

## VPRA Decision Brief

### Authorization of Assignment of Agreements between DRPT and CSXT to the Virginia Passenger Rail Authority; Authorization of Segment 1 Property Transfer May 24, 2021

**Issue:** DRPT has entered into a Comprehensive Rail Agreement (“CRA”) with CSXT dated March 26, 2021, under which DRPT has agreed to the conditions under which it will acquire, improve, and facilitate passenger services over three discrete railroad corridors principally within the Commonwealth. DRPT will assign the CRA and the six ancillary agreements to the VPRA and transfer to the VPRA the property interests already acquired by DRPT under the CRA.

**Facts:** the Comprehensive Rail Agreement includes six ancillary agreements, each governing specific aspects of the Comprehensive Rail Agreement, and each of which has been executed and delivered by both DRPT and CSXT as follows:

- Joint Operating and Maintenance Agreement dated March 26, 2021,
- Master Engineering Agreement (CSXT) dated March 31, 2021,
- Master Engