execute a fourth option year for the purchase and delivery of locomotive fuel contracts with James River Solutions of Ashland, Virginia for fuel at the Crossroads Yard and Griffith Energy Services, Inc. of Manassas, Virginia for fuel at the Broad Run Yard for the year ending June 30, 2019. The contract option with James River Solutions is being recommended in an amount not to exceed $2,507,500, for a period of one year. The contract option with Griffith Energy Services, Inc. is being recommended in an amount not to exceed $1,742,500, for a period of one year. Resolution #9D-12-2017 would accomplish this.

Ms. Bulova moved, with a second by Mr. Skinner, to approve Resolution #9D-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Authorization to Extend the Lease Agreement for Parking at the Rippon Station – 9E

Chairman Smedberg stated the Operations Board is asked to authorize the CEO to extend a Lease Agreement with KP Big Crest Lane, LLC for parking at the Rippon Station in the amount of $178,466 for one year. Resolution #9E-12-2017 would accomplish this.

Ms. Caddigan moved, with a second by Mr. Naddoni, to approve Resolution #9E-12-2017. In response to a question from Mr. Nohe, Mr. Allen explained the proffer statement/development plan stipulates until the parking garage is constructed and available for use, VRE must lease the surface parking. Once the parking facility is built by the developer, parking for VRE will be embedded in the development. Mr. Nohe understands VRE’s hands are tied with the agreement, but the original intent of the proffer was for VRE to gain parking and not have to lease it long-term.

The Board then voted on the motion and it passed. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.
Authorization to Execute an Agreement for Project Controls Software License and Related Integration and Training – 9F

Chairman Smedberg stated the Operations Board is asked to authorize the CEO to execute an agreement to acquire e-Builder project controls software licenses and related training in the amount of $202,028, plus a 10 percent contingency of $20,203, for a total not to exceed $222,231. Resolution #9F-12-2017 would accomplish this.

Mr. Allen explained this software will provide a centralized, consistent, and comprehensive tool for staff to organize, monitor and manage VRE capital improvement projects through planning, design and construction.

Mr. Thomas asked about initial costs versus future annual costs. Mr. Hostelka explained the initial costs are for acquisition of the software package and requisite licenses for its use, assistance with integrating it into VRE’s system, and training. Annual costs are expected to be approximately $50,000.

Ms. Bulova moved, with a second by Mr. Skinner, to approve Resolution #9F-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Authorization to Amend the Mechanical Engineering Consulting Services Contract (MEC VI) – 9G

Chairman Smedberg stated the Operations Board is asked to authorize the CEO to amend the Mechanical Engineering Consulting Services Contract (MEC VI) in accordance with the revised Virginia Public Procurement Act (VPPA). Resolution #9G-12-2017 would accomplish this.

Mr. Allen explained the VPPA was amended on October 1, 2016 to increase the allowable maximum aggregate value of all Task Orders initiated to $6,000,000 per year for Professional Engineering contracts. This action would amend the MEC VI contract’s annual limit to $6,000,000 as well as the total not to exceed amount to $23,000,000 over the five-year term of the contract.

Ms. Bulova moved, with a second by Ms. Caddigan, to approve Resolution #9G-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Resolution of Support for Prince William County’s Application for Route 28 Corridor Improvements Funding for the NVTA FY 2018-2023 Six Year Program – 9H

Chairman Smedberg stated the Operations Board is asked to support Prince William County’s application for the Route 28 Corridor Improvements (Fitzwater Drive to Pennsylvania Avenue) project for funding consideration in the Northern Virginia Transportation Authority’s FY 2018-2023 Six Year Program (SYP). Resolution #9H-12-2017 would accomplish this.

Ms. Caddigan moved, with a second by Mr. Milde, to approve Resolution #9H-12-2017.
Mr. Nohe gave some background on the Route 28 project, which is a longstanding project and in theory fully funded. It has become clear the project needs to be modified because of VRE’s Manassas Line Rail Capacity Enhancement project. The two projects complement each other in support of future VRE growth. Chairman Smedberg noted this action has is no fiscal impact to VRE.

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

Resolution of Support for Arlington County’s Application for Crystal City Metrorail Station East Entrance and Intermodal Connections Funding for the NVTA FY2018-2023 Six Year Program – 9I

Chairman Smedberg stated the Operations Board is asked to support Arlington County’s application for the Crystal City Metrorail Station East entrance and Intermodal Connections for funding consideration in NVTA’s FY 2018-2023 Six Year Program. Resolution #9I-12-2017 would accomplish this.

Mr. Allen explained Arlington County has asked for a resolution of support from the VRE Operations Board as an interested stakeholder in the project, which will provide connectivity with VRE and the Crystal City Potomac Yard Transitway. The new Metrorail station entrance is aligned with the preferred site for the proposed VRE Crystal City Station. Ms. Cristol observed synchronicity to Metro is important and Arlington County appreciates VRE’s support. Chairman Smedberg noted this action has is no fiscal impact to VRE.

Ms. Cristol moved, with a second by Ms. Bulova, to approve Resolution #9I-12-2017. The vote in favor was cast by Board Members Bulova, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Skinner, Smedberg and Thomas.

Approval of 2018 VRE Officers – 9J

Chairman Smedberg asked Ms. Caddigan and Ms. Bulova, who served as the Nominating Committee, to give a report. Ms. Caddigan reminded the Board the office of chairman is rotated each year between the two Commissions. She is unable to serve as chairman next year but since she has a vested interest in the Potomac Shores Station, she would like to continue as an officer in the role of secretary. She thanked Mr. Nohe for agreeing to be nominated as chairman. The Nominating Committee recommends the following slate of officers for 2018:

Chairman:          Martin Nohe (PRTC)
Vice-Chairman:     Katie Cristol (NVTC)
Secretary:         Maureen Caddigan (PRTC)
Treasurer:         John Cook (NVTC)
Immediate Past Chairman: Paul Smedberg (NVTC)

Ms. Bulova moved, with a second by Mr. Skinner, to approve Resolution #9J-12-2017, which approves the recommended slate of officers.
Mr. Kelly observed Mr. Nohe will make a great chairman; however, the southern jurisdictions’ priorities are often different than the northern jurisdictions so it is important to have the southern jurisdictions represented. He suggested updating the By-Laws to include an At-Large Member on the Executive Committee. Mr. Thomas observed a Stafford County member was positioned to fill an officer spot but these are unique circumstances in which both Stafford County representatives on VRE will be replaced with new members. It did not seem fair to the Operations Board to replace that position with a newly appointed member.

Mr. Nohe stated his intent, as the chair of VRE and NVTA, to meet with FAMPO to discuss and align regional issues important to the southern jurisdictions. Chairman Smedberg also noted officers are receptive to hear about any issues or concerns a jurisdiction may have. Mr. Skinner expressed his opinion it is important Ms. Caddigan remain on the Executive Committee for her involvement with the Potomac Shores Station. Mr. Cook stated Mr. Kelly makes a good point but noted the Executive Committee meetings are open meetings so any member can participate. Chairman Smedberg also noted there are several committees (Capital Committee, Legislative Committee) where Board Members can participate.

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

Chairman Smedberg stated the new officers will be sworn in at the January 19th meeting.

**Spending Authority Report – 10A**

Chairman Smedberg stated the written report provides details on the following expenditures to report for November 2017:

- Task Order for $59,771 to Vanasse Hangen Brustlin, Inc. for preliminary site investigations and development of a project implementation plan for L’Enfant Station and track improvements.
- Task Order for $75,000 to Kensington Consulting, LLC for Facility Design Consulting and Assessment.
- Task Order for $88,776 to RPI Group, Inc. for Management of Inventory of Security Camera and Access Control Components.
- Amended Blanket Purchase Order with Digilink, Inc from $50,000 to an amount not to exceed $100,000 for printing services.

There were no questions.

**Departing Staff Recognition**

Mr. Allen recognized Jeremy Flores, who will be leaving VRE to take a new job at the Federal Transit Administration. Mr. Allen thanked him for Mr. Flores for his years of service and wished him well in his new position.

**Closed Session – 11**
Chairman Smedberg moved, with a second by Ms. Cristol, the following motion:

Pursuant to the Virginia Freedom of Information Act (Sections 2.2-3711.A (1) and (8) of the Code of Virginia), the VRE Operations Board authorized a Closed Session for the purpose of discussing one personnel matter involving a contractor employed by VRE, and one matter requiring consultation with legal counsel and necessary staff concerning the terms and conditions of a proposed Virginia Resources Authority refinancing of an existing Railroad and Rehabilitation Improvement Financing loan.

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

The Board entered into Closed Session at 10:53 A.M. Mr. Skinner left at 11:01 A.M. during the Closed Session and did not return. The Board returned to Open Session at 11:30 A.M.

Chairman Smedberg moved, with a second by Ms. Bulova, 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, Caddigan, Cook, Cristol, Jenkins, Kelly, McLaughlin, Milde, Naddoni, Nohe, Sebesky, Smedberg and Thomas.

Recommended Approval to Refinance VRE RRIF Loan – 9B

Chairman Smedberg stated the Operations Board is asked to recommend the Commissions approve a debt financing agreement with the Virginia Resources Authority (VRA) for the purpose of achieving debt service savings through a refinancing of VRE’s existing Railroad Rehabilitation and Improvement Financing (RRIF) loan that was used to purchase railcars. Resolution #9B-12-2017 would accomplish this.

Mr. Nohe moved, with a second by Ms. Cristol, to approve Resolution #9B-12-2017 with the following amendments:

- Add a fifth whereas clause: “The VRE Operations Board recognizes the value of the VRA refinancing option to the VRE, due to the estimated savings of 12 percent of net present value, and also recognizing the need to move forward quickly in order to accommodate VRA’s schedule.”
• Amend the existing resolve clause to add “Draft” prior to “VRA Term Sheet” and to add the following wording to the end of the sentence: “subject to reasonable and responsible resolution of issues currently under negotiation.”

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

**Operations Board Member Time – 12**

Ms. Caddigan wished everyone a Merry Christmas and Happy Holidays.

**Adjournment**

Mr. Milde moved, with a second by Mr. Thomas, to adjourn. Without objection, Chairman Smedberg adjourned the meeting at 11:33 A.M.

Approved this 19th day of January 2018.

_____________________________
Martin Nohe
Chairman

_____________________________
Maureen Caddigan
Secretary

**CERTIFICATION**

This certification hereby acknowledges the minutes for the December 15, 2017 Virginia Railway Express Operations Board Meeting have been recorded to the best of my ability.

_____________________________
Rhonda Gilchrest
Virginia Railway Express
Operations Board

Resolution
8A-12-2017

Authorization to Issue an Invitation for Bids for the
Purchase and Delivery of Seat Bottoms for Passenger Railcars

WHEREAS, each of VRE’s Gallery IV Cab and Trailer Cars are equipped with variable
combinations of three types of seats; and,

WHEREAS, the original seat bottoms on 21 Cab Cars and 50 Trailers Cars have become
worn and the foam padding has deteriorated; and,

WHEREAS, VRE’s lifecycle maintenance team recommends the replacement of seat
bottoms for 71 cars;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby
authorize the Chief Executive Officer to issue an Invitation for Bids for the purchase and
delivery of 21 Cab Car and 50 Trailer car seat bottoms for passenger railcars.

Approved this 15th day of December 2017

[Signature]
Paul Smedberg
Chairman

[Signature]
Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
8B-12-2017

Authorization to Issue a Request for Proposals for Construction Management Services for the Lifecycle Overhaul and Upgrade Facility

WHEREAS, the VRE Operations Board adopted a lifecycle maintenance strategy for VRE rolling stock; and,

WHEREAS, VRE will add a new building at the Crossroads Maintenance and Storage Facility (MSF) fully dedicated to lifecycle maintenance activities; and,

WHEREAS, the building construction is anticipated to be advertised in Spring 2018, pending property acquisition is completed; and,

WHEREAS, in anticipation of the building construction, VRE would like to engage a consultant to provide Construction Management Support from pre-construction through project closeout;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby acknowledge the determination made by the VRE Contract Administrator in accordance with the VRE Public Procurement Policies and Procedures that competitive bidding is not practicable, nor fiscally advantageous to VRE, and that competitive negotiation is the appropriate method to procure these services; and,

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to issue a Request for Proposals for Construction Management Services for the Lifecycle Overhaul and Upgrade (LOU) Facility.

Approved this 15th day of December 2017

Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9A-12-2017

Referral of the Amended FY 2018 and Recommended FY 2019 VRE Operating and Capital Budgets to the Commissions and Localities

WHEREAS, the VRE Master Agreement requires the Commissions be presented with a fiscal year budget for their consideration at their respective January meetings prior to the commencement of the subject fiscal year; and,

WHEREAS, the VRE Chief Executive Officer has provided the VRE Operations Board with the FY 2019 Operating and Capital Budget within the guidelines developed in cooperation with the chief administrative officers of the local jurisdictions; and,

WHEREAS, the FY 2019 budget proposes a 3% increase in the total jurisdictional subsidy over the FY 2018 contribution level; and,

WHEREAS, the FY 2019 budget proposes an increase to the amount charged to VRE passengers for Amtrak Step-Up tickets from $7 to $8, effective the first week of July 2018, with the start of the FY 2019 budget; and,

WHEREAS, apart from the Amtrak Step-Up increase described above, the FY 2019 budget proposes no other changes to passenger fares; and,

WHEREAS, VRE staff recommends a budget based on a service level of 32 daily trains and average daily ridership of 19,000 trips;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions adopt the FY 2019 VRE Operating and Capital Budget in the following amounts and forward this budget to the local jurisdictions for inclusion in their budgets and appropriations in accordance with the Master Agreement; and,

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<td>Total Operating and Capital</td>
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Resolution 9A-12-2017 continued

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions adopt the amended FY 2018 Operating and Capital Budget in the following amounts; and,

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<td>Operating Budget</td>
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<td>Capital Budget</td>
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<td>Total Operating and Capital</td>
<td>$150,021,789</td>
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BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Executive Directors of both PRTC and NVTC to submit to the Transportation Planning Board of the National Capital Region and to the Federal Transit Administration or other federal agencies, the appropriate Transit Improvement Program and grant applications for FY 2018 and FY 2019; and,

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Executive Director of NVTC to submit to the Commonwealth the approved budget as part of the FY 2019 state aid grant applications.

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Chief Executive Officer of VRE to submit appropriate projects to the Northern Virginia Transportation Authority or other funding authorities on behalf of the Commissions.

Approved this 15th day of December 2017

[Signature]
Paul Smedberg
Chairman

[Signature]
Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9B-12-2017

Recommend Approval to Refinance VRE RRIF Loan

WHEREAS, the Northern Virginia Transportation District Commission ("NVTC"), with the consent of the Potomac and Rappahannock Transportation District Commission ("PRTC," and, together with NVTC, the "Commissions") and the Participating and Contributing Jurisdictions, entered into a financing agreement with the Federal Railroad Administration pursuant to its Railroad Rehabilitation and Improvement Financing program in 2007 and subsequently borrowed a total of $68,953,913 pursuant to a series of draws under the program for railcars delivered between 2008 and 2012 (collectively, the "FRA Loan"); and,

WHEREAS, the FRA Loan is now administered by the U.S. Department of Transportation's Build America Bureau; and,

WHEREAS, the VRE Master Agreement provides that the Commissions shall utilize reasonable debt financing to the extent that such financing is advantageous to VRE and is in the interest of the parties to the Master Agreement, but requires the Commissions not incur debt related to VRE without the consent of all Participating and Contributing Jurisdictions; and,

WHEREAS, VRE staff has recommended the FRA Loan be refinanced with the proceeds of a loan to be obtained from the Virginia Resources Authority ("VRA") in an amount not to exceed $54,000,000, for a term not to exceed 15 years from its delivery date, and generating net present value savings of at least 3% of the refunded principal (collectively, the "VRA Loan"), as set forth in the VRA Term Sheet dated December 12, 2017; and,

WHEREAS, the VRE Operations Board recognizes the value of the VRA refinancing option to the VRE, due to the estimated savings of 12% of net present value, and also recognizes the need to move forward quickly in order to accommodate VRE schedule;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby recommend that the VRA Loan, upon the terms and conditions set forth in the draft VRA Term Sheet dated December 12, 2017, with such changes thereto as may be authorized by the Commissions, be approved by the Commissions for the purpose of refinancing the FRA Loan subject to reasonable and responsible resolution of issues currently under negotiation.
Resolution 9B-12-2017 continued:

Approved this 15\textsuperscript{th} day of December 2017

\begin{flushright}
\textit{Paul Smedberg}\\
Chairman
\end{flushright}

\begin{flushleft}
\textit{Katie Cristol}\\
Secretary
\end{flushleft}
Virginia Railway Express
Operations Board

Resolution
9C-12-2017

Authorization to Execute an Agreement with Amtrak to
Conduct Ground Surveys for the Midday Storage Facility Project

WHEREAS, VRE’s equipment is currently stored during middays in or around the Ivy City Complex; and,

WHEREAS, the space currently used by VRE will be used by Amtrak for their new high-speed equipment, which is on order and expected by 2021; and,

WHEREAS, VRE in collaboration with Amtrak is developing a midday storage replacement facility site for rolling stock north of Washington Union Station between the Northeast Corridor and New York Avenue NE; and,

WHEREAS, as part of project development, VRE is refining initial conceptual designs by conducting preliminary engineering and environmental studies as authorized by VRE Operations Board resolution #9B-07-2017; and,

WHEREAS, this agreement will allow VRE’s contractor to conduct ground surveys so that further design of a preferred layout can continue through the project development process; and,

WHEREAS, Amtrak will provide flagging and other support activities during the collection of field data;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute an agreement with the National Passenger Railroad Corporation (Amtrak) allowing collection of ground surveys for a midday storage facility in an estimated amount of $278,881, plus a 10% contingency of $27,888, for a total not to exceed of $306,769.

Approved this 15th day of December 2017

[Signatures]
Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

 Resolution
9D-12-2017

Authorization to Execute Contract Options for Purchase and Delivery of Locomotive Fuel to VRE Yards

WHEREAS, the third option year for the contracts to provide fuel at VRE yards expires on June 30, 2018; and,

WHEREAS, both contracts have one one-year option remaining; and,

WHEREAS, the fourth option year for the contracts would begin on July 1, 2018; and,

WHEREAS, exercising the option years before expiration of the prior option year will allow VRE to maximize the use of the fuel hedging mechanism to reduce cost volatility;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute the fourth option year for the Purchase and Delivery of Locomotive Fuel Contract for the Crossroads yard with James River Solutions in an amount not to exceed $2,507,500, for a period of one year; and,

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to execute the fourth option year for the Purchase and Delivery of Locomotive Fuel Contract for the Broad Run yard with Griffith Energy Services, Inc. in an amount not to exceed $1,742,500.

Approved this 15th day of December 2017

[Signatures]

Katie Cristol
Secretary

Paul Smedberg
Chairman
Virginia Railway Express
Operations Board

Resolution
9E-12-2017

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

WHEREAS, in May 2002, the Operations Board approved a three-year lease with Hazel Land for 320 parking spaces at the Rippon Station; and,

WHEREAS, these additional spaces were instrumental in reducing the parking shortage at Rippon where the parking lot was routinely 97% full; and,

WHEREAS, the Lease has been renewed several times since with the current extension set to expire at the end of February 2018; and,

WHEREAS, VRE staff is requesting permission to extend the Lease Agreement for one additional year through February 28, 2019;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to extend the Lease Agreement with KP Big Crest Lane, LLC in the amount of $178,466 for one year.

Approved this 15th day of December 2017

[Signatures]

Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9F-12-2017

Authorization to Execute an Agreement for Project Controls Software License and Related Integration and Training

WHEREAS, the adopted VRE System Plan 2040 calls for a significant expansion of the number and complexity of capital improvement projects managed by VRE; and,

WHEREAS, VRE requires a more centralized, consistent, and comprehensive approach to monitoring, managing, and reporting of project progress; and,

WHEREAS, a project control software package integrated with VRE’s Enterprise Resource Plan for Information Technology will greatly facilitate that task; and,

WHEREAS, the e-Builder project control software package, along with requisite integration and training services, is available through a US General Services Administration (GSA) cooperative purchasing schedule in accordance with VRE Public Procurement Policies and Procedures;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to Execute an Agreement to acquire e-Builder project control software through a GSA cooperative purchasing schedule in the amount of $202,028, plus a 10% contingency of $20,203, for a total not to exceed $222,231.

Approved this 15th day of December 2017

[Signatures]

Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9G-12-2017

Authorization to Amend the Mechanical Engineering Consulting Services Contract (MEC VI)

WHEREAS, the use of Mechanical Engineering Consulting contracts at VRE has proven to be an efficient and cost-effective means of performing mechanical engineering related activities required for a limited duration or needed in a timely manner on an as-needed basis; and,

WHEREAS, in April of 2015, the VRE Operations Board authorized execution of the current Mechanical Engineering Consulting Services contract (MEC VI); and,

WHEREAS, the MEC VI contract term is five years with a not to exceed amount of $5,000,000; and,

WHEREAS, HB 907, which passed during the 2016 legislative session and was signed by the Governor in March 2016, amended the Virginia Public Procurement Act granting Transportation Commissions, and thus VRE, an exception that allows the aggregate value of all Task Orders initiated under Professional Engineering contracts to be set at a maximum of $6,000,000 per year;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby authorize the Chief Executive Officer to amend the Mechanical Engineering Consulting Services contract (MEC VI) to the maximum limit of $6,000,000 per year for the remaining life of the existing contract and a total contract amount not to exceed $23,000,000.

Approved this 15th day of December 2017

Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9H-12-2017

VRE Operations Board Resolution of Support for
Prince William County's Application for Route 28 Corridor
Improvements Funding for NVTA FY 2018-2023 Six Year Program

WHEREAS, the passage of House Bill 2313 requires the NVTA to fund highway projects
that have been both included in TransAction and evaluated for congestion relief and
emergency evacuation by VDOT or mass transit capital projects that increase capacity; and,

WHEREAS, NVTA has issued a Call for Projects to agencies and jurisdictions for
consideration for funding with expected FY2018 through FY2023 revenues; and,

WHEREAS, Prince William County plans to apply for funding in the amount of $15,000,000
for construction of the Route 28 Corridor Improvements (Fitzwater Drive to Pennsylvania
Avenue) project; and,

WHEREAS, the project will improve multimodal access to the VRE Broad Run station by
widening the segment of Route 28 between Fitzwater Drive and Pennsylvania Avenue,
including the provision of pedestrian and bicycle facilities, as a component of the VRE
Manassas Line Rail Capacity Enhancements (TransAction Project ID 300); and,

WHEREAS, Prince William County staff have requested a resolution of support for the
project from the VRE Operations Board for inclusion with its application to NVTA;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby
endorse and support Prince William County's application for the Route 28 Corridor
Improvements (Fitzwater Drive to Pennsylvania Avenue) for funding consideration in the
NVTA FY 2018-2023 Six Year Program.

Approved this 15th day of December 2017

Paul Smedberg
Chairman

Katie Cristol
Secretary
Virginia Railway Express
Operations Board

Resolution
9I-12-2017

VRE Operations Board Resolution of Support for
Arlington County’s Application for Crystal City Metrorail Station East
Entrance and Intermodal Connections Funding for NVTA
FY 2018-2023 Six Year Program

WHEREAS, the passage of House Bill 2313 requires the NVTA to fund highway projects
that have been both included in TransAction and evaluated for congestion relief and
emergency evacuation by VDOT or mass transit capital projects that increase capacity; and,

WHEREAS, NVTA has issued a Call for Projects to agencies and jurisdictions for
consideration for funding with expected FY2018 through FY2023 revenues; and,

WHEREAS, Arlington County plans to apply for funding in the amount of $87,000,000 to
complete design and construction for the Crystal City Metrorail Station East Entrance and
Intermodal Improvements (TransAction Project Title Crystal City Metrorail Station Second
Entrance and Intermodal Connections, TransAction ID 89); and,

WHEREAS, the new entrance is aligned with and enhances connectivity to the preferred
site for the relocated VRE Crystal City station; and,

WHEREAS, Arlington County staff have requested a resolution of support for the project
from the VRE Operations Board for inclusion with its application to NVTA;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby
endorse and support Arlington County’s application for the Crystal City Metrorail Station
East Entrance and Intermodal Connections project for funding consideration in the NVTA
FY2018-2023 Six Year Program.

Approved this 15th day of December 2017

[Signatures]

Katie Cristol
Secretary

Paul Smedberg
Chairman
Virginia Railway Express
Operations Board

Resolution
9J-12-2017

Approval of 2018 VRE Officers

WHEREAS, the VRE Bylaws provides for the annual election of Officers to serve as Chairman, Vice Chairman, Secretary and Treasurer; and,

WHEREAS, the Office of Chairman shall be rotated each year between the two Commissions; and,

WHEREAS, the Chairman appointed a Nomination Committee and that Committee has made its recommendation of 2018 VRE Officers to the Operations Board;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby affirm the election of Martin Nohe as Chairman, Katie Cristol as Vice Chairman, Maureen Caddigan as Secretary, John Cook as Treasurer and Paul Smedberg as Immediate Past Chairman to serve as the 2018 VRE Officers to be installed at the January 19, 2018 Operations Board Meeting.

Approved this 15th day of December 2017

Katie Cristol
Secretary

Paul Smedberg
Chairman
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The Virginia Railway Express, a joint project of the Northern Virginia Transportation Commission and the Potomac Rappahannock Transportation Commission, will provide safe, cost-effective, accessible, reliable, convenient, and customer responsive commuter-oriented rail passenger service. VRE contributes to the economic vitality of its member jurisdictions as an integral part of a balanced, intermodal regional transportation system.
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</table>
SUCCESS AT A GLANCE

Data provided reflects October 2017 information.

PARKING UTILIZATION
The total number of parking spaces used in the VRE system during the month, divided by the total number of parking spaces available.

AVERAGE DAILY RIDERSHIP
The average number of boardings each operating day inclusive of Amtrak Step-Up boardings but excluding “S” schedule operating days.

ON-TIME PERFORMANCE
Percentage of trains that arrive at their destination within five minutes of the schedule.

SYSTEM CAPACITY
The percent of peak hour train seats occupied. The calculation excludes reverse flow and non-peak hour trains.

OPERATING RATIO
The monthly operating revenues divided by the monthly operating expenses, which depicts the percent of operating costs paid by the riders.

▲ Same month, previous year.
ON-TIME PERFORMANCE

OUR RECORD

<table>
<thead>
<tr>
<th></th>
<th>October 2017</th>
<th>September 2017</th>
<th>October 2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Manassas Line</td>
<td>90%</td>
<td>92%</td>
<td>93%</td>
</tr>
<tr>
<td>Fredericksburg Line</td>
<td>91%</td>
<td>87%</td>
<td>90%</td>
</tr>
<tr>
<td>System Wide</td>
<td>90%</td>
<td>89%</td>
<td>91%</td>
</tr>
</tbody>
</table>

REASONS FOR DELAYS

VRE operated 672 trains in October. Our on-time rate for October was 90%. Sixty-four of the trains arrived more than five minutes late to their final destinations. There were thirty-five late trains on the Manassas Line and twenty-nine late trains on the Fredericksburg Line.

We achieved our 90% on-time goal for the month for the first time since May 2017, and performed better than our rolling twelve-month on-time performance average. This accomplishment happened despite the major service disruption on October 20 where a track fire near the Long Bridge over the Potomac River caused three to four hour delays on most of our evening trains on both lines. Overall, train interference remains the leading cause of delays as our host railroads continue to improve the infrastructure.

*Includes those trains that were delayed due to late turns, weather, signal/switch failures and maintenance of way.

LATE TRAINS

VRE operated 672 trains in October. Our on-time rate for October was 90%. Sixty-four of the trains arrived more than five minutes late to their final destinations. There were thirty-five late trains on the Manassas Line and twenty-nine late trains on the Fredericksburg Line.

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*Includes those trains that were delayed due to late turns, weather, signal/switch failures and maintenance of way.
ON-TIME PERFORMANCE

VRE SYSTEM

3-Year Rolling Average
Current Stats

FREDERICKSBURG LINE

3-Year Rolling Average
Current Stats

MANASSAS LINE

3-Year Rolling Average
Current Stats
AVG DAILY RIDERSHIP

VRE SYSTEM

FREDERICKSBURG LINE

MANASSAS LINE
DECEMBER 2017
Ridership Updates

Average daily ridership (ADR) in October was approximately 19,700, which is about 400 more riders than last October and 300 more riders than this past September.

<table>
<thead>
<tr>
<th>Reason for Dismissal</th>
<th>Occurrences</th>
</tr>
</thead>
<tbody>
<tr>
<td>Passenger showed proof of a monthly ticket</td>
<td>14</td>
</tr>
<tr>
<td>One-time courtesy</td>
<td>15</td>
</tr>
<tr>
<td>Per the request of the conductor</td>
<td>8</td>
</tr>
<tr>
<td>Defective ticket</td>
<td>0</td>
</tr>
<tr>
<td>Per Ops Manager</td>
<td>0</td>
</tr>
<tr>
<td>Unique circumstances</td>
<td>0</td>
</tr>
<tr>
<td>Insufficient information</td>
<td>6</td>
</tr>
<tr>
<td>Lost and found ticket</td>
<td>0</td>
</tr>
<tr>
<td>Other</td>
<td>0</td>
</tr>
<tr>
<td>Total Waived</td>
<td>43</td>
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</table>

<table>
<thead>
<tr>
<th>Reason for Dismissal</th>
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<tbody>
<tr>
<td>Guilty (G)</td>
<td>20</td>
</tr>
<tr>
<td>Not Guilty (NG)</td>
<td>15</td>
</tr>
<tr>
<td>Guilty in absentia (GA)</td>
<td>12</td>
</tr>
<tr>
<td>Dismissed (D)</td>
<td></td>
</tr>
<tr>
<td>Continued to next court date (C)</td>
<td></td>
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<tr>
<td>Prepaid prior to court (PP)</td>
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Summonses Issued

VRE System

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<td>0</td>
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<td>43</td>
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</table>

Monthly Summonses

Court Action

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</table>

Summons Waived

Outside of Court

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<tr>
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</tr>
</tbody>
</table>
TRAIN UTILIZATION

FREDERICKSBURG LINE

MANASSAS LINE
PARKING UTILIZATION

FREDERICKSBURG LINE

MANASSAS LINE

*Denotes stations with overflow parking available that is now being included in final counts
A copy of the October 2017 Operating Budget Report is attached.

Fare revenue through the first four months of FY 2018 is $870,304 above budget (a favorable variance of 6.5%) and is up 0.4% compared to the same period in FY 2017.

The operating ratio through October is 54%. VRE’s budgeted operating ratio for the full twelve months of FY 2018 is 50%.

A summary of the FY 2018 financial results through October follows, including information on the major revenue and expense categories. Please note that these figures are preliminary and unaudited.

<table>
<thead>
<tr>
<th>FY 2018 Operating Budget Report</th>
<th>Month Ended October 31, 2017</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>CURR. MO. ACTUAL</td>
</tr>
<tr>
<td>Operating Revenue</td>
<td></td>
</tr>
<tr>
<td>Passenger Ticket Revenue</td>
<td>3,626,518</td>
</tr>
<tr>
<td>Other Operating Revenue</td>
<td>12,264</td>
</tr>
<tr>
<td>Subtotal Operating Revenue</td>
<td>3,638,782</td>
</tr>
<tr>
<td>Jurisdictional Subsidy (1)</td>
<td></td>
</tr>
<tr>
<td>Federal/State/Other Jurisdictional Subsidy</td>
<td>2,546,155</td>
</tr>
<tr>
<td>Appropriation from Reserve/Other</td>
<td>-</td>
</tr>
<tr>
<td>Interest Income</td>
<td>44,039</td>
</tr>
<tr>
<td>Total Operating Revenue</td>
<td>6,228,976</td>
</tr>
<tr>
<td>Operating Expenses</td>
<td></td>
</tr>
<tr>
<td>Departmental Operating Expenses</td>
<td>5,661,248</td>
</tr>
<tr>
<td>Debt Service</td>
<td>559,812</td>
</tr>
<tr>
<td>Other Non-Departmental Expenses</td>
<td>-</td>
</tr>
<tr>
<td>Total Operating Expenses</td>
<td>6,221,060</td>
</tr>
<tr>
<td>Net income (loss) from Operations</td>
<td>7,917</td>
</tr>
</tbody>
</table>

Operating Ratio

54%  48%  Goal  50%

(1) Total jurisdictional subsidy is $17,250,240. Portion shown is attributed to Operating Fund only.
FACILITIES UPDATE

The following is a status update of VRE facilities projects:

Completed projects:
1. Replacement of waste and recycling receptacles at Lorton Station
2. Replacement of poster cases at Lorton Station
3. Replacement of signage at Lorton Station
4. Painting of Woodbridge Station and parking garage
5. Repairs to platform concrete at Alexandria, Quantico and Brooke Stations
6. Repairs to wayside power wiring connections at Broad Run Yard

Projects scheduled to be completed this quarter:
1. Repairs to platform concrete at Lorton Station
2. Replacement of building perimeter caulking at Manassas Station parking garage
3. Installation of monitoring wells on two outfall drainage pipes at Broad Run Yard to allow for accurate discharge sampling for VPDES General Permit compliance
4. Upgrades to electrical power supply for new communications cabinets at Rolling Road, Burke Centre and Fredericksburg Stations
5. Replacement of signage at L’Enfant, Crystal City, Rippon, Brooke and Backlick Road Stations

Projects scheduled to be initiated this quarter:
1. Design of platform widening at L’Enfant Station
2. Replacement of signage at Franconia-Springfield and Fredericksburg Stations
3. Repairs to fascia and soffit at Woodbridge Station east building
4. Replacement of ADA parking signage at Brooke and Leeland Road Stations
5. Minor renovations to VRE Fredericksburg office
6. Installation of pathfinder signs for Spotsylvania Station
7. Replacement of light poles and fixtures at Manassas Station
8. Repairs to platform concrete at Manassas Station
9. Replacement of parking lot signage at Broad Run Station
10. Replacement of tactile warning strips at various stations
11. Replacement of aging HVAC units throughout VRE system
12. Replacement of waste and recycling receptacles throughout VRE system

Ongoing projects:
1. Modernization of west elevator at Franconia-Springfield Station (scheduled for completion of work by end of December 2017, opening in January 2018)
2. Development of specifications for modernization of Woodbridge Station east elevator
3. Development of design of platform concrete rehabilitation and other station improvements at Fredericksburg Station (to be managed by Office of Development)
4. Development of IFB for Canopy Roof Replacement at the Backlick and Rolling Road Stations
UPCOMING PROCUREMENTS

Scope of Work Pending:

• Replacement of Tactile Warning Strips at Station Platforms
• Purchase of Passenger Elevators
• Construction of the Lifecycle Overhaul and Upgrade Facility
• Construction Management Services for the Lifecycle Overhaul and Upgrade Facility
• Program Management Services
• Graphic Design Services
• Canopy Roof Replacement at the Backlick and Rolling Road Stations
• Passenger Railcar Truck Overhaul Services
• Modernization of VRE Woodbridge Station East Elevator
• Repair and Overhaul of Passenger Car HVAC Assemblies
• Repair and Overhaul of Passenger Car Wheelchair Lift Assemblies
• Insurance Brokerage Services
• Maintenance/Custodial and Seasonal Services for VRE Facilities
• Disaster Management Services
CAPITAL PROJECTS UPDATES
AS OF NOVEMBER 3, 2017

Broad Run Expansion Study (was Gainesville-Haymarket Expansion Study) (BRX/GHX)
- Met with Prince William County Environmental Division Chief on October 10th
- Attended internal meeting to review design standards and yard schematics on October 10th
- Participated in BRX Project Management Team (PMT) meeting on October 11th
- Attended schematic design review meeting on October 19th
- BRX safety and security certification task order kick-off occurred in October 19th
- Participated in BRX PMT meeting on October 25th
- Met with Prince William Country Planning Director to review BRX expansion on October 30th

VRE Core Capacity Project Implementation Strategy
- Prepared project description and capacity analysis summary for Federal Transit Administration (FTA) review

Quadrennial Constrained Long Range Plan (CLRP) Financial Analysis
- VRE staff participated in Transportation Planning Board (TPB) Long Range Plan Task Force Meeting on October 18th

Midday Storage Replacement Facility
- Submitted NEPA Categorical Exclusion (CE) documentation to Federal Transit Administration (FTA)
- FTA confirmed receipt of CE and all attachments
- Public Involvement Plan being updated
- Sent concurrence memo to Amtrak and it is under legal review
- Geotech borings completed and being reviewed
- Project agreement review and discussion continued
DECEMBER 2017

- Draft survey-only agreement received from Amtrak and under Legal review

Rolling Road Platform Extension
- Submitted revised plans based on Norfolk Southern comments; followed-up with a request for updated status and comments
- Dewberry submitted plans to Fairfax County for review

Crossroads Real Estate Acquisition
- At October 24th Board of Supervisors (BOS) meeting rezoning approved unanimously

Long Bridge Expansion Study
- The Department of Rail and Public Transportation (DRPT) conducted a "feasibility analysis" of Long Bridge options; DRPT provided preliminary results at PMT meeting in October
- The concept of using existing bridge and superstructure to add additional capacity and save time, costs and constructability issues was introduced by DRPT
- Level 2 screening resulted in 2 and 4 track bridge options to be selected for further analysis; this will depend on results of DRPT’s feasibility analysis
- Drafted Memorandum of Agreement (MOA) with Federal Railroad Administration (FRA) comments received and forwarded for Legal review

Southeast High Speed Rail Corridor (DC2RVA) Coordination
- FRA approved Draft Environmental Impact Statement (DEIS)
- VRE Staff complied comments of the DEIS document for review by VRE Chief Development Officer; comments to be integrated and transmitted to DRPT

Washington Union Station Project EIS
- Provided comments to Amtrak on 90 percent drawings
Lorton Platform Extension

- On site and regular communication and coordination with CSXT, Fairfax County, utilities, and other stakeholders (including regularly scheduled project meetings with Hammerhead Construction, the prime contractor)
- Site preparation and submittals continued in preparation for fill operations, including concrete form setting, steel and concrete placement, and conduit installations and drainage installation
- Site preparation occurred for roofing and painting work
- Light poles delivered on site
- Railing installation has begun
- Drainage and Civil Earthwork continued
- Project meetings held October 25th and November 1st

Arkendale to Powell’s Creek Third Track Project

- Project cleanup and work on eroded areas at Retaining Wall 14 and Bauer Road Bridge continuing as other scope, contract, and agreement issues are resolved between CSXT, DRPT and the contractor
- CSXT contractor KCC has finished Bauer Road Bridge and has demobilized off of project

Quantico Station

- 60 percent design for station and 90 percent design for site, civil, drainage, track, and retaining wall in vicinity of station released to stakeholders for review and comment
- DRPT Task Order for STV to be able to complete 60-to-90 percent design was executed
- Utility location and potential conflicts coordinated on site through CSXT
- Progress meeting/calls scheduled every 2 weeks began September 14th

Potomac Shores Station

- Re-design of station concept waiting on Arkendale to Powell’s Creek agreements to be finalized
- Received and reviewing contractor’s responses to previous comments; responses will be addresses with new sets of comments on 100 percent plans
- Contract Amendment 2 revised scope/description of work received from CSX to incorporate into Contract Amendment 2. VRE and Potomac Shores reviewed week ending November 3rd

Franconia-Springfield Station Improvements

- The General Engineering Consultant (GEC) 30 percent plans are pending Hazard Analysis and access decisions
- Updated the monthly Capital Improvement Program progress report
DECEMBER 2017

- Received additional backup material for Invoice #13 and recommended payment
- Received, reviewed, and commented on the CSX Draft Design Review Agreement
- Attended the DC2RVA DEIS public meeting in Richmond on October 10th
- Provided additional internal comments on DC2RVA Draft EIS on October 11th
- Participated in the DC2RVA VRE bi-weekly coordination meeting/call on October 17th
- Provided a project update to Northern Virginia Transportation Authority (NVTA) for grant reporting requirements
- Participated in the GEC bi-weekly coordination meeting/call on October 23rd
- Participated in internal discussions about possible programmatic categorical exclusion
- Participated in the DC2RVA bi-weekly coordination meeting/call on October 31st
- Updated the project status on the Capital Planning and Coordination spreadsheet

Lorton Station Improvements (Second Platform)

- Continued to process update on the draft design review agreement through legal
- The General Engineering Consultant (GEC) 30 percent plans are pending Hazard Analysis, NFPA 130, and access decisions
- Updated the monthly Capital Improvement Program progress report
- Received additional backup material for Invoice #13 and recommended payment
- Received, reviewed, and commented on the CSX Draft Design Review Agreement
- Attended the DC2RVA DEIS public meeting in Richmond on October 10th
- Provided additional internal comments on DC2RVA Draft EIS on October 11th
- Participated in the DC2RVA VRE bi-weekly coordination meeting/call on October 17th
- Corresponded with Department of Conservation and Recreation (DCR) regarding Laurel Hill Connector Trail Study
- Provided a project update to NVTA for grant reporting requirements
- Participated in the GEC bi-weekly coordination meeting/call on October 23rd
- Participated in the DC2RVA bi-weekly coordination meeting/call on October 31st
- Updated the project status on the Capital Planning and Coordination spreadsheet
- Participated in the internal Capital Planning and Coordination Meeting on November 1st

Rippon Station

- Continued development of 30 percent plans and cost estimate
- Updated the monthly Capital Improvement Program progress report
- Received additional backup material for Invoice #13 and recommended payment
- Attended the DC2RVA DEIS public meeting in Richmond on October 10th
▪ Provided additional internal comments on DC2RVA Draft EIS on October 11th
▪ Participated in the DC2RVA VRE bi-weekly coordination meeting/call on October 17th
▪ Provided a project update to NVTA for grant reporting requirements
▪ Participated in the GEC bi-weekly coordination meeting/call on October 23rd
▪ Participated in the DC2RVA bi-weekly coordination meeting/call on October 31st
▪ Updated the project status on the Capital Planning and Coordination spreadsheet
▪ Participated in the internal Capital Planning and Coordination Meeting on November 1st

Leeland Road Station
▪ Continued development of 30 percent plans and cost estimate
▪ Updated the monthly Capital Improvement Program progress report
▪ Received additional backup material for Invoice #13 and recommended payment
▪ Reviewed and provided comments to legal on Draft REF Agreement
▪ Attended the DC2RVA DEIS public meeting in Richmond on October 10th
▪ Provided additional internal comments on DC2RVA Draft EIS on October 11th
▪ Participated in an internal Rail Enhancement Fund (REF) grant agreement meeting with Finance on October 11th
▪ Participated in the DC2RVA VRE bi-weekly coordination meeting/call on October 17th
▪ Continued working with legal on the latest draft DRPT REF Grant Agreement
▪ Participated in the GEC bi-weekly coordination meeting/call on October 23rd
▪ Sent DRPT the latest draft REF Grant Agreement for final review and acceptance
▪ Participated in the DC2RVA bi-weekly coordination meeting/call on October 31st
▪ Updated the project status on the Capital Planning and Coordination spreadsheet
▪ Participated in the internal Capital Planning and Coordination Meeting on November 1st

Brooke Station
▪ Continued development of 30 percent plans and cost estimate
▪ Updated the monthly Capital Improvement Program progress report
▪ Received additional backup material for Invoice #13 and recommended payment
▪ Reviewed and provided comments to legal on Draft REF Agreement
▪ Attended the DC2RVA DEIS public meeting in Richmond on October 10th
▪ Provided additional internal comments on DC2RVA Draft EIS on October 11th
▪ Participated in an internal Rail Enhancement Fund (REF) grant agreement meeting with Finance on October 11th
▪ Began developing an estimate using the cost tool for the new Option 7 concept
▪ Participated in the DC2RVA VRE bi-weekly coordination meeting/call on October 17th
▪ Participated in the GEC bi-weekly coordination meeting/call on October 23rd
▪ Continued refining an estimate using the cost tool for the new Option 7 concept
▪ Sent DRPT the latest draft REF Grant Agreement for final review and acceptance
▪ Participated in the DC2RVA bi-weekly coordination meeting/call on October 31st
▪ Updated the project status on the Capital Planning and Coordination spreadsheet
▪ Participated in the internal Capital Planning and Coordination Meeting on November 1st

**Alexandria Pedestrian Tunnel Project**

▪ Participated in VRE internal meeting regarding project goals and funding
▪ Authorized Virginia Department of Transportation (VDOT) Draw #8 on September 15th for $29,802.60
▪ Responded to inquiries about timing of the advertisement for the contracts on September 25th and September 29th
▪ Processed an invoice for services through September 1st from Gannet Fleming
▪ Prepared a timeline of major activities
▪ Updated NVTA matrix on status of project
▪ Participated in internal meeting to review information on history of project
▪ Requested and received a color site plan of the Expansion of the King Street Station Bus Facility from City of Alexandria
▪ Provided additional City of Alexandria documentation from 1975 for the tunnel to be included in Metro’s plans
▪ Worked on revision to Level Boarding Analysis for submittal to FTA and FRA

**Crossroads Lifecycle Overhaul & Upgrade Facility**

▪ Continued working on Division 001 specifications for IFB
▪ Met with VRE Manager of System Safety to discuss Threat and Vulnerability Assessment task order for LOU; coordinated delivery of materials to consultant so that they can create a scope of work and task order proposal for the certification
▪ Discussed Safety and Security Analysis/Certification scope of work with VRE Manager of System Safety; prepared timeline for project through property acquisition and procurement to get to bid in list and calendar format
▪ Continue to coordinate with Spotsylvania County about the site permit and keeping VRE informed. New information concerning the conditions of the zoning change require tree buffers at the south end of the property that will be acquired once the zoning is approved and other pending FTA action
-reviewed GEC VII scope of work for Construction Management (CM) Services task order with VRE Manager of Project Implementation
- Began Independent Cost Estimate (ICE) for the task order for CM services to include pre-construction services
- Sent update project consultant regarding progress on property acquisition
- Revised GEC VII scope of work for CM Services task order and invited consultant in to discuss
- Reviewed GEC VII timeline for CM Services task order with VRE Manager of Project Implementation
- Reviewed project schedule and construction timeline; agreed to conduct monthly internal update meetings
- Met with General Planning Consultant personnel to discuss construction management task order on November 2nd
- Sent comments on Best Management Practices Facility Agreement form to project consultant to coordinate with Spotsylvania County

L’Enfant (North) Storage Track Wayside Power
- Project consultant completed as-built inspection on October 9th and submitted summary of comments to VRE
- Met with C3M to discuss work items needed to complete as-built plans; sent comments to AECOM about discussion. Received comments back from AECOM and reviewed
- Met with C3M, AECOM, and HDR on October 23rd to discuss work items needed to complete as-built plans
- Responded to inquiry from auditors regarding CSXT invoice
- Reviewed CSXT invoice through October 11th and requested information from CSX on November 1st
- Plan for initial train storage shifted to December 4th
- Coordinated with CSX for their completion of the derail

L’Enfant (South) Storage Track Wayside Power
- Requested update from Pepco on review status on October 27th
- Sent e-mail to CSX about agreements

Slaters Lane/Alexandria Track 1 Access
- Provided comments on Construction Agreement sent by Legal to CSXT and VRE
- Reviewed request from NVTA to provide a progress report for CSX invoices
- Requested CSX to submit progress reports (as requested by NVTA) identifying the invoice numbers, dates and amounts
• Spoke to CSX Accounting personnel on October 26th regarding progress report request
• Reviewed CSX response for request of progress reports; they will forward

**Manassas Park Station Parking Expansion**

- Responded to construction contractor regarding project
- Participated in internal meeting on October 16th to discuss current project status and outstanding items
- Attended City of Manassas Park governing body public hearing on October 17th when zoning waiver for parking space size was presented
- Reviewed and revised package of materials submitted by VHB for NS submittal; sent back revised package to VHB
- Reviewed 30 percent plans and cross-checked with comment summary
- Revised comment summary into Excel format for ease in use
- Reviewed cost estimate submitted by VHB
- Sent reminder to City of Manassas Park staff about comments/discussion on the Traffic Impact Study submitted on September 15th
- Received and reviewed 5-sheet NS plan set
- Spoke to personnel at NS on October 27th about desire to coordinate
- Received details from VHB for comparing 8.5-wide' parking spaces with 9'-wide parking spaces

**Crystal City Station Improvements**

- Met with VHB to develop project schedule and cost to complete concept design and ongoing tasks

**Station Signage**

- Brooke Station sign package, including location plans, sign list, and notes, were circulated among VRE staff for review
- Field visit to Crystal City, L'Enfant, and Backlick Road on October 13th
- Sign package for Rippon delivered to VRE Manager of Project Implementation on October 20th
## PROJECTS PROGRESS REPORT

As of November 3, 2017

### PASSENGER FACILITIES

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>DESCRIPTION</th>
<th>CD</th>
<th>PD</th>
<th>EC</th>
<th>RW</th>
<th>FD</th>
<th>CN</th>
</tr>
</thead>
<tbody>
<tr>
<td>Union Station Improvements</td>
<td>Station and concourse improvements at Amtrak</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>(Amtrak/VRE Joint Development)</td>
<td>VRE and Amtrak</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Alexandria Station Improvements</td>
<td>Pedestrian tunnel to METRO and</td>
<td></td>
<td></td>
<td></td>
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<td>NA</td>
</tr>
<tr>
<td></td>
<td>eliminate grade track crossing.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>Modify Sitter's Lane Interlocking and</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>East Platform for passenger trains on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>Track #1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>Extend East Platform and elevate</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>West Platform.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Franconia-Springfield Station</td>
<td>Extend both platforms and widen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Improvements</td>
<td>East Platform for future third track.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>London Station Improvements</td>
<td>Extend existing platform.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>Constructs new second platform with pedestrian</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>overpass.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Rippon Station Improvements</td>
<td>Extend existing platform, construct new second</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>platform with pedestrian overpass.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Potomac Shores Station</td>
<td>New VRE station in Prince William</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Improvements</td>
<td>County provided by private developer.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Quantico Station Improvements</td>
<td>Extend existing platform, construct new second</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>platform with pedestrian overpass.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Brooke Station Improvements</td>
<td>Extend existing platform, construct new second</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>platform with pedestrian overpass.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Noland Road Station Improvements</td>
<td>Extend existing platform, construct new second</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>platform with pedestrian overpass.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Manassas Park Parking Expansion</td>
<td>Parking garage to increase parking capacity to 1,000 spaces.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Parking Road Station Improvements</td>
<td>Extend existing platform.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Crystal City Station Improvements</td>
<td>Replace existing site platform with</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>new, longer island platform.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
<tr>
<td>Broad Run Station Improvements</td>
<td>Parking garage to increase parking capacity by 900 spaces.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>NA</td>
</tr>
</tbody>
</table>

**PHASE:** CD - Conceptual Design, PD - Preliminary Design, EC - Environmental Clearance, RW - Right of Way Acquisition, FD - Final Design, CN - Construction

**STATUS:** Completed, Underway, On Hold

*Total project cost estimate in adopted FY2018 CIP Budget*
## Projects Progress Report

### December 2017

<table>
<thead>
<tr>
<th>ESTIMATED COST ($)</th>
<th>Funded</th>
<th>Undelivered</th>
<th>Authorized</th>
<th>Expenditure</th>
<th>Percent Complete</th>
<th>Date</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total</td>
<td>3,201,760</td>
<td>3,201,760</td>
<td>-</td>
<td>1,972,369</td>
<td>602,342</td>
<td>84%</td>
<td>4th QTR 2017</td>
</tr>
<tr>
<td>10,021,865</td>
<td>10,021,865</td>
<td>-</td>
<td>1,846,875</td>
<td>1,334,413</td>
<td>51%</td>
<td>3rd QTR 2020</td>
<td>60% Comments under review.</td>
</tr>
<tr>
<td>7,000,000</td>
<td>7,000,000</td>
<td>-</td>
<td>467,500</td>
<td>90,749</td>
<td>32%</td>
<td>2nd QTR 2018</td>
<td>Construction is anticipated to start as part of CSXT work program.</td>
</tr>
<tr>
<td>2,400,000</td>
<td>400,000</td>
<td>2,000,000</td>
<td>-</td>
<td>-</td>
<td>5%</td>
<td>2nd QTR 2020</td>
<td>Design work on East Platform only. West Platform elevation funded.</td>
</tr>
<tr>
<td>13,000,000</td>
<td>13,000,000</td>
<td>-</td>
<td>272,863</td>
<td>272,863</td>
<td>22%</td>
<td>2nd QTR 2020</td>
<td>Preliminary engineering is anticipated to be complete in Winter 2017.</td>
</tr>
<tr>
<td>2,500,000</td>
<td>2,500,000</td>
<td>-</td>
<td>1,846,675</td>
<td>1,330,116</td>
<td>75%</td>
<td>4th QTR 2017</td>
<td>Construction resumed following delay to confirm location of new crossing track under Atlantic Gateway.</td>
</tr>
<tr>
<td>16,150,000</td>
<td>16,150,000</td>
<td>-</td>
<td>2,199,348</td>
<td>2,199,348</td>
<td>20%</td>
<td>2nd QTR 2020</td>
<td>Preliminary engineering is anticipated to be complete in Winter 2017.</td>
</tr>
<tr>
<td>16,632,716</td>
<td>16,632,716</td>
<td>-</td>
<td>153,737</td>
<td>153,737</td>
<td>10%</td>
<td>4th QTR 2021</td>
<td>Preliminary engineering is anticipated to be complete by August 2018.</td>
</tr>
<tr>
<td>No costs for PWE. Private developers providing station.</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>TBD</td>
<td>On hold pending resolution of DRPT/CXT/PWA issues anticipated in September 2017.</td>
</tr>
<tr>
<td>9,500,000</td>
<td>9,500,000</td>
<td>574,706</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>30%</td>
<td>TBD</td>
</tr>
<tr>
<td>21,334,506</td>
<td>21,334,506</td>
<td>-</td>
<td>167,621</td>
<td>167,621</td>
<td>37%</td>
<td>4th QTR 2021</td>
<td>Preliminary engineering is anticipated to be complete by August 2018.</td>
</tr>
<tr>
<td>14,336,156</td>
<td>14,336,156</td>
<td>-</td>
<td>140,233</td>
<td>140,233</td>
<td>32%</td>
<td>4th QTR 2021</td>
<td>Preliminary engineering is anticipated to be complete by August 2018.</td>
</tr>
<tr>
<td>19,600,000</td>
<td>2,500,000</td>
<td>17,100,000</td>
<td>182,142</td>
<td>233,186</td>
<td>10%</td>
<td>2nd QTR 2018</td>
<td>30% design plans received and under review.</td>
</tr>
<tr>
<td>2,000,000</td>
<td>2,000,000</td>
<td>-</td>
<td>442,900</td>
<td>177,660</td>
<td>14%</td>
<td>3rd QTR 2020</td>
<td>60% design plans under review by NRE.</td>
</tr>
<tr>
<td>21,160,000</td>
<td>400,000</td>
<td>20,760,000</td>
<td>278,767</td>
<td>156,855</td>
<td>5%</td>
<td>2nd QTR 2023</td>
<td>NTP for alternatives analysis and conceptual design issued December 2016.</td>
</tr>
<tr>
<td>24,420,000</td>
<td>3,820,000</td>
<td>20,000,000</td>
<td>2,031,263</td>
<td>393,120</td>
<td>30%</td>
<td>TBD</td>
<td>Project to be completed as part of Broad Run Expansion Project.</td>
</tr>
</tbody>
</table>
## TRACK AND INFRASTRUCTURE

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>DESCRIPTION</th>
<th>PHASE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hamilton-to-Crossroads Third Track</td>
<td>2 1/4-miles of new third track with CSX design and construction of signal and track tie-ins.</td>
<td>CD: ◆</td>
</tr>
</tbody>
</table>

## MAINTENANCE AND STORAGE FACILITIES

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>DESCRIPTION</th>
<th>PHASE</th>
</tr>
</thead>
<tbody>
<tr>
<td>L’Enfant North Storage Track and Wayside Power</td>
<td>Conversion of existing siding into a midday train storage track.</td>
<td>CD: ◆</td>
</tr>
<tr>
<td>L’Enfant South Storage Track and Wayside Power</td>
<td>Conversion of CSX Temporary Track to VRE Storage Track (1,350 feet) and Associated Signal Work and</td>
<td>CD: ◆</td>
</tr>
<tr>
<td>Lifecycle Overhaul and Upgrade Facility</td>
<td>New LOU facility to be added to the Crossroads MSF.</td>
<td>CD: ◆</td>
</tr>
<tr>
<td>Crossroads Maintenance and Storage Facility Land Acquisition</td>
<td>Acquisition of 16.5 acres of land, construction of two storage tracks and stormwater retention and new</td>
<td>CD: N/A</td>
</tr>
<tr>
<td>Midday Storage</td>
<td>New York Avenue Storage Facility; Planning, environmental and preliminary engineering.</td>
<td>CD: ◆</td>
</tr>
</tbody>
</table>

## ROLLING STOCK

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>DESCRIPTION</th>
<th>PHASE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Passenger Railcar Procurement</td>
<td>Acquisition of 29 new railcars (15 received + 14 being built)</td>
<td>CD: N/A</td>
</tr>
<tr>
<td>Positive Train Control</td>
<td>Implement Positive Train Control for all VRE locomotives and control cars.</td>
<td>CD: N/A</td>
</tr>
</tbody>
</table>

## PLANNING, COMMUNICATIONS AND IT

<table>
<thead>
<tr>
<th>PROJECT</th>
<th>DESCRIPTION</th>
<th>PHASE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Broad Run Expansion (was Gainesville-Haymarket Extension)</td>
<td>NEPA and PE for expanding commuter rail service capacity in Western Prince William County</td>
<td>CD: ◆</td>
</tr>
<tr>
<td>Mobile Ticketing</td>
<td>Implementation of a new mobile ticketing system.</td>
<td>CD: N/A</td>
</tr>
<tr>
<td>Total</td>
<td>Funded</td>
<td>Unfunded</td>
</tr>
<tr>
<td>---------</td>
<td>----------</td>
<td>----------</td>
</tr>
<tr>
<td>32,500,000</td>
<td>32,500,000</td>
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<tr>
<td>4,283,618</td>
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</tr>
<tr>
<td>3,965,000</td>
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</tr>
<tr>
<td>35,196,323</td>
<td>35,196,323</td>
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</tr>
<tr>
<td>2,950,000</td>
<td>2,950,000</td>
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</tr>
<tr>
<td>88,800,000</td>
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<tr>
<td>75,264,693</td>
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<td>10,553,000</td>
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</tr>
<tr>
<td>617,791,163</td>
<td>5,885,163</td>
<td>611,906,000</td>
</tr>
<tr>
<td>3,510,307</td>
<td>3,510,307</td>
<td>-</td>
</tr>
</tbody>
</table>
TEMPERATURES DROP, PARKING COUNTER PROJECT HEATS UP
There’s a place where the love of country runs as deep as the love of family. It’s just 30 miles from DC along two miles of Potomac River shoreline. Come discover award-winning homes, exciting family-friendly amenities, and a genuine, heartfelt sense of community for all—especially the men and women who proudly serve our country.

- Recreation Center with Swimming Pools
- New On-Site Elementary School
- Future On-Site VRE Train Station
- Hiking & Biking Trails
- Jack Nicklaus Signature Golf Course & Clubhouse

Homes from the $300s to $800s

Features and products vary by community. Price, offers, financing and availability are subject to change without notice.
FROM THE CEO

CRYSTAL CITY STATION: NEXT PHASE

The Crystal City station improvement project really exemplifies VRE’s commitment to understanding the needs of our riders and the communities in which we operate. Crystal City is one of our busiest stations, yet it is only served by one track and the platform does not accommodate an 8-car train. We realize this is a major stovepipe in our system, and as such, our development team has been working for several months with riders who board at Crystal City, area businesses, regional transportation partners, local residents, and our host railroad to form a recommendation to relocate the station to best meet the needs of as many parties as possible.

Our goals for the new station were to enhance connectivity to Metrorail and buses, create a future four-track environment, and stay within the existing rail right-of-way — all while supporting Crystal City’s vision for growth and ensuring continuity of our service during construction. Our team promoted and held several community outreach sessions to collect feedback on three possible new locations for the station, and surveyed riders on the platform. All comments were reviewed and prepared for our Operations Board, along with a summary of how each location option ranked.

VRE staff recommended the location option on the other side of the water park, Option 2, as it provides the overall most favorable outcomes — the best connections to local and regional transportation, and the community and environmental impacts were rated as equal to both Option 1 and Option 3. Our Operations Board member representing Crystal City, Arlington County Supervisor Katie Cristol, participated in many area meetings on the relocation, and our Operations Board was fortunate enough to hear from one area resident first-hand during the public comment portion of our October meeting. After reviewing the various factors and public comments, the Operations Board adopted the centrally-located Option 2 for further analysis and design.

We value the public involvement process in our projects, and ensuring that we are considering the needs of the jurisdictions we serve. We can confidently move into the next phase of our study with the backing of Crystal City and the support of our riders.

Sincerely,

DOUG ALLEN
Chief Executive Officer
Virginia Railway Express

Access RIDE online at www.VRE.org/RIDE
Each spring we conduct a Customer Survey to determine rider satisfaction with various aspects of our system, ranging from communications to station lighting. Tabulating the data takes several months, so shortly after we complete our fall Master Agreement Survey, we receive the results of the spring survey. The 2017 Customer Satisfaction Survey findings are currently being used by VRE management in planning and prioritizing projects.

Highlights of this year’s May survey include:

- The satisfaction with the ease of buying a ticket is at a 5-year high (87% of riders are satisfied), presumably in-part due to VRE Mobile.
- The level of satisfaction with our station signage is down (81% of riders are satisfied). We are currently working to replace signage in order of station need, starting with Brooke and Lorton.
- We are continuing to work to improve station lighting, but were happy to see a 24 percent increase in satisfaction with evening lighting at stations – with the percentage of satisfied riders increasing from 64% to 88%.
- While the satisfaction with our overall communications remains consistent with the previous four years, the quality of the information on our website is perceived at a 5-year low (only 70% of riders are satisfied). We will begin turning attention to our website early next year, and ask that you provide feedback regarding the site to us at webmaster@vre.org.
- We saw a decline in rider satisfaction with the frequency of ticket inspections. Crews are expected to check tickets in every half of every car on every trip. Passengers may report crews who are not checking tickets to gotrains@vre.org.

Full survey results can be found online at vre.org/passenger-survey

<table>
<thead>
<tr>
<th>Year-to-Year Ridership Survey Comparison</th>
<th>% of Riders Satisfied</th>
</tr>
</thead>
<tbody>
<tr>
<td>Train Crew Members</td>
<td>2013</td>
</tr>
<tr>
<td>Are Knowledgeable About VRE Operations</td>
<td>92%</td>
</tr>
<tr>
<td>Are Helpful and Courteous</td>
<td>90%</td>
</tr>
<tr>
<td>Make Regular Station Announcements</td>
<td>84%</td>
</tr>
<tr>
<td>Make Timely Delay Announcements</td>
<td>78%</td>
</tr>
<tr>
<td>Check Tickets Regularly</td>
<td>81%</td>
</tr>
<tr>
<td>Present a Professional Appearance</td>
<td>93%</td>
</tr>
<tr>
<td>Overall Crew Performance</td>
<td>90%</td>
</tr>
</tbody>
</table>
**A Brass Christmas**
December 15, 2017; 7:30 PM - 9:30 PM
$15 (children 5 yrs and younger free)
Dr. Oswald Durant Memorial Center: 1605 Cameron St, Alexandria, VA
The Symphony Orchestra of Northern Virginia (SONOVA) in collaboration with the Office of the Arts will host a series of Friday Evening Chamber Concerts beginning at 7:30 PM. Treat yourself to some of the best chamber music the region has to offer, at an affordable price, in a convenient location. The Brass Quintet will play all your holiday favorites in an exciting concert perfect for your entire family! To purchase online, visit: http://bit.ly/2vSKXRd. Tickets are also available at the door.

**Burke Farmers Market**
Saturdays through December 16, 2017; 8:00 AM - 12:00 PM
VRE Parking Lot: 5671 Roberts Pkwy, Burke, VA 22015

**Carriage Rides Around Downtown Manassas**
December 10 and 17, 2017; 1:00 PM – 4:00 PM
Admission: Free
Manassas Train Depot: 9431 West St, Manassas VA
Contact: David Rhodes. Phone: 703-361-6599, Email: david@historicmanassasinc.org

**History in Your Hands**
December 17, 2017; 1:00 PM - 3:00 PM
Marine Corps Museum
HIYH is a program for visitors of all ages who are blind or have low vision. HIYH is an opportunity to interact with the collections through tactile exploration of selected objects, and through verbal description, tactile graphics, and other materials for artifacts that cannot be touched. Trained Museum volunteers and Visitor Services staff lead these events. There is no fee for this program, but pre-registration is required. Registration for the monthly program closes 1 week prior to the event. To register for the monthly program, contact Jack Oblein at 703-432-2622 email jack.oblein@usmcu.edu.

**Synetic Theater Presents: Hansel and Gretel**
Through December 23, 2017
Synetic Theater: 1800 S Bell St, Arlington, VA 22202
"Why do you come here in the dark of the forest?" Follow the trail of white pebbles and breadcrumbs to Synetic Theater for this magical production of the Brothers Grimm well-known fairytale, Hansel and Gretel. In this wordless production, viewers young and old will be transported to the house in the woods built of bread and cakes with windowpanes of sugar. It is here where Hansel and Gretel must outsmart the half-blind and hungry Witch in order to return to their family. This wordless Synetic Family Theater production is suitable for all ages.

**Holiday Decorations: Home for the Holidays**
Through January 5, 2018
Gari Melchers Home and Studio: 224 Washington St, Falmouth, VA 22405
The House and Studio will be decorated for the season in the tasteful and natural style of its artist homeowners, Gari and Corinne Melchers. Included with museum admission.

### HOLIDAY CALENDAR

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
</tr>
</thead>
<tbody>
<tr>
<td>DEC. 25</td>
<td>CHRISTMAS DAY OBSERVED</td>
</tr>
<tr>
<td></td>
<td>NO VRE SERVICE</td>
</tr>
<tr>
<td>DEC. 26-29</td>
<td>WINTER HOLIDAYS</td>
</tr>
<tr>
<td></td>
<td>&quot;S&quot; SCHEDULE</td>
</tr>
<tr>
<td>JAN. 1</td>
<td>NEW YEAR’S DAY OBSERVED</td>
</tr>
<tr>
<td></td>
<td>NO VRE SERVICE</td>
</tr>
<tr>
<td>JAN. 15</td>
<td>MARTIN LUTHER KING, JR. DAY</td>
</tr>
<tr>
<td></td>
<td>NO SERVICE</td>
</tr>
<tr>
<td>FEB. 19</td>
<td>PRESIDENT’S DAY</td>
</tr>
<tr>
<td></td>
<td>NO VRE SERVICE</td>
</tr>
</tbody>
</table>
When a winter storm is projected to affect our region, VRE begins preparations for hazard mitigation, or to cancel service if passenger safety would be jeopardized.

Working with Area Partners
VRE works with host railroads, the National Weather Service and the Virginia Department of Transportation (VDOT) to help determine if conditions will allow for the safe operation of our trains and if riders will be able to reach our stations safely. While we do take the decision by the Office of Personnel Management into consideration regarding the operation of the Federal Government, it does not necessarily dictate whether or not VRE trains operate. We realize many of our riders are not employed by the Federal Government, or are considered essential personnel who need to get to work. As such, we make every effort to offer at least an “S” schedule operation.

Clearing and Treating Platforms & Parking Lots
When we have service during and after winter weather, we want to make sure the lots and platforms at our stations are clear of snow and ice. We utilize a combination of our facilities contractor, VDOT, jurisdiction crews and third party private contractors to clear the lots, depending on who has responsibility for the specific facility. Our facilities crews begin clearing and treating the platforms the day before weather is expected, and continue through the night if necessary to keep everything clear. If you do arrive at a parking lot or platform and notice patches of ice or snow, please contact us at gotrains@vre.org and we’ll get it addressed.

Updating our Riders
In the event that we do need to cancel service, or operate on a modified schedule, we will get that information out as early as possible, usually no later than 4:15 AM on the affected service day. The following channels will reflect service modification or cancellation:

- www.vre.org
- VRE Twitter and Facebook pages
- Train Talk text and email alerts
- Digital station signs
- VRE information hotline: 1-800-RIDE-VRE

The terms “Holiday Garden” and “Christmas Garden” are unknown to most of us in Virginia, despite prevalence throughout near-by Baltimore. What now are celebrated elaborate model train displays at Maryland venues, evolved from holiday decorating traditions originating across the Atlantic. German immigrants in the late 1800s placed model trains around their Christmas trees in their new homes in Baltimore as they had done in Europe, and Czech settlers started moving their nativity scenes under their trees soon after arriving in Maryland. Model trains grew in popularity in the 1930s, leading more and more people to adopt model trains as part of their seasonal decorations.

Baltimore locals continue staging holiday gardens in their own homes and expect to see displays in stores while shopping for the season, often citing a connection to childhood memories. In fact, over 8,000 visitors are anticipated each November and December at the Arbutus Volunteer Fire Department in Halethorpe to see an intricate holiday garden display with various parts measuring around 6-feet by 24-feet.
AUTOMATIC PARKING COUNTERS

As many of you know, our conductors count passengers onboard the train for each trip. The ridership counts are very important for service planning to make sure we have the longest trains in the slots where there is the heaviest demand, but ridership information is also used for budgeting purposes, and to help VRE attain funding through grants. While ridership is one of our key metrics, we cannot increase ridership without also making sure we have ample parking at the stations.

VRE has entered into a contract with Parking Logix of Montreal, Canada to install an automated parking count system at our parking lots. The system uses embedded sensors in the entrance and exit lanes to count the cars coming in and out. The data is then transmitted using a solar powered repeater to a cloud based back end. The data provided will detail how many cars enter to or leave the lot at any specific time, or window of time. We will also be able to see, in real time, the remaining spaces available in the lot.

This information is important for planning purposes, but will also be provided through the VRE Mobile app and on our website at VRE.org for passenger use. For example, if you live between Brooke and Leeland Road, you could check the parking availability at each and determine which station to utilize that day. Providing real time parking data is just one more enhancement VRE is making to improve the overall passenger experience.

The Spotsylvania station will be utilized as the proof of concept location, and installation there should take place in the next few weeks. Stay tuned to RIDE magazine, Train Talk, and our social media accounts for progress updates.
SMARTBENEFITS ALLOCATION FOR VRE MOBILE

SmartBenefits as Payment Method in VRE Mobile App

Like the idea of switching to VRE Mobile, but has the thought of the changes that might entail for your SmartBenefits detoured you? A few minutes spent learning how to manage your SmartBenefits account will ultimately allow you to enjoy the many benefits of going Mobile, including: easy validation of tickets including Amtrak Step Up tickets, never worrying about lost tickets in the mail, real-time ability to rate VRE service, and more.

If you haven’t entered the SmartBenefits portal before, the online interface can seem a little intimidating. However, the reallocation process is actually fairly simple if you follow our steps below.

Determine your SmartBenefits account login

1. All SmartBenefits accounts are tied to a SmarTrip® card serial number. If you do not have the SmarTrip card associated with your account, contact your vendor for the information.

2. Visit smartrip.com/sbftp/vplpat.login and click the “Forgot your password or user ID” link to reset your account password.

Allocate your benefits to VRE Mobile

1. After you’ve logged in at smartrip.com/sbftp/vplpat.login, click “Bill Payment” at the top of the screen.

2. Click “Make Payments” in the column on the left. Click “Add Payment” and then “Continue” on the Employer/Administrator page that follows.

3. In the “Transit Provider” drop-down menu, choose “VRE Mobile Ticketing,” then click “Continue.”

4. Enter the amount of money you will spend on VRE tickets each month in the “Payment Amount” box, enter “100%” in the “Payment Percentage” box, and then click “Save” / “Update.” If completed by the 16th, the funds will be available on the 1st of the following month.

5. Download the free VRE Mobile app, and create an account for VRE Mobile. Add your SmartBenefits account number to the app as a form of payment (between the 1st and the 9th of the month), and store the information for future purchases. Then, your funds will automatically be available in VRE Mobile on the first day of each month! Note all changes must be made by the 21st of the month prior to go into effect for the following month.

New to SmartBenefits and need to set up allocation for the first time?

Visit vre.org/benefits to learn more.

We have staff available to not only help you with the allocation process to go Mobile, but also available to provide guided webinars to groups of employees through your HR department.
Celebrate the Holiday in Stafford!
Sat., Dec. 16 – Jeff Rouse Swim & Sports Center/Embrey Mill Park

- Frosty 5K & Reindeer Run
  Fun for the whole family!
  1 pm & 1:30 pm start
  Visit website for registration and race details!

- Santa’s Village—Starts 2:30 pm—Free Pictures with Santa
- Christmas Train Rides for Kids
- Thomas the Tank Engine Train rides
- Snowglobe Live
- Holiday Vendors

Stafford Christmas Parade
New Parade Route!
5 pm—Visit website for details

www.ChristmasinStafford.com
Get Noticed With VRE Advertising

VRE carries 20,000 passengers every workday and 70 percent of passengers have an annual household income of more than $100,000.

Reach our passengers with advertising opportunities on our platforms, in our trains and through our award-winning RIDE Magazine.

For more information go to www.vre.org/advertising or contact advertising@vre.org or (703) 838-5425.
RAIL TIME PUZZLES

ACROSS
1. Taters
6. Gather bit by bit
11. S&L amenity
14. Big Brother
17. Portrait’s prop
18. Transitional state
19. Tangible
21. Two-purpose
22. Boot sole material
24. Singer Del Rey
25. Dagwood’s young neighbor
26. Eerie
27. Number-aligning mark
29. Stun gun
30. Street vendor’s vehicle
31. Friend in the hood
35. Ukraine’s capital
37. Turf Builder seller
41. Unbooked slot
45. Sopranos-range
49. Drummer’s cymbal pair
50. Thomas Hardy heroine
51. Blue-haired Simpson
53. Hoist
55. Ratton (out)
56. Slice of history
57. Freighter listing
60. Fourth one counted, perhaps
61. Cabinet department
63. Pedometer reset reading
64. BOGO event
65. Wabasso’s homeland
67. —proof (easy to operate)
69. Undercover worker
70. Dictator Nin
71. Fireplace adjunct
73. Italian wine city
75. Good bud
76. Warehouse
80. “Just as I thought!”
81. Thermometer
85. Make known
86. Brown shades
88. Navigation device
89. Small fry
90. Roofing piece
91. Prime-time hour
93. Sneezin’ reason, perhaps
95. Shaved-ice treats
97. Unhappy looks
99. Nest eggs, briefly
101. Takes, as advice
102. Go-betweens
106. Italian cheese city
110. Old West train robbers
113. Combat supplies
116. Keystone State port
117. Vogue rival
118. Alternate title for the puzzle
121. Untrustworthy one
122. Horse hue
123. Built for speed
124. Alternative to texting
125. Hasty escape
126. Peculiar
127. Gull cousins
128. Overly sentimental
77. Down
1. Dry, as vermilion
2. Up to __ (adequate)
3. Takes off the shelf
4. Captain Sparrow
5. Fell in pellets
7. Cuba __ (cocktail)
8. Board a ship
9. Genesis shepherd
10. Likewise not
11. Van Gogh hangout
12. Show the ropes to
13. Fanatical
14. Fringe group
15. Ole Miss rival
16. Unkempt one
20. Asian priests
21. Shoulder muscle
23. Elvis record label
27. Ave who directed Selma
28. Structure with a keystone
30. diem worker
31. Red Monopoly piece
32. Puccini genre
33. Minnesota’s iron source
34. Helpful connections
36. News story
38. “Common Sense” pamphleteer
39. Raptor’s gripper
40. Knight’s mount
42. Physicians’ org.
43. Seer’s deck
44. Thus
46. Leave quickly, so to speak
47. Vivacity
48. Language suffix
52. Sticky stuff
54. NFL Live channel
57. Hollered
58. Jellied garnish
59. Warty creatures
62. “To a...” work
66. Fairway position
68. Small bills
69. Fine silver
70. Sci-fi visitor
71. Overfills
72. Island group
73. Florence’s river
74. Shut tightly
75. Tissue layer
76. Seeks info
79. Stopped from squeaking
79. Look of hair
82. RNC’s group
83. Volcano near Palermo
84. GI-entertaining org.
87. Bus-stop structure
90. Sock part
92. Threesome
94. EMTs’ destinations
96. Ebenazer’s creator
98. More sensible
100. Web user
103. Ice house
104. Tossed fare
105. Upturned, as a crate
107. As You Like It forest
108. Smells strongly
109. Chap
110. HP’s PC competitor
111. Diva’s rendition
112. Actor Neeson
113. Smoothing tool
114. Cry from a crib
115. Break quickly
116. Only president from Mo.
118. Ballroom dance move
120. Full of guile

“RIDE Magazine  |  DECEMBER 2017/JANUARY 2018
SUDOKU

6  8  2  1  9  3  7  4  5
3  5  3  1  2  2  6  5  4
7  5  9  3  1  6  8  9  1
8  3  1  6  5  9  7  1  2
2  6  5  9  7  3  2  1  4
4  1  2  4  5  6  3  9  8
6  8  1  7  2  9  5  4  3
9  2  3  5  8  7  6  4  1
1  7  9  4  3  8  2  5  6

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“I’m going to refer you to a cardiologist.”
REZOLUTION LLC
BRIDGING THE GAP BETWEEN GENERATIONS
Generational Family Counseling • Executive Coaching • Leadership Training

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Less Likely to Marry
Renters/Live w/ Parents

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RESOLUTION #2353

SUBJECT: Adopt and Refer the Revised FY2018 and Recommended FY2019 VRE Operating and Capital Budgets to the Jurisdictions

WHEREAS: The VRE Master Agreement requires the Commissions be presented with a fiscal year budget for their consideration at their respective January meetings prior to the commencement of the subject fiscal year;

WHEREAS: The VRE Chief Executive Officer has provided the VRE Operations Board with the FY2019 Operating and Capital Budget within the guidelines developed in cooperation with the chief administrative officers of the local jurisdictions;

WHEREAS: The FY2019 budget proposes a three percent increase in the total jurisdictional subsidy over the FY2018 contribution level;

WHEREAS: The FY2019 budget proposes an increase to the amount charged to VRE passengers for Amtrak Step-Up tickets from $7 to $8, effective the first week of July 2018, with the start of the FY2019 budget;

WHEREAS: Apart from the Amtrak Step-Up increase described above, the FY2019 budget proposes no other changes to passenger fares;

WHEREAS: VRE staff recommends a budget based on a service level of 32 daily trains and average daily ridership of 19,000 trips; and

WHEREAS: The VRE Operations Board recommends the following action.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission hereby adopts the FY2019 VRE Operating and Capital Budget in the following amounts and forward this budget to the local jurisdictions for inclusion in their budgets and appropriations in accordance with the Master Agreement:

<table>
<thead>
<tr>
<th>Budget Type</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Budget</td>
<td>$88,522,679</td>
</tr>
<tr>
<td>Capital Budget</td>
<td>$60,942,515</td>
</tr>
<tr>
<td>Total Operating and Capital</td>
<td>$149,465,194</td>
</tr>
</tbody>
</table>

BE IT FURTHER RESOLVED that NVTC adopt the amended FY 2018 Operating and Capital Budget in the following amounts:

<table>
<thead>
<tr>
<th>Budget Type</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Budget</td>
<td>$85,346,443</td>
</tr>
<tr>
<td>Capital Budget</td>
<td>$64,675,346</td>
</tr>
<tr>
<td>Total Operating and Capital</td>
<td>$150,021,789</td>
</tr>
</tbody>
</table>
BE IT FURTHER RESOLVED that NVTC authorizes the Executive Directors of both PRTC and NVTC to submit to the Transportation Planning Board of the National Capital Region and to the Federal Transit Administration or other federal agencies, the appropriate Transit Improvement Program and grant applications for FY2018 and FY2019.

BE IT FURTHER RESOLVED that NVTC authorizes its Executive Director to submit to the Commonwealth the approved budget as part of the FY2019 state aid grant applications.

Approved this 4th day of January 2018.

__________________________
Chairman

__________________________
Secretary-Treasurer
FY 2019 RECOMMENDED BUDGET

December 15, 2017

VRE BUDGET DEVELOPMENT

- Budget Key Issues (June)
- Preliminary Budget (September)
- Capital Committee (November)
- Recommended Budget (December)
- Commissions & Jurisdictions (January)
- Grant Applications (Winter/Spring)

CAO Taskforce - Meets and consults each month throughout the process
FY 2019 BUDGET DOCUMENT

• Introduction
• Goals, Assumptions and Financial Principles
• Recommended FY 2019 Budget
• Amended FY 2018 Budget
• Six-Year Financial Forecast FY 2019-FY 2024
• Capital Improvement Program FY 2019-FY 2024
• Appendices & Supplementary Information

WHERE ARE WE?

• FY 2019 Recommended Budget
  • Budget is balanced
  • Highest priority capital projects are funded
• Six-Year CIP and Financial Forecast
  • Major impact to VRE (access fees and capital match) if state funding concerns not addressed
  • Focus on project delivery, but also press for long-term dedicated funding and funding for major joint corridor projects
FY 2019 KEY BUDGET ASSUMPTIONS

- Service level: 32 daily trains
- Jurisdictional subsidy increase of 3%
- No fare increase (except Amtrak Step-Up)
- Continued moderate fuel costs
- Fare revenue and ridership:

<table>
<thead>
<tr>
<th>Budget</th>
<th>Fare Revenue</th>
<th>ADR</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY 2019 Recommended</td>
<td>$42.4M</td>
<td>19,000</td>
</tr>
<tr>
<td>FY 2018 Adopted</td>
<td>$39.8M</td>
<td>18,200</td>
</tr>
<tr>
<td>FY 2017 Actual</td>
<td>$42.3M</td>
<td>18,968</td>
</tr>
</tbody>
</table>

- Diesel fuel: $2.50/gallon, total expense of $4.25 million
- Track access: $17.87 million, grant funding of 84%
- State operating assistance: $9.5 million
- Prior year funds of $990K for one-time expenditures
- Federal formula funds: $29.1 million in FY 2019
JURISDICTIONAL SUBSIDY INCREASE

- 3% jurisdictional subsidy increase - $517,508 additional contribution
- Why is increase required?
  - Operating expenses and contractual obligations 4.5% higher than FY 2018
  - Potential reduction in State capital funding
  - VRE long-term funding structural issues (operating expenses increasing faster than revenues)
  - Consistent with Financial Plan, FY 2018 Approved Budget and Board Direction

FY2019 SUBSIDY BREAKDOWN

<table>
<thead>
<tr>
<th>Jurisdiction</th>
<th>FY 2017 Subsidy</th>
<th>FY 2017 Percent</th>
<th>FY 2018 Subsidy</th>
<th>FY 2018 Percent</th>
<th>FY 2019 Subsidy</th>
<th>FY 2019 Percent</th>
<th>Change FY17 to FY19 Net +/-</th>
<th>% Change</th>
<th>Change FY18 to FY19 Net +/-</th>
<th>% Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fairfax County</td>
<td>$5,160,910</td>
<td>30%</td>
<td>$6,099,300</td>
<td>35%</td>
<td>$5,385,794</td>
<td>30%</td>
<td>$224,884</td>
<td>4.36%</td>
<td>($713,506)</td>
<td>-11.70%</td>
</tr>
<tr>
<td>Prince William County</td>
<td>5,968,406</td>
<td>35%</td>
<td>6,183,745</td>
<td>35%</td>
<td>215,339</td>
<td>35%</td>
<td>215,339</td>
<td>3.61%</td>
<td>820,373</td>
<td>15.30%</td>
</tr>
<tr>
<td>Stafford County</td>
<td>2,647,222</td>
<td>15%</td>
<td>2,475,127</td>
<td>14%</td>
<td>249,886</td>
<td>9%</td>
<td>10.07%</td>
<td>112,444</td>
<td>4.40%</td>
<td>10.07%</td>
</tr>
<tr>
<td>Spotsylvania County</td>
<td>1,302,749</td>
<td>8%</td>
<td>1,632,635</td>
<td>9%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Manassas</td>
<td>749,371</td>
<td>4%</td>
<td>785,898</td>
<td>4%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Manassas Park</td>
<td>511,777</td>
<td>3%</td>
<td>511,311</td>
<td>3%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Fredericksburg</td>
<td>483,524</td>
<td>3%</td>
<td>436,568</td>
<td>2%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Arlington</td>
<td>205,692</td>
<td>1%</td>
<td>211,863</td>
<td>1%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Alexandria</td>
<td>140,989</td>
<td>1%</td>
<td>144,807</td>
<td>1%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$17,220,240</td>
<td>100%</td>
<td>$17,220,240</td>
<td>100%</td>
<td>$17,677,748</td>
<td>100%</td>
<td>$517,508</td>
<td>3.00%</td>
<td>$517,508</td>
<td>3.00%</td>
</tr>
</tbody>
</table>

Riders Percent Change FY2018 to FY2019

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Fairfax County</td>
<td>2,163</td>
<td>22%</td>
<td>2,777</td>
<td>27%</td>
<td>2,122</td>
<td>22%</td>
<td>(41)</td>
<td>-1.90%</td>
<td>(66)</td>
<td>-2.60%</td>
</tr>
<tr>
<td>Prince William County</td>
<td>3,095</td>
<td>32%</td>
<td>3,061</td>
<td>29%</td>
<td>2,995</td>
<td>31%</td>
<td>(100)</td>
<td>-3.24%</td>
<td>(93)</td>
<td>-3.07%</td>
</tr>
<tr>
<td>Stafford County</td>
<td>1,603</td>
<td>17%</td>
<td>1,610</td>
<td>15%</td>
<td>1,517</td>
<td>16%</td>
<td>(86)</td>
<td>-5.36%</td>
<td>(93)</td>
<td>-5.77%</td>
</tr>
<tr>
<td>Spotsylvania County</td>
<td>990</td>
<td>10%</td>
<td>1,183</td>
<td>11%</td>
<td>1,159</td>
<td>12%</td>
<td>169</td>
<td>17.09%</td>
<td>(24)</td>
<td>-2.06%</td>
</tr>
<tr>
<td>Manassas</td>
<td>428</td>
<td>4%</td>
<td>418</td>
<td>4%</td>
<td>416</td>
<td>4%</td>
<td>(12)</td>
<td>-2.79%</td>
<td>(2)</td>
<td>-0.41%</td>
</tr>
<tr>
<td>Manassas Park</td>
<td>280</td>
<td>3%</td>
<td>284</td>
<td>3%</td>
<td>264</td>
<td>3%</td>
<td>(16)</td>
<td>-5.67%</td>
<td>(30)</td>
<td>-10.15%</td>
</tr>
<tr>
<td>Fredericksburg</td>
<td>359</td>
<td>4%</td>
<td>359</td>
<td>4%</td>
<td>359</td>
<td>4%</td>
<td>(0)</td>
<td>-0.00%</td>
<td>22</td>
<td>6.44%</td>
</tr>
<tr>
<td>Other</td>
<td>777</td>
<td>8%</td>
<td>778</td>
<td>7%</td>
<td>759</td>
<td>8%</td>
<td>(18)</td>
<td>-2.32%</td>
<td>(19)</td>
<td>-2.44%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>9,695</td>
<td>100%</td>
<td>10,458</td>
<td>100%</td>
<td>9,591</td>
<td>100%</td>
<td>(104)</td>
<td>-1.08%</td>
<td>(867)</td>
<td>-8.29%</td>
</tr>
</tbody>
</table>
FY 2019 OPERATING EXPENSE GROWTH

• $3.5 million net increase (+4.5%) over FY 2018

• Primary ongoing expense increases:
  • Railroad Access Fees ($1.0M): contractual increases, PTC, station leases
  • Contract Operations/Maintenance ($1.0M): CPI increases, longer trains, L’Enfant storage, LOU facility operations
  • Finance & HR ($0.5M): Additional FTE (grants accountant), costs related to higher fare revenue (bank fees, payment card fees)
  • Staff Salary/Benefits ($0.5M): Includes 3% COLA

• One-time expenses:
  • Mechanical Operations ($0.5M): PTC startup costs, LOU facility furniture and fixtures
  • Non-Routine Maintenance ($0.3M): Station painting
  • Consulting ($0.2M): Project Management and Design Standards manuals

CAO TASK FORCE

• Works with VRE Staff throughout the budget development process

• CAO Task Force supports:
  • 3% jurisdictional subsidy increase
  • $1 increase in Amtrak step-up charge (from $7 to $8)
  • One additional FTE in FY2019 (grants accountant)
FY 2018 AMENDED BUDGET

- Operating – net increase of $0.4 million:
  - Increased ridership/fare revenue projection consistent with experience so far
  - Small reduction in state operating assistance
  - Minor expense increases in various areas
- Capital – net increase of $16 million:
  - SmartScale and REF grants that were not yet committed at this time last year
  - Capital reserve funding to keep projects moving forward

FY 2019 CAPITAL BUDGET: $60.9 MILLION

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Formula (with match)</th>
<th>Discretionary and VRE</th>
<th>Category % of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Asset Management</td>
<td>$5,915</td>
<td>$5,915</td>
<td>$0</td>
<td>10%</td>
</tr>
<tr>
<td>Replacement/Enhancement</td>
<td>33,413</td>
<td>29,863</td>
<td>3,550</td>
<td>55%</td>
</tr>
<tr>
<td>Capacity Expansion</td>
<td>18,615</td>
<td>0</td>
<td>18,615</td>
<td>31%</td>
</tr>
<tr>
<td>Capital Reserve</td>
<td>3,000</td>
<td>0</td>
<td>3,000</td>
<td>5%</td>
</tr>
<tr>
<td>TOTAL FY 2019</td>
<td>$60,943</td>
<td>$35,778</td>
<td>$25,165</td>
<td>100%</td>
</tr>
</tbody>
</table>

*figures in thousands*
FY 2019 FEDERAL FUNDING COMMITMENTS

- Railcar Debt Service
- Security Enhancements
- Facilities and Equipment Asset Management Programs
- Midday Storage (New York Avenue Yard)
- Lifecycle Overhaul and Upgrade Facility (LOU)
- Washington Union Terminal Improvements

UPDATE ON WASHINGTON UNION TERMINAL

- Costs shared among Amtrak, MARC, and VRE
- Looking ahead through 2022, have identified both construction and design projects:
  - Construction: North Hangar improvements, Track 22 rehab, concourse modernization, subbasement structural relocation, substation relocation
  - Design: Concourse Part 2, track improvements, master development plan
- VRE share of six-year plan estimated at $25-$30 million (before potential credits)
## FY 2019-FY 2024 CIP

<table>
<thead>
<tr>
<th>CIP Category</th>
<th>Total Project Costs</th>
<th>Life to Date (incl. FY18)</th>
<th>FY 2019 and Future</th>
<th>Total Project Funding</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>Committed</td>
<td>Unfunded (I-66 OTB)</td>
</tr>
<tr>
<td>Active</td>
<td>$915.0</td>
<td>$190.3</td>
<td>$465.1</td>
<td>$128.5</td>
</tr>
<tr>
<td>Future</td>
<td>$1,384.8</td>
<td>$0.3</td>
<td>$0.7</td>
<td>$1,383.8</td>
</tr>
<tr>
<td>TOTAL CIP</td>
<td>$2,299.8</td>
<td>$190.6</td>
<td>$465.8</td>
<td>$128.5</td>
</tr>
</tbody>
</table>

*figures in millions*

### FY 2019 - FY 2024 $2.3 BILLION CIP

**BY PROJECT TYPE**

- Expansion - Future Projects: 60%
- Expansion: 29%
- Asset Management/State of Good Repair: 4%
- Replacement and Rehabilitation: 6%
- Capital Reserve: 1%
FY 2019 - FY 2024 CIP
$656M COMMITTED FUNDING SOURCES

FUNDING CHALLENGES

- If not addressed, state fiscal cliff will impact key capital projects like midday storage and matching of federal formula grants
- Impact will also be felt in operations as funding for track access fee reimbursement declines substantially
FUNDING CHALLENGES (CONT.)

- Relative to baseline state matching funding (34% for facilities, 16% otherwise), VRE faces loss of $30 million over six-year period for CIP projects if state match falls to 8%

- If access fee support falls from 84% to 50% over six-year period, VRE faces loss of additional $19 million

HOW WOULD VRE RESPOND?

- VRE’s current financial practices are strong:
  - Annual contributions to capital reserve
  - Operating reserve at 3 months of expenses
  - Regular, moderate increases in fares and subsidy

- If fiscal cliff is not addressed, VRE could “muddle through” for a year or two:
  - Redirect current capital reserve contribution
  - Draw on existing reserves
  - Utilize federal formula funding for eligible preventive maintenance (PM) expenses
HOW WOULD VRE RESPOND? (CONT.)

- Sustained decline in access fee funding could force reduction in service – risk of “death spiral” if riders seek other options
- Must utilize federal formula funding for debt service and asset management (safety and state of good repair) before all else
- Discretionary funding for expansion (NVTA, SmartScale, REF, I-66 OTB) cannot be repurposed – projects could be halted, but would not solve core funding issue

NEXT STEPS

Actions Requested Today:

- Adoption of Operating and Capital Budget
- Refer budget to Commissions and Jurisdictions
- Authorize submission of funding applications

Future Activities:

- Monitoring of State funding and allocation issues
- Pursuit of additional funding through State Legislature
THANK YOU

QUESTIONS?

VIRGINIA RAILWAY EXPRESS
To: Chairman Smedberg and the VRE Operations Board

From: Doug Allen

Date: December 15, 2017

Re: Referral of the Amended FY 2018 and Recommended FY 2019 VRE Operating and Capital Budgets to the Commissions and Localities

---

**Recommendation:**

The VRE Operations Board is asked to adopt the revised FY 2018 VRE Operating and Capital Budget and the recommended FY 2019 VRE Operating and Capital budget and refer them to the Commissions for their consideration and subsequent referral to the jurisdictions for their formal review and adoption; and to recommend the Commissions authorize the Executive Directors of NVTC and PRTC to take the necessary actions to apply for federal and state grant funding.

**Summary:**

Following the presentation of the preliminary FY 2019 budget in September and the budget update in November, staff is presenting the recommended FY 2019 operating and capital budget for adoption and referral. The recommended budget is balanced, with no funding gap and all projected uses of funding in FY 2019 supported by reasonably expected sources of funding. The FY 2019 budget includes a 3% increase in total jurisdictional subsidy and no increase in passenger fares, except for a $1 increase in the cost of an Amtrak Step-Up ticket.

**Background:**

In accordance with the VRE Master Agreement, which outlines the process for annual budget approval, the preliminary FY 2019 VRE Operating and Capital Budget was prepared for review at the September VRE Operations Board meeting. Since that time, it has been discussed at subsequent meetings of the Operations Board, the Chief Administrative Officers’ (CAO) Taskforce, and the Capital Committee, which reviewed the
capital program in November. The CAO Taskforce met on December 7 to present their final recommendations and discuss VRE responses to those recommendations.

**Discussion:**

The recommended FY 2019 Operating and Capital Budget totals $149.5 million. The budget includes no increase in passenger fares (except for a $1 increase in the Amtrak Step-Up ticket) and projected average daily ridership of 19,000 passengers, which results in projected annual fare revenue of $42.4 million. The budget also includes a 3% increase in total jurisdictional subsidy from $17,250,240 in FY 2018 to $17,767,748 in FY 2019.

The recommended FY 2019 operating budget of $88.5 million (which includes $6.7 million in debt-related expenses) represents an increase of $3.5 million or 4.2% over the FY 2018 operating budget. This expense growth is primarily the result of contractual cost increases in the access fees VRE pays to Amtrak, CSX, and Norfolk Southern, as well as increases for contracted train operations and maintenance services. Other major assumptions in FY 2019, and significant changes compared to the prior fiscal year, are provided in the FY 2019 Recommended Budget document.

In accordance with the Master Agreement, VRE conducts an annual passenger survey to determine the jurisdiction of residence of its riders. The results of this survey are used to allocate the local jurisdiction subsidy. The recommended FY 2019 subsidy by individual jurisdiction, which incorporates data from the passenger survey conducted on October 4, 2017, is provided in Attachment A, which also includes prior year subsidy and ridership data for comparison. As the attachment demonstrates, the allocation for FY 2018 was impacted by WMATA’s SafeTrack program, which resulted in a temporary increase in the number of VRE riders from Fairfax County. Following the completion of SafeTrack, the allocation of subsidy by jurisdiction is back in line with FY 2017 (i.e., pre-SafeTrack) results.

**Six-Year Financial Forecast**

The FY 2019 budget document also includes a six-year financial forecast for the period FY 2019 through 2024. The forecast assumes the continuation of biennial 3% fare increases (in FY 2020, 2022, and 2024) and biennial 3% local subsidy increases (in FY 2019, 2021 and 2023). The forecast assumes modest capacity enhancements through lengthening of some existing trains, but no change in overall service level beyond the current 32 daily trains. The primary issue in the six-year financial forecast is the projected decline (absent any legislative action) in future State funding for capital projects and reimbursement of access fees.

**Capital Budget and CIP**

The multi-year CIP includes both funded and unfunded projects. The funded projects include those that are funded through federal formula grants or State Mass Transit funds
received annually by VRE; through already allocated funds from other programs, such as CMAQ or NVTA; or through other expected sources. The unfunded or partially funded projects are those that are pending a discretionary allocation by a funding authority or for which a funding source has not yet been identified.

In July 2017, VRE’s Manassas Line Capacity Expansion and Real-Time Traveler Information Project was recommended to receive approximately $128 million in funding from the I-66 Outside the Beltway (OTB) concessionaire payment. However, the I-66 OTB project reached financial close later than expected, and the Commonwealth Transportation Board (CTB) will not meet until January 2018 to give its final approval on the projects to be funded through the concessionaire payment. Therefore, this $128 million cannot yet be shown as a committed funding source in the FY 2019 – 2024 CIP, and those projects are currently shown as partially or totally unfunded. However, VRE staff remain confident the CTB will recommend the Manassas Line project for funding and expect to return to the Operations Board in the future with those projects showing committed I-66 OTB funding.

The FY 2019-2024 CIP illustrates the capital funding challenges facing VRE in the coming years, since currently identified funding falls short of the system’s capital needs. Projects included in the CIP are prioritized with an emphasis on passenger safety, regulatory requirements, and maintaining current equipment and facilities in a state of good repair. However, the shortfall makes it difficult for VRE to adequately reinvest to maintain the system’s reliability and safety, while also making enhancements, adding capacity to serve new ridership demands and adhering to commitments to participate in the expansion of the railroad infrastructure.

The total cost of all the projects in the FY 2019-2024 CIP is approximately $2.3 billion. Of this total, $191 million has already been expended in prior years (or is expected to be expended in FY 2018), $466 million is available from committed or reasonably expected funding sources, and $1.64 billion is currently unfunded (including I-66 OTB funds). The table below separates the CIP into two categories – those which are already underway or are likely to be substantially underway within the six-year timeframe, and future projects whose initiation and completion is more uncertain. The latter category includes unfunded major joint corridor projects such as Long Bridge and Occoquan Third Track.

<table>
<thead>
<tr>
<th>CIP Category</th>
<th>Total Project Costs</th>
<th>Life to Date (including FY18)</th>
<th>FY2019 and Future</th>
<th>Total Project Funding</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Committed</td>
<td>Unfunded (I-66 OTB)</td>
<td>Unfunded</td>
</tr>
<tr>
<td>Active Six-Year Projects</td>
<td>$915,080,604</td>
<td>$190,252,773</td>
<td>$465,134,864</td>
<td>$131,196,967</td>
</tr>
<tr>
<td>Future Projects</td>
<td>1,384,760,459</td>
<td>300,000</td>
<td>650,000</td>
<td>1,383,810,459</td>
</tr>
<tr>
<td>TOTAL CIP</td>
<td>$2,299,841,063</td>
<td>$190,552,773</td>
<td>$465,784,864</td>
<td>$1,515,007,426</td>
</tr>
</tbody>
</table>

Total programmed capital funding of $60.9 million in the FY 2019 recommended budget is distributed across the following investment categories and funding types as follows, where Formula includes federal formula funds with the associated state and local match and Discretionary includes all other regional, state, or federal funds distributed through a competitive or other non-formula-based process, as well as VRE funding.

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount</th>
<th>Formula (with match)</th>
<th>Discretionary/ VRE</th>
<th>Category % of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Asset Management</td>
<td>$5,915</td>
<td>$5,915</td>
<td>$0</td>
<td>10%</td>
</tr>
<tr>
<td>Replacement/Enhancement</td>
<td>33,413</td>
<td>29,863</td>
<td>3,550</td>
<td>55%</td>
</tr>
<tr>
<td>Capacity Expansion</td>
<td>18,615</td>
<td>0</td>
<td>18,615</td>
<td>31%</td>
</tr>
<tr>
<td>Capital Reserve</td>
<td>3,000</td>
<td>0</td>
<td>3,000</td>
<td>5%</td>
</tr>
<tr>
<td>TOTAL CIP</td>
<td>$60,943</td>
<td>$35,778</td>
<td>$25,165</td>
<td>100%</td>
</tr>
</tbody>
</table>

The programmed funding in the FY 2019 recommended capital budget is approximately $12.5 million higher than the approved FY 2018 budget, which is primarily the result of new funding available through the SmartScale program for Quantico Station improvements, the Alexandria Pedestrian Tunnel, and Fleet Expansion Coaches. SmartScale funding for these projects is also being included in the FY 2018 amended budget, as described below.

**FY 2018 Amended Budget**

Proposed amendments to the FY 2018 budget reflect updated projections for year-end revenue and expenses after four months of actual results. The net impact of all changes to the operating budget is an increase in total operating expenses of approximately $365,000. This increase is offset by higher projected passenger fare revenues, and there is no change to the approved FY 2018 local subsidy. Detailed information on the changes is provided in the FY 2019 Recommended Budget document, which includes the FY 2018 Amended Budget.

The FY 2018 Amended Budget includes additional state capital funding from the Rail Enhancement Fund (REF) and the SmartScale program, as well as Board-authorized funding from VRE’s capital reserve and from the sale of the Woodbridge Kiss-and-Ride property. The Amended Budget also incorporates a small reduction in the federally-funded security enhancement project from $105,000 to $101,010 (which includes associated reductions in required state and local match). These capital funding amendments are summarized in the table below:
<table>
<thead>
<tr>
<th>Project</th>
<th>Funding Source</th>
<th>Amendment Amount Increase / (Decrease)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FUNDING INCREASES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Quantico Station Improvements</td>
<td>SmartScale</td>
<td>$1,899,745</td>
</tr>
<tr>
<td>Alexandria Pedestrian Tunnel</td>
<td>SmartScale</td>
<td>7,853,000</td>
</tr>
<tr>
<td>Fleet Expansion Coaches</td>
<td>SmartScale</td>
<td>2,000,000</td>
</tr>
<tr>
<td>L'Enfant Station Improvements</td>
<td>REF</td>
<td>1,113,000</td>
</tr>
<tr>
<td>Fourth Track VA to LE</td>
<td>REF</td>
<td>1,113,000</td>
</tr>
<tr>
<td>Crystal City Station Improvements</td>
<td>REF</td>
<td>707,000</td>
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<tr>
<td>Crystal City Station Improvements</td>
<td>Capital Reserve</td>
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</tr>
<tr>
<td>Broad Run Expansion</td>
<td>Capital Reserve</td>
<td>750,000</td>
</tr>
<tr>
<td>EMV Compliance (Fare Collection System)</td>
<td>Capital Reserve</td>
<td>(property sale)</td>
</tr>
<tr>
<td></td>
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</tr>
<tr>
<td><strong>FUNDING REDUCTIONS</strong></td>
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<tr>
<td>Security Enhancements</td>
<td>Federal (incl state/local match)</td>
<td>(3,990)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL FY 2018 CAPITAL AMENDMENT</strong></td>
<td></td>
<td>$16,252,755</td>
</tr>
</tbody>
</table>
WHEREAS, the VRE Master Agreement requires the Commissions be presented with a fiscal year budget for their consideration at their respective January meetings prior to the commencement of the subject fiscal year; and,

WHEREAS, the VRE Chief Executive Officer has provided the VRE Operations Board with the FY 2019 Operating and Capital Budget within the guidelines developed in cooperation with the chief administrative officers of the local jurisdictions; and,

WHEREAS, the FY 2019 budget proposes a 3% increase in the total jurisdictional subsidy over the FY 2018 contribution level; and,

WHEREAS, the FY 2019 budget proposes an increase to the amount charged to VRE passengers for Amtrak Step-Up tickets from $7 to $8, effective the first week of July 2018, with the start of the FY 2019 budget; and,

WHEREAS, apart from the Amtrak Step-Up increase described above, the FY 2019 budget proposes no other changes to passenger fares; and,

WHEREAS, VRE staff recommends a budget based on a service level of 32 daily trains and average daily ridership of 19,000 trips;

NOW, THEREFORE, BE IT RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions adopt the FY 2019 VRE Operating and Capital Budget in the following amounts and forward this budget to the local jurisdictions for inclusion in their budgets and appropriations in accordance with the Master Agreement; and,

<table>
<thead>
<tr>
<th>Budget Type</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Budget</td>
<td>$88,522,679</td>
</tr>
<tr>
<td>Capital Budget</td>
<td>60,942,515</td>
</tr>
<tr>
<td>Total Operating and Capital</td>
<td>$149,465,194</td>
</tr>
</tbody>
</table>
Resolution 9A-12-2017 continued

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions adopt the amended FY 2018 Operating and Capital Budget in the following amounts; and,

<table>
<thead>
<tr>
<th>Budget Type</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Budget</td>
<td>$85,346,443</td>
</tr>
<tr>
<td>Capital Budget</td>
<td>$64,675,346</td>
</tr>
<tr>
<td>Total Operating and Capital</td>
<td>$150,021,789</td>
</tr>
</tbody>
</table>

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Executive Directors of both PRTC and NVTC to submit to the Transportation Planning Board of the National Capital Region and to the Federal Transit Administration or other federal agencies, the appropriate Transit Improvement Program and grant applications for FY 2018 and FY 2019; and,

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Executive Director of NVTC to submit to the Commonwealth the approved budget as part of the FY 2019 state aid grant applications.

BE IT FURTHER RESOLVED THAT, the VRE Operations Board does hereby recommend the Commissions authorize the Chief Executive Officer of VRE to submit appropriate projects to the Northern Virginia Transportation Authority or other funding authorities on behalf of the Commissions.

Approved this 15th day of December 2017

______________________________
Paul Smedberg
Chairman

______________________________
Katie Cristol
Secretary
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RESOLUTION #2354

SUBJECT: Authorize VRE to Refinance the VRE RRIF Loan

WHEREAS: The Northern Virginia Transportation District Commission ("NVTC") and the Potomac and Rappahannock Transportation District Commission ("PRTC," and, together with NVTC, the "Commissions") jointly own and operate the Virginia Railway Express (the “VRE”) commuter rail service in Northern Virginia and the District of Columbia pursuant to the “Master Agreement for Provision of Commuter Rail Services in Northern Virginia – Establishment of the Virginia Railway Express” dated as of October 3, 1989, as amended (the “Master Agreement”), among the Commissions and the Participating and Contributing Jurisdictions described in such Master Agreement;

WHEREAS: NVTC, with the consent of PRTC and the Participating and Contributing Jurisdictions, entered into a financing agreement with the Federal Railroad Administration pursuant to its Railroad Rehabilitation and Improvement Financing program in 2007 and subsequently borrowed a total of $68,953,913 pursuant to a series of draws under the program for railcars delivered between 2008 and 2012 (collectively, the “FRA Loan”);

WHEREAS: The FRA Loan is now administered by the U.S. Department of Transportation’s Build America Bureau;

WHEREAS: The Master Agreement provides that the Commissions shall utilize reasonable debt financing to the extent that such financing is advantageous to the VRE and is in the interest of the parties to the Master Agreement, but requires that the Commissions not incur debt related to the VRE without the consent of all Participating and Contributing Jurisdictions;

WHEREAS: The Commissions have determined to refinance the FRA Loan with the proceeds of a loan to be obtained from the Virginia Resources Authority ("VRA") in an amount not to exceed $56,000,000, for a term not to exceed 15 years from its delivery date, and generating net present value savings of at least three percent of the refunded principal (collectively, the "VRA Loan"); and

WHEREAS: The VRE Operations Board recommends the following.

NOW, THEREFORE, BE IT RESOLVED that the Northern Virginia Transportation Commission does hereby approve the following:

1. The VRA Loan, upon the terms and conditions set forth in the VRA Term Sheet dated December 15, 2017 (a copy of which has been provided to the Commissions), with such changes thereto as may be approved in writing by the Chairman, Vice Chairman or Executive Director of NVTC, is hereby authorized.
2. The Chairman, Vice Chairman or Executive Director of NVTC is authorized to determine and approve the final details of the VRA Loan, including, without limitation, the aggregate principal amount of the VRA Loan, the interest rates on the VRA Loan, the dates (including payment dates) of the VRA Loan documents and the amounts and prices of any optional or mandatory prepayments, provided, however, that the aggregate principal amount of the VRA Loan shall not exceed $56,000,000, its term shall not exceed 15 years from its delivery date, it shall generate net present value savings of at least three percent of the refunded principal, and its other terms and conditions shall be substantially as provided in the VRA Term Sheet described above. The VRA Loan will require that the Commissions grant the VRA security interests in the participating jurisdictions' jurisdictional payments under the Master Agreement. The approval of the Chairman, Vice Chairman or Executive Director of NVTC of such details shall be conclusively evidenced by the execution and delivery of the loan documents for the VRA Loan, which VRA Loan documents shall be prepared or reviewed by VRE’s bond counsel and reviewed by its general counsel, it being acknowledged and understood that the repayment obligations of the VRA Loan and the related financing covenants will be evidenced by a local bond to be issued by NVTC and a local bond sale and financing agreement to be negotiated and entered into by NVTC and VRA. The consummation of the VRA Loan shall be subject to the consent of the Participating and Contributing Jurisdictions as described in the recitals to this Resolution.

3. The Chairman, Vice Chairman or Executive Director of NVTC is authorized to approve, execute and deliver on behalf of NVTC, and, if required, the Secretary or any Assistant Secretary of NVTC is authorized to affix and attest the seal of NVTC to, the VRA Loan documents described above and such other documents, instruments or certificates as they deem necessary or appropriate, in consultation with VRE’s bond counsel and general counsel, to carry out the VRA Loan transaction authorized by this resolution. The approval of the Chairman, Vice Chairman or Executive Director of NVTC shall be conclusively evidenced by the execution and delivery of such documents, instruments or certificates. Such officers of NVTC and the Executive Director are further authorized to do and perform such other things and acts as they deem necessary or appropriate, in consultation with VRE’s bond counsel and general counsel, to carry out the VRA Loan transaction authorized by this resolution. All of the foregoing previously approved, executed, delivered, done or performed by such officers of NVTC or the Executive Director are in all respects hereby approved, ratified and confirmed.

4. This resolution shall take effect immediately upon its adoption.

Approved this 4th day of January 2018.

__________________________
Chairman

__________________________
Secretary-Treasurer
Below is an outline of the proposed principal terms and conditions for the type of financing requested in the Northern Virginia Transportation Commission application for funding from the spring Series 2018 Virginia Pooled Financing Program ("VPFP"), which has been authorized by the Credit Committee of Virginia Resources Authority ("VRA"), subject to receipt and satisfactory review of the City of Manassas Park fiscal year 2016 audited financial statements. The final terms and conditions will be set forth in the Local Bond Sale and Financing Agreement between VRA and the Northern Virginia Transportation Commission, which will be executed in advance of the VPFP spring Series 2018 bond issue pricing in May 2018. The following proposed terms are valid through June 30, 2018.

Borrower: Northern Virginia Transportation Commission (the “Borrower”), as co-owner of the Virginia Railway Express ("VRE"), the provisions for which are detailed in the Master Agreement for Provision of Commuter Rail Services in Northern Virginia document originally dated October 3, 1989, as amended (the “Master Agreement”).

Amount: Requested proceeds of up to $52,000,000 plus costs of issuance and an amount sufficient to provide for the below-referenced local debt service reserve fund, if debt financed. (Any changes in the Requested Proceeds amount should be submitted no later than March 23, 2018)

Purpose: To refinance the Borrower’s promissory note payable to the Federal Railroad Administration issued in fiscal year 2008, together with related expenses (the “Project”).

Security: Gross pledge of Borrower revenues properly allocable to VRE in accordance with generally accepted accounting principles or resulting from the ownership or operation of VRE, specifically including: (1) fares and other operating revenues, (2) contributions to costs of VRE by the below defined Participating Jurisdictions and Contributing Jurisdictions, (3) federal, state, and local grants, subsidies, or other governmental revenues received with respect to VRE that can be legally pledged and (4) any investment or other income allocable to VRE that can be legally pledged (collectively, the “Gross Revenues”);

Equity or debt-funded local debt service reserve equal to $2,000,000 to be held by the VPFP trustee and if equity funded, the local debt service reserve requirement may be
funded in four annual installments of $500,000 on each July 1 in 2018, 2019, 2020, and 2021;

Moral obligation pledges as described below.

**Moral Obligation Pledges:** Moral obligation pledges of the Counties of Fairfax, Prince William, Stafford, and Spotsylvania, and the Cities of Fredericksburg, Manassas, and Manassas Park (collectively, the “Participating Jurisdictions”) evidenced in resolutions of the governing body of each locality that acknowledge and consent to the following: (1) the issuance of the proposed debt, (2) VRA’s treatment of the Master Agreement and the related, subject to appropriation, financial responsibilities of the Participating Jurisdictions as a “local obligation” within the meaning of Section 62.1-199 of the Code of Virginia of 1950, as amended, which will enable VRA to invoke the “state-aid intercept” in the event of a non-payment under the master agreement that results in a payment default on the proposed VRA loan, and (3) VRA’s status as a third party beneficiary of the Master Agreement;

It is understood that the County of Arlington and the City of Alexandria (collectively, the “Contributing Jurisdictions”) are not providing moral obligation support for the proposed loan.

**Rate Covenant:** Net revenues available for debt service consisting of Gross Revenues less cash-based operating and maintenance expenses (“Net Revenues Available for Debt Service”) shall be 100% of Borrower’s annual debt service on the proposed loan and any other debt obligations secured by a pledge of Gross Revenues, inclusive of contributions from the Participating Jurisdictions and Contributing Jurisdictions (the “Rate Covenant”); it is understood that debt obligations secured by a leasehold interest in property are excluded from the rate covenant calculation.

In the event that the Borrower does not meet the Rate Covenant based on results of the Borrower’s annual audited financial statements, the Borrower agrees to take immediate action to adjust the VRE budget to restore compliance with
the Rate Covenant, including adjusting revenues and / or expenses and / or taking action under Section III(D) of the Master Agreement to seek supplemental appropriations from all Participating Jurisdictions that provided funding in support of VRE in the then current budget year and the most recent prior fiscal year.

Qualified Independent Consultant Report: If as of the end of any fiscal year, the Borrower is not in compliance with the revenue covenant, the Borrower will within 30 days of receipt of the annual audited financial statements request a consultant report with recommendations to bring the Borrower into compliance with the rate covenant.

Liquidity Covenant: Borrower covenants to maintain no less than 90 days of budgeted annual cash operating expenses (excluding budgeted annual debt service) in unrestricted cash as a working capital reserve fund (the “Working Capital Reserve Fund Requirement”); VRA will test compliance as of the end of the Borrower’s fiscal year (each June 30) based on audited financial statements, and if at any time during the life of the proposed loan the Borrower maintains an amount less than the Working Capital Reserve Fund Requirement, the Borrower covenants to replenish the related, unrestricted cash balance to the Working Capital Reserve Fund Requirement within six months of completion of the audited financial statements that showed non-compliance.

Parity Provisions: In addition to the necessary local approvals required to issue additional debt, the Borrower may issue parity bonds on behalf of VRE provided that while the proposed VRA 2018 loan is outstanding: (1) Borrower provides evidence of compliance with the Rate Covenant in each of the five most recently audited fiscal years, (2) Borrower provides evidence of compliance with the Working Capital Reserve Fund Requirement in each of the five most recently audited fiscal years, and (3) Borrower will provide a third-party independent consultant certification that during the first three complete fiscal years following the completion of the improvements to be financed with the parity debt, the projected Net Revenues Available for Debt Service will be sufficient to meet the Rate Covenant; it is understood that the

December 15, 2017
independent consultant may use the Borrower’s six-year plan as the basis for projected Net Revenues Available for Debt Service.

**Other Conditions:**

Notice to VRA prior to the pricing of the VPFP spring Series 2018 bond issue if the Borrower becomes aware of any threatened or filed litigation with respect to the Project¹;

Notice to VRA of intent to participate in the VPFP spring Series 2018 bond issue no later than March 30, 2018² through the execution of the Borrower’s Local Bond Sale and Financing Agreement related to the proposed loan;

Loan commitment is contingent on receipt and satisfactory review of the fiscal year 2016 audited financial statements of the City of Manassas Park.

**Other Highlighted Documentation:**

Certified copies of the Borrower, Potomac and Rappahannock Transportation Commission, Participating Jurisdictions, and Contributing Jurisdictions local resolutions authorizing the proposed financing.

**Legal Opinions:**

Customary opinions as to authorization, validity, no litigation, and no private activity and other matters requested by VRA

**General Covenants:**

To include those customary for these types of transactions, including events of taxability and others that are appropriate in the context of the financing

**Payment Dates:**

April 1 - Interest
October 1 – Principal and interest

**Final Local Bond Maturity:**

No later than October 1, 2032

¹ In the event of threatened or filed litigation with respect to the Borrower or the Project, VRA reserves the right to withdraw or alter the terms of this commitment in its sole discretion.

² If a material adverse change has occurred in the financial condition of the Borrower as indicated in the financial statements, application and other information furnished to VRA between the date of the Borrower’s loan application to the VPFP and the VPFP bond pricing, VRA reserves the right to withdraw or alter the terms of this commitment in its sole discretion.

December 15, 2017
Northern Virginia Transportation Commission
Virginia Pooled Financing Program – Revenue Pledge –Terms and Conditions

VRA Loan Origination Fee: 12.5 basis points of par amount and added to costs of issuance (not to exceed $25,000)

Annual Administrative Fee: 12.5 basis points of outstanding principal and payable semi-annually

Annual Pass-through fees: Annual trustee fees; allocable costs associated with arbitrage rebate calculations

Acknowledgement:
The foregoing terms and conditions are hereby acknowledged the ________ day of __________________, 2017 / 2018.

By: ______________________________________

Its: ______________________________________

VRA Contact:
Peter D’Alema
Director of Program Management
Virginia Resources Authority
1111 East Main Street
Suite 1920
Richmond, VA 23219
804-616-3446
pdalema@virginiaresources.org

December 15, 2017
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TO: Chairman McKay and NVTC Commissioners

FROM: Kate Mattice

DATE: December 21, 2017

SUBJECT: Report of the Co-Chairs of the Legislative and Policy Committee

Co-Chairs Katie Cristol and Jeff Greenfield will provide an update on efforts by the Legislative and Policy Committee including a debrief of the committee’s meeting on January 4th (6:15 P.M.), the governor’s budget, and other pending legislation.

At its December 7th meeting, NVTC adopted its 2018 Legislative and Policy Agenda, which is the Commission’s blueprint of legislative and policy priorities for the state and federal government.
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TO: Chairman McKay and NVTC Commissioners
FROM: Kate Mattice
DATE: December 21, 2017
SUBJECT: Department of Rail and Public Transportation (DRPT)

DRPT Director Jennifer Mitchell will provide an update on DRPT activities at the November meeting. The monthly Department of Rail and Public Transportation (DRPT) Report is attached.
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TO: Chairman McKay and NVTC Commissioners
FROM: Jennifer Mitchell, Director
DATE: December 20, 2017
SUBJECT: Virginia Department of Rail and Public Transportation (DRPT) Update

**General Update**

On December 13, 2017 Governor-Elect Ralph Northam announced his appointments for senior leadership appointments within the Transportation Secretariat:

- Secretary of Transportation – Shannon Valentine (currently CTB member from the Lynchburg District)
- Deputy Secretary of Transportation – Quintin Elliott (currently VDOT Chief Deputy Commissioner)
- Deputy Secretary of Transportation and Director of the Office of Intermodal Planning and Investment (OIPI) – Nick Donohue (incumbent)
- DRPT Director – Jennifer Mitchell (incumbent)
- VDOT Commissioner – Stephen Brich (currently a Vice-President with Kimley-Horn and Associates)

On December 18, 2017 Governor McAuliffe released his Proposed Biennial Budget for FY 19-20, which can be found [here](#). The proposed budget includes $150 million in new annual dedicated state funding for the Washington Metropolitan Area Transit Authority (WMATA). The sources of the new annual funding include $85 million of earmarked NVTA regional funding and $65 million from increases in three specific Northern Virginia taxes, including the Grantor’s Tax, the Transient Occupancy Tax, and applying the existing floor in the state wholesale gas tax to the regional levy. The new funding for WMATA would be contingent on the implementation of the temporary Reform Board that was included in the recommendations by Ray LaHood as well as on Maryland and the District of Columbia providing their share of the WMATA General Manager’s funding request. The proposed budget also provides $19 million in dedicated, ongoing funding for VRE; authorizes the sale of $110 million in new bonds each year for five years to address the transit capital fiscal cliff.

*DRPT.Virginia.gov*  
*Improving the mobility of people and goods while expanding transportation choices.*
through the FY 19-24 SYIP; and requires the CTB to develop a prioritization process for transit capital funds and to implement the process starting with the FY 20-25 SYIP.

Grant applications to DRPT for its FY 19 Operating, Capital, Intern, Demonstration and Technical Assistance grant programs are due on February 1, 2018. Local jurisdictions must submit their applications through DRPT’s OnLine Grant Administration (OLGA) system.

VDOT will host a Public Hearing regarding the proposed amendment to the SYIP to incorporate the projects to be funded from the I-66 Concessionaire Payment. The Public Hearing will be held at 6:30 p.m. on Thursday, January 4, 2018 at the VDOT NOVA District Office. The Public Hearing will be preceded by an Open House at 6:00 p.m.

DRPT continues to support the establishment of the Metro Safety Commission (MSC). An Executive Recruitment firm has been engaged to assist with the selection of the MSC’s first Executive Director.

The $2 million Transportation Management Program (TMP) to assist with mitigating the impacts of the construction of the new I-395 HOT Lanes is now active. On December 18, WMATA added peak period trips to two existing Metrobus routes that utilize the corridor and that originate in Alexandria and Burke Center. PRTC will soon add peak hour trips to its existing OmniRide bus route between Dale City and Rosslyn/Ballston via the Pentagon. Transportation Demand Management (TDM) strategies include incentives for carpool and vanpool formation, corridor specific employer outreach, and subsidies to businesses that establish telework programs.

The Virginia Breeze, the new daily intercity bus service connecting Blacksburg to Northern Virginia and Washington, DC that began service on December 1 had its first sell-out on December 21 for the segment between Harrisonburg and Dulles International Airport. DRPT added a second bus to the route northbound on December 21 to meet the high demand for holiday ground travel between the Blacksburg and Dulles.
TO: Chairman McKay and NVTC Commissioners
FROM: Kate Mattice
DATE: December 21, 2017
SUBJECT: Executive Director Report

A. Executive Director Newsletter

NVTC’s Executive Director Newsletter provides updates on specific NVTC projects and programs and highlights items of interest at the federal and state levels and among partners such as the Transportation Planning Board and the Northern Virginia Transportation Authority.

This month’s newsletter includes a look at highlights from 2017, the Governor’s proposed FY2019/FY2020 budget, and the Governor Elect’s transportation leadership and transportation transition team.

B. NVTC Financial Report

The Financial Report for November 2017 is provided for your information.

C. 2018 Annual Agenda

The 2018 Annual Agenda and the approved 2018 Meeting Schedule are provided as information items.
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As the voice of transit in Northern Virginia, NVTC’s words and actions advanced the cause of public transportation at the local, state and regional levels throughout 2017. Through numerous initiatives and actions, NVTC made clear the need for Northern Virginians to have access to safe, reliable and adequately funded transit options. Here are some highlights:

- Flanked by buses, bikeshare and a transit information display screen, Gov. Terry McAuliffe and Transportation Sec. Aubrey Lane launched the first round of I-66 Commuter Choice projects, which received a total of $9.8 million through NVTC’s I-66 Commuter Choice. By year’s end, seven projects were fully operational and three others were partially implemented. A second call for projects closes Dec. 22.

- Tasked by the General Assembly in March with identifying priorities for reforms that would improve WMATA, NVTC adopted two resolutions addressing safety, governance and finances. Through its engagement with former U.S. Transportation Secretary Ray LaHood – commissioned by Virginia’s Governor to develop WMATA reform proposals – NVTC helped shape many of the Commonwealth’s recent recommendations.

- Recognizing that rail transit is vital to the economic well-being of Northern Virginia, NVTC conducted a study to measure what, if any, benefits Metrorail and Virginia Railway Express (VRE) confer on the Commonwealth. The results show that the additional 85,000 households and 130,500 jobs that the rail systems make possible in Northern Virginia generate over $600 million annually in sales and income tax revenues that flow to Richmond. For each dollar the state invests in Metrorail and VRE, it receives $2.50 in return. NVTC’s study was informed, reviewed and supported by peers in the transportation community.

- As a member of Virginia’s Transit Service Delivery Advisory Committee, I worked to identify sustainable revenue sources to fund transit capital needs and ways to equitably prioritize the use of that revenue. The committee’s work served to inform members of the Transit Capital Project Revenue Advisory Board, a legislatively mandated panel tasked with providing the General Assembly with options for replacing bonds, due to expire in fiscal year 2019, that have funded transit capital investments for the past 10 years. Many of those recommendations are included in the Governor’s biennial budget.

None of this would have been possible without our talented staff members, who are dedicated to NVTC’s mission and vision. Also key to NVTC’s effectiveness are our Commissioners, who bring knowledge and expertise to the table and work to find common ground on the issues that come before us each month. I have no doubt that we will be able to tackle the challenges that the new year will bring us. Happy holidays.

Executive Director
NVTC Anticipates 15 I-66 Commuter Choice Funding Requests

With applications for the second round of funding under I-66 Commuter Choice due Dec. 22, NVTC expects to receive around 15 grant applications from as many as 9 jurisdictions and transit agencies. Staff will provide an overview of applications at the Jan. 4 meeting.

I-66 Commuter Choice uses tolls from the interstate to fund multimodal improvements that benefit those who pay tolls inside the Beltway. The program is designed to identify and fund projects that move more people, increase opportunities to connect from one mode of travel to another, improve transit service, reduce roadway congestion, and increase travel options.

WMATA U-Pass Pilot Program Update

WMATA's University Pass (U-Pass) pilot program benefits several universities in D.C., providing unlimited students with rides on Metrobus and Metrorail at a substantially discounted price. In its first year, U-Pass provided more than 1.5 million Metro rides to American University students.

Given the pilot’s success, WMATA plans to roll out the program in fall 2018. NVTC will work with WMATA, coordinating the exchange of information with Northern Virginia transit agencies to determine interest and participation levels in the program.

SmarTrip Cards Will Not Permit Negative Balances in 2018

As of January 8, Metro's fare system will no longer allow customers to carry a negative balance on a SmarTrip card for Metrobus and Metrorail. Previously, customers could complete certain trips even though there were insufficient funds on the SmarTrip card to pay the fare.

While most customers eventually load additional value to the SmarTrip card to resolve the negative balance, unresolved negative balances have added up to be worth about $25 million dollars over the past 17 years.

WMATA Expands Bus Service to Pentagon Transit Center

Metrobus recently added new trips to the Pentagon Transit Center in Arlington, enhancing service on its Burke Center and Landmark/Bren Mar Park routes. Additional trips on 18P and 21D buses are funded through the Department of Rail and Public Transportation as part of the I-395 Express Lanes Transportation Management Program. Metro is making changes to a total of 35 routes, 12 of which are in Virginia, to improve on-time performance.

WMATA Brings Wi-Fi to Two Dozen More Rail Stations

Metro has announced the availability of free customer Wi-Fi service at 24 additional underground stations, expanding the number of Wi-Fi enabled stations to 30. Metro began offering customer Wi-Fi at six stations in April: Metro Center, Gallery Place, L'Enfant Plaza, Judiciary Square, Union Station, and Archives. Starting yesterday, Wi-Fi became available at Rosslyn, Crystal City, Clarendon and Court House in Virginia. All remaining underground stations will have Wi-Fi by mid-2018.
Governor’s Budget Includes $150 Million Annually for WMATA

Releasing his biennial budget to the General Assembly’s Joint Money Committees, Virginia Gov. Terry McAuliffe called on state legislators to provide dedicated funding for WMATA and to fix the looming transit capital fiscal cliff. “We need robust, sustainable public-transit systems to support the growth and diversification of our economy,” he said on Dec. 18.

McAuliffe’s budget for fiscal years 2019 and 2020 includes $150 million — Virginia’s share of the $500 million endorsed by the Metropolitan Washington Council of Governments (see below) — for WMATA and allows for the issuing of bonds totaling $110 million a year to cover a looming shortfall in state transit capital funding. The budget proposes three increases in Northern Virginia taxes:

- The real estate transfer levy would increase a dime to 25 cents per $100 of assessed value. That would supply $33 million for Metro in 2019.
- The hotel levy would rise from 2 percent to 3 percent, raising $15 million annually.
- An existing floor on the state wholesale gas tax would be applied to the regional levies, which are now separate. VDOT estimates that if the new tax is passed onto retail customers, it would add 2 cents a gallon to the pump price. The change would raise an additional $17 million in Northern Virginia for Metro, while the Hampton Roads increase would go toward road projects there.

McAuliffe’s plan to provide $150 million annually to WMATA is contingent on the District of Columbia and Maryland dedicating the same amount and agreeing to a smaller Metro reform board.

The Northern Virginia taxes would apply in all jurisdictions that comprise the Northern Virginia Transportation Authority, which include Fairfax, Arlington, Loudoun and Prince William counties, and the cities of Alexandria, Fairfax, Falls Church, Manassas and Manassas Park. The Governor’s budget also calls earmarks $85 million of the roughly $330 million received by NVTA each year to WMATA.

MWCOG Endorses Extra $500 Million Annually for WMATA

The Metropolitan Washington Council of Governments (COG) board voted overwhelmingly Wednesday in favor of a non-binding resolution calling on the District of Columbia, Virginia, Maryland and the federal government to provide an additional $500 million per year for Metro. Fairfax County Board of Supervisors Chairman Sharon Bulova proposed an amendment stating that the funding should be divided equally among the four entities.

The amendment passed and was included in the resolution. The final vote was 19-5. Two D.C. Council members and a senior advisor to Mayor Muriel Bowser opposed the resolution, insisting that a regional tax, such as a sales tax, must be the source of any long-term, dedicated funding for WMATA. Falls Church Council Member David Snyder and Arlington County Board Member Christian Dorsey also voted against the resolution.
Around Town: Headlines from/about NVTC Jurisdictions and Partners

- East Falls Church Metro Station Could Get More Bus Space Under County Plan
- Bus-Only Lanes May Soon Be Possible on Columbia Pike
- How Transportation Fixes Could Help Rosslyn Land The Next Nestlé
- Metro might one day build an Arlington-DC “loop.” What’s that again?
- City council adopts Vision Zero action plan
- DASH To Purchase Clean Diesel Buses; Plans Future Transition To All Electric
- Virginia Breeze intercity bus meets with success
- County Government Applauds Companies for Commuter Benefits
- Falls Church to seek developers for 10-acre site near Metro
- How should Herndon develop the area around its incoming Metro station?
- Metro is seeking input on the how to design its 8000-series railcars
- Metro announces special late-night service New Year’s Eve
- How has commuting in our area changed in 50 years?

Register for the Virginia Transit Association Legislative Reception

January 22 from 5-7:30 p.m. at Richmond’s Main Street Station

Go to vatransit.com
Governor-Elect Appoints Transportation Team

Commonwealth Transportation Board Member Shannon Valentine will serve as transportation secretary when Gov.-elect Ralph Northam takes office January 13, 2018. Valentine, a former state delegate from Lynchburg, previously served as co-director of a transition team focused on transportation issues when Gov. Terry McAuliffe was elected in 2013.

Other appointments include Quintin Elliott, chief deputy commissioner of VDOT, as deputy secretary of transportation and Stephen Brich, a vice president with Kimley-Horn and Associates, as VDOT commissioner. Nicholas Donohue, deputy secretary of transportation, and Jennifer Mitchell, director of DRPT, will continue to serve in their current posts.

NVTC’s Mattice to Serve on Transportation Transition Team

Gov.-elect Ralph Northam has assembled a group of some of the state’s most knowledgeable transportation leaders to assist in his transition. The transportation transition team, led by Aimee Perron Seibert of the Commonwealth Strategy Group and John Milliken, a former Virginia Secretary of Transportation, includes NVTC Executive Director Kate Mattice, who will advise on transit issues.

Annual Legislative Briefing Attracts Full House

A dozen state legislators – both veterans and newly elected members – and more than 100 local elected officials, federal and state legislative staff, and area business leaders joined NVTC and PRTC on December 4 to learn more about federal and state issues affecting transit in Northern Virginia. Transit industry leaders addressed the critical funding and policy challenges facing our region and transit-savvy business leaders – from EY, Comstock Partners, Monumental Sports and Entertainment, and Inova – spoke to the importance of bus and rail to our economy and quality of life. Information shared during the meeting is available on NVTC’s website.

NVTC Updates Greater Washington Partnership on Fare Collection

NVTC’s Patricia Happ participated in a fare payment visioning roundtable in December sponsored by the Greater Washington Partnership (GWP). She shared the work NVTC has been doing with Northern Virginia transit providers to update existing technology and imagine the future of integrated fare collection.

GWP is an alliance of CEOs from Richmond to Baltimore that seeks to improve quality of life in the region. With transportation a primary focus, GWP convened the roundtable as part of its effort to improve regional mobility.
**Fairfax Connector**

Concurrent with the Dec. 4 start of tolling on I-66, *Fairfax Connector launched express bus service* between Government Center and downtown Washington, D.C. Route 699 provides 10 inbound and outbound trips each weekday. Morning service departs roughly every 20 minutes between 5:40 and 8:25 a.m. and afternoon service departs about every 22 minutes between 3:25 and 6:43 p.m. The regular one-way fare is $4.25. Route 699 is funded through NVTC’s I-66 Commuter Choice program.

**Virginia Railway Express**

With snow lightly falling, the *Virginia Railway Express Santa trains* took to the tracks Dec. 9. Five excursions of Santa trains operated from commuter rail stations in Burke, Fredericksburg, Manassas, Spotsylvania, and Woodbridge. The 5,000 tickets sold out online in under seven minutes when they went on sale Nov. 20. Another 5,000 were quickly snapped up at select visitor centers and VRE stations in the region. Children who ride the trains received candy canes and coloring books. The trains operate as part of *Operation Life Saver’s “Look, Listen, and Live” campaign.* NVTC staff member Dan Goldfarb made a cameo appearance as Santa’s elf.

**TransportationCamp 2018**

*TransportationCamp DC* brings together 500 thinkers and doers in the fields of transportation and technology. In addition to talks and presentations from well-known names in the field, TransportationCamp includes sessions and activities led by attendees themselves. Held on the Saturday before the Transportation Research Board’s Annual Meeting, the camp is a high-energy, exciting day of presentations, panels, and networking opportunities. DC’s 7th annual camp takes place Sat., Jan. 6, 2018 in Founders Hall at George Mason University’s Arlington Campus. Tickets are $50 each and include breakfast, lunch, and a brief reception with food and drink after the event. *Preregistration for the camp*, which is sponsored by Mobility Lab, is required.

**Transportation Planning Board**

TPB has endorsed *five long-range transportation initiatives identified by a task force*, which was chaired by Arlington County Board Chairman Jay Fisette. The five are a regional express travel network, regionwide bus rapid transit and transitways, Metrorail core capacity improvements, optimizing regional land-use balance, and employer-based travel demand management policies.

The TPB’s endorsement means these initiatives will be included as the aspirational element of the organization’s long-range transportation plan, Visualize 2045. It also moves the ideas forward so TPB member agencies can study them in more depth. It does not, however, mandate member jurisdictions to alter their own local plans, programs, or policies or to design, fund, and implement these initiatives without further study.
Northern Virginia Transportation Commission

Financial Reports

November, 2017
Percentage of FY 2018 NVTC Administrative Budget Used
November 2017
(Target 41.7% or less)

Note: Refer to pages 2 and 3 for details
## Personnel Costs

<table>
<thead>
<tr>
<th></th>
<th>Current Month</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Salaries and Wages</td>
<td>$106,920.67</td>
<td>$488,367.77</td>
<td>$1,390,500.00</td>
<td>$902,132.23</td>
<td>64.9%</td>
</tr>
<tr>
<td>Temporary Employee Services</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Personnel Costs</strong></td>
<td>$106,920.67</td>
<td>$488,367.77</td>
<td>$1,390,500.00</td>
<td>$902,132.23</td>
<td>64.9%</td>
</tr>
</tbody>
</table>

## Benefits

### Employer's Contributions:

<table>
<thead>
<tr>
<th>Benefit</th>
<th>Current Year</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>FICA</td>
<td>5,164.30</td>
<td>32,422.54</td>
<td>93,500.00</td>
<td>61,077.46</td>
<td>65.3%</td>
</tr>
<tr>
<td>Group Health Insurance</td>
<td>7,112.74</td>
<td>37,735.78</td>
<td>130,700.00</td>
<td>92,964.22</td>
<td>71.1%</td>
</tr>
<tr>
<td>Retirement</td>
<td>14,664.00</td>
<td>52,980.00</td>
<td>123,500.00</td>
<td>70,520.00</td>
<td>57.1%</td>
</tr>
<tr>
<td>Workmans &amp; Unemployment Compensation</td>
<td>116.43</td>
<td>1,011.45</td>
<td>4,900.00</td>
<td>3,888.55</td>
<td>79.4%</td>
</tr>
<tr>
<td>Life Insurance</td>
<td>317.80</td>
<td>1,589.00</td>
<td>5,100.00</td>
<td>3,511.00</td>
<td>68.8%</td>
</tr>
<tr>
<td>Long Term Disability Insurance</td>
<td>982.50</td>
<td>2,379.84</td>
<td>6,500.00</td>
<td>4,120.16</td>
<td>63.4%</td>
</tr>
<tr>
<td><strong>Total Benefit Costs</strong></td>
<td>$28,357.77</td>
<td>$128,118.61</td>
<td>$364,200.00</td>
<td>$236,081.39</td>
<td>64.8%</td>
</tr>
</tbody>
</table>

## Administrative Costs

<table>
<thead>
<tr>
<th>Cost</th>
<th>Current Year</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Commissioners Per Diem</td>
<td>1,000.00</td>
<td>5,050.00</td>
<td>12,800.00</td>
<td>7,750.00</td>
<td>60.5%</td>
</tr>
<tr>
<td><strong>Rents:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Office Rent</td>
<td>21,637.46</td>
<td>101,176.43</td>
<td>246,000.00</td>
<td>144,823.57</td>
<td>58.9%</td>
</tr>
<tr>
<td>Parking &amp; Transit Benefits</td>
<td>19,116.91</td>
<td>93,989.33</td>
<td>229,700.00</td>
<td>135,710.67</td>
<td>59.1%</td>
</tr>
<tr>
<td><strong>Total Benefit Costs</strong></td>
<td>28,357.77</td>
<td>128,118.61</td>
<td>364,200.00</td>
<td>236,081.39</td>
<td>64.8%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Cost</th>
<th>Current Year</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-Local Travel</td>
<td>920.60</td>
<td>4,046.72</td>
<td>17,000.00</td>
<td>12,953.28</td>
<td>76.2%</td>
</tr>
<tr>
<td>Local Travel, Meetings and Related Expenses</td>
<td>104.01</td>
<td>104.01</td>
<td>2,500.00</td>
<td>2,395.99</td>
<td>95.8%</td>
</tr>
<tr>
<td><strong>Total Travel</strong></td>
<td>1,745.67</td>
<td>7,582.76</td>
<td>30,300.00</td>
<td>22,717.24</td>
<td>75.0%</td>
</tr>
</tbody>
</table>

## Communication:

<table>
<thead>
<tr>
<th>Cost</th>
<th>Current Year</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Postage</td>
<td>-</td>
<td>210.00</td>
<td>1,700.00</td>
<td>1,490.00</td>
<td>87.6%</td>
</tr>
<tr>
<td><strong>Telephone and Data</strong></td>
<td>467.33</td>
<td>3,783.39</td>
<td>11,300.00</td>
<td>7,516.61</td>
<td>66.5%</td>
</tr>
</tbody>
</table>

## Publications & Supplies

<table>
<thead>
<tr>
<th>Cost</th>
<th>Current Year</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Office Supplies</td>
<td>1,265.56</td>
<td>5,042.16</td>
<td>12,500.00</td>
<td>7,457.84</td>
<td>59.7%</td>
</tr>
<tr>
<td>Duplication and Paper</td>
<td>320.38</td>
<td>1,180.87</td>
<td>2,700.00</td>
<td>1,519.13</td>
<td>56.3%</td>
</tr>
<tr>
<td>Public Information</td>
<td>444.98</td>
<td>3,361.29</td>
<td>9,300.00</td>
<td>5,938.71</td>
<td>63.9%</td>
</tr>
<tr>
<td><strong>Total Publications &amp; Supplies</strong></td>
<td>500.00</td>
<td>500.00</td>
<td>500.00</td>
<td>0.00</td>
<td>0.0%</td>
</tr>
</tbody>
</table>
## Northern Virginia Transportation Commission
### G&A Budget Variance Report
November, 2017

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Month</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operations:</strong></td>
<td>663.70</td>
<td>11,311.55</td>
<td>45,500.00</td>
<td>34,188.45</td>
<td>75.1%</td>
</tr>
<tr>
<td>Furniture and Equipment (Capital)</td>
<td>-</td>
<td>9,181.34</td>
<td>11,000.00</td>
<td>1,818.66</td>
<td>16.5%</td>
</tr>
<tr>
<td>Repairs and Maintenance</td>
<td>-</td>
<td>-</td>
<td>1,000.00</td>
<td>1,000.00</td>
<td>100.0%</td>
</tr>
<tr>
<td>Computer Operations</td>
<td>663.70</td>
<td>2,130.21</td>
<td>33,500.00</td>
<td>31,369.79</td>
<td>93.6%</td>
</tr>
</tbody>
</table>

| **Other General and Administrative:** | 455.59        | 3,649.63     | 8,600.00      | 4,950.37          | 57.6%     |
| Subscriptions                 | -             | -            | -             | 0.0%              |           |
| Memberships                   | 50.00         | 621.50       | 1,400.00      | 778.50            | 55.6%     |
| Fees and Miscellaneous        | 405.59        | 2,298.69     | 5,600.00      | 3,301.31          | 59.0%     |

| **201341.79-1363**             | -             | 729.44       | 1,600.00      | 870.56            | 54.4%     |
| **Total Administrative Costs**| 28,308.11     | 140,672.97   | 375,500.00    | 234,827.03        | 62.5%     |

### Contracting Services

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Month</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Auditing</td>
<td>-</td>
<td>9,800.00</td>
<td>22,600.00</td>
<td>12,800.00</td>
<td>56.6%</td>
</tr>
<tr>
<td>Contract Services and Support</td>
<td>6,069.00</td>
<td>24,628.95</td>
<td>150,000.00</td>
<td>125,371.05</td>
<td>83.6%</td>
</tr>
<tr>
<td>Legal</td>
<td>2,916.67</td>
<td>14,583.35</td>
<td>35,000.00</td>
<td>20,416.65</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>Total Contract Services</strong></td>
<td>8,985.67</td>
<td>49,012.30</td>
<td>207,600.00</td>
<td>158,587.70</td>
<td>76.4%</td>
</tr>
</tbody>
</table>

**Total Gross G&A Expenses**

<table>
<thead>
<tr>
<th>Current Month</th>
<th>Year To Date</th>
<th>Annual Budget</th>
<th>Balance Available</th>
<th>Balance %</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ 172,572.22</td>
<td>$ 806,171.65</td>
<td>$ 2,337,800.00</td>
<td>$ 1,531,628.35</td>
<td>65.5%</td>
</tr>
</tbody>
</table>
# NVTC RECEIPTS and DISBURSEMENTS
## November 2017

<table>
<thead>
<tr>
<th>Date</th>
<th>Payer / Payee</th>
<th>Purpose</th>
<th>Wells Fargo Checking</th>
<th>Wells Fargo Savings</th>
<th>Virginia LGIP G&amp;A / Project</th>
<th>Trusts</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td><strong>RECEIPTS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>DMV</td>
<td>Motor Vehicle Fuels Sales tax</td>
<td>$50.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>DRPT</td>
<td>Capital grant receipt - Arlington</td>
<td></td>
<td></td>
<td>13,916.00</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>DRPT</td>
<td>Capital grants receipts - VRE</td>
<td>195,720.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>DRPT</td>
<td>Capital grant receipt - VRE</td>
<td>790,564.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>DRPT</td>
<td>Capital grant receipt - Fairfax</td>
<td></td>
<td></td>
<td>100,806.00</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>DRPT</td>
<td>Grant receipt - new fare collection project</td>
<td>3,074.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>DRPT</td>
<td>Capital grants receipts - VRE</td>
<td>1,580,711.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>DRPT</td>
<td>Operating assistance - WMATA</td>
<td></td>
<td></td>
<td>8,785,835.00</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>DRPT</td>
<td>Operating assistance - Arlington</td>
<td>731,203.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>DRPT</td>
<td>Operating assistance - VRE</td>
<td>2,404,051.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>DRPT</td>
<td>Capital grant receipt - VRE</td>
<td>200,724.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>VRE</td>
<td>Staff support</td>
<td>21,229.73</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>30</td>
<td>Banks</td>
<td>Investment earnings</td>
<td>1.31</td>
<td>10,052.52</td>
<td>116,803.89</td>
<td></td>
</tr>
</tbody>
</table>

|      |                        | **DISBURSEMENTS**                                                       |                      |                     |                             |        |
|------|------------------------|-------------------------------------------------------------------------|                      |                     |                             |        |
| 1-30 | Various                | G&A expenses                                                            | (140,429.91)         |                     |                             |        |
| 7    | VRE                    | Grant revenue                                                           | (195,720.00)         |                     |                             |        |
| 8    | VRE                    | Grant revenue                                                           | (790,564.00)         |                     |                             |        |
| 10   | VRE                    | Grant revenue                                                           | (1,580,711.00)       |                     |                             |        |
| 13   | VRE                    | Grant revenue                                                           | (2,604,775.00)       |                     |                             |        |
| 16   | Kimley-Horn            | Consulting - new fare collection project                                | (6,147.51)           |                     |                             |        |
| 17   | Loudoun                | Other operating                                                         | (4,024,618.97)       |                     |                             |        |
| 17   | Loudoun                | Other capital                                                           | (1,781,062.58)       |                     |                             |        |
| 21   | City of Fairfax        | Other operating                                                         | (6,830.54)           |                     |                             |        |
| 30   | Banks                  | Service fees                                                            | (49.99)              | (22.58)             | (5,171,770.00)             | (5,812,512.09) |

|      |                        | **TRANSFERS**                                                           |                      |                     |                             |        |
|------|------------------------|-------------------------------------------------------------------------|                      |                     |                             |        |
| 9    | Transfer               | From LGIP to checking                                                   | 100,000.00           |                     | (100,000.00)               |        |
| 28   | Transfer               | From LGIP to checking                                                   | 150,000.00           |                     | (150,000.00)               |        |
| 28   | Transfer               | From LGIP to LGIP (G&A contribution)                                    | 1,618,253.00         |                     | (1,618,253.00)             |        |

|      |                        | **NET INCREASE (DECREASE) FOR MONTH**                                   |                      |                     |                             |        |
|------|------------------------|-------------------------------------------------------------------------|                      |                     |                             |        |
|      | $                      | $103,372.59                                                             | $21,208.46           | $1,381,379.52       | $2,317,848.80               |
# NVTC INVESTMENT REPORT
November 2017

## Cash Deposits

<table>
<thead>
<tr>
<th>Type</th>
<th>Rate</th>
<th>Balance 10/31/2017</th>
<th>Increase (Decrease)</th>
<th>Balance 11/30/2017</th>
<th>NVTC G&amp;A/Project</th>
<th>Jurisdictions Trust Fund</th>
<th>Loudoun Trust Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wells Fargo: NVTC Checking</td>
<td>N/A</td>
<td>$33,712.25</td>
<td>$103,372.59</td>
<td>$137,084.84</td>
<td>$137,084.84</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td>Wells Fargo: NVTC Savings</td>
<td>0.100%</td>
<td>11,069.83</td>
<td>21,208.46</td>
<td>32,278.29</td>
<td>32,278.29</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

## Investments

<table>
<thead>
<tr>
<th>Type</th>
<th>Rate</th>
<th>Balance 10/31/2017</th>
<th>Increase (Decrease)</th>
<th>Balance 11/30/2017</th>
<th>NVTC G&amp;A/Project</th>
<th>Jurisdictions Trust Fund</th>
<th>Loudoun Trust Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bank of America: Virginia Local Government Investment Pool (LGIP)</td>
<td>1.237%</td>
<td>120,150,827.00</td>
<td>3,699,228.32</td>
<td>123,850,055.32</td>
<td>11,285,542.11</td>
<td>96,613,013.14</td>
<td>15,951,500.07</td>
</tr>
</tbody>
</table>

Total:

<table>
<thead>
<tr>
<th>NVTC G&amp;A/Project</th>
<th>Jurisdictions Trust Fund</th>
<th>Loudoun Trust Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>$11,454,905.24</td>
<td>$96,613,013.14</td>
<td>$15,951,500.07</td>
</tr>
</tbody>
</table>
Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
NVTC MONTHLY GAS TAX REVENUE
FAIRFAX COUNTY
FISCAL YEARS 2015-2018

Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
NVTC MONTHLY GAS TAX REVENUE
CITY OF ALEXANDRIA
FISCAL YEARS 2015-2018

Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
NVTC MONTHLY GAS TAX REVENUE
CITY OF FAIRFAX
FISCAL YEARS 2015-2018

Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
NVTC MONTHLY GAS TAX REVENUE
CITY OF FALLS CHURCH
FISCAL YEARS 2015-2018

Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
Note: Taxes shown as received by NVTC in a particular month are generated from sales two months earlier.
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JANUARY 4, 2017
• Recognition of 2017 Chair and Departing Commissioners
• Action: NVTC 2018 Officers, Board Appointments and Signatories
• Public Comment on NVTC Work Plan
• Action: NVTC FY2019 G&A Budget and Work Plan
• I-66 Commuter Choice Program
  o Action: Amendments to the Transform66: Inside the Beltway MOA
  o Presentation: I-66 Inside the Beltway Tolling
  o List of Submitted FY2018 I-66 Commuter Choice Projects
• Virginia WMATA Board Members Report
  o Action: Comments on WMATA FY2019 Budget
• VRE Report and Action Items
  o Action: VRE FY2018 Revised and FY2019 Recommended Budgets
  o Action: RRIF Loan Refinance
  o Announce 2018 VRE Operations Board Officers
• NVTC Committee Reports
• DRPT Report
• NVTC Executive Director Report (Year in Review, Newsletter, Financial Report)

Committee Meetings: Executive Committee; Legislative and Policy Committee; Governance and Personnel Committee (serving as Nominating Committee)

FEBRUARY 8, 2018 - Patrick Henry Building, Richmond, Virginia
• General Assembly Legislative Update
• Action: Submission of State Assistance Request to DRPT
• List of Eligible I-66 Commuter Choice FY2018 Project Applications
• Virginia WMATA Board Members Report
• VRE Report and Action Items
• DRPT Report
• NVTC Executive Director Report (Newsletter, Financial Report)

MARCH 1, 2018
• Action: Six-Year Improvement Program (SYIP) Testimony to the CTB
• Action: Route 7 Conceptual Engineering Contract
• Action: Fare Payment and University Pass MOA
• Action: RFP for NTD Data Collection
• I-66 Commuter Choice Program
  o Presentation: I-66 Commuter Choice FY2018 Project Application Evaluation
  o Presentation: NVTC I-66 Commuter Choice Policies
• NVTC FY2018 2nd Quarter Ridership Report
• WMATA
  o Presentation: WMATA General Manager/CEO
  o Virginia WMATA Board Members Report
• VRE Report and Action Items
• NVTC Committee Reports
• DRPT Report
• NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee; Legislative and Policy Committee

MARCH/APRIL 2018 (dates to be determined)
• NVTC Public Forum on WMATA
• General Assembly Transit Tour
• Public Meeting: I-66 Commuter Choice FY2018 Call for Projects Applications
### APRIL 5, 2018
- I-66 Commuter Choice Program
  - Public Meeting: FY2018 Call for Projects Applications
  - Action: NVTC I-66 Commuter Choice Policies
- Action: NVTC Disadvantaged Business Enterprise Goal and Methodology (FY2018-2020)
- Virginia WMATA Board Members Report
- VRE Report and Action Items
  - VRE Commission Orientation
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee; Legislative and Policy Committee

### MAY 3, 2018
- Action: FY2018 I-66 Commuter Choice Program List of Projects
- NVTC FY2018 3rd Quarter Ridership Report, FY2017 Annual Transit Performance Report
- WMATA Board Members Report
- VRE Report and Action Items
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meeting: Executive Committee

### JUNE 7, 2018
- Action: Contract for NTD Data Collection
- Presentation: Commonwealth’s Six-Year Improvement Program (SYIP)
- Virginia WMATA Board Members Report
- VRE Report and Action Items
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meeting: Executive Committee

### JULY 5, 2018
- Action: FY2018 I-66 Commuter Choice Program Project Agreements
- Virginia WMATA Board Members Report
- VRE Report and Action Items
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meeting: Executive Committee

### AUGUST 2018 – No Commission Meeting

### SEPTEMBER 6, 2018
- I-66 Commuter Choice Program
  - Action: I-66 Commuter Choice Program FY2019 Call for Projects
  - Action: Annual Report to the CTB
- Presentation: NVTC/PRTC MOA on I-395 Transit Payment Program
- Presentation: Route 7 Conceptual Engineering Update
- FY2018 4th Quarter Ridership Report
- Virginia WMATA Board Members Report
- VRE Report and Action Items
- NVTC Committee Reports
NVTC 2018 Annual Agenda

- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee, Legislative and Policy Committee

SEPTEMBER/OCTOBER 2018 (date to be determined)
- NVTC Public Forum on WMATA

OCTOBER 4, 2018
- Action: Notice of Direct Contributions to Jurisdictions
- Action: NVTC/PRTC MOA on I-395 Transit Payment Program
- Virginia WMATA Board Members Report
- VRE Report and Action Items
  - Action: Forward VRE FY2020 Budget to Jurisdictions
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee, Governance and Personnel Committee

NOVEMBER 1, 2018
- Presentation: NVTC 2019 Legislative and Policy Agenda
- Presentation: NVTC FY2020 Budget Considerations
- Virginia WMATA Board Members Report
- VRE Report and Action Items
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee, Legislative and Policy Committee

DECEMBER 2018 (date to be determined)
- Joint NVTC-PRTC Legislative Briefing (Springfield Hilton)

DECEMBER 6, 2018
- Action: NVTC 2019 Legislative and Policy Agenda
- Action: NVTC and VRE Audits
- Action: NVTC 2019 Meeting Schedule
- Presentation: NVTC FY2020 Budget and Work Plan
- Presentation: Route 7 Conceptual Engineering Study Status
- NVTC FY2019 1st Quarter Ridership Report
- Call for Nominations for 2019
- Virginia WMATA Board Members Report
  - WMATA Preliminary Budget
- VRE Report and Action Items
  - Action: VRE Legislative Agenda
- NVTC Committee Reports
- DRPT Report
- NVTC Executive Director Report (Newsletter, Financial Report)

Committee Meetings: Executive Committee serving as Audit Committee
NVTC 2018 MEETING SCHEDULE
Approved 12-07-17

NVTC Commission meetings start at 7:30 P.M in the First Floor Main Conference Room of the Navy League Building, 2300 Wilson Blvd, Arlington, Virginia, unless otherwise noted. Executive Committee meets at 6:45 P.M. in the First Floor Small Conference Room.

January 4, 2018

February 8, 2018 - Meeting in Richmond at 4:00 PM
(East Reading Room - Patrick Henry Building)

March 1, 2018

April 5, 2018

May 3, 2018

June 7, 2018

July 5, 2018

August - No Commission Meeting

September 6, 2018

October 4, 2018

November 1, 2018

December 6, 2018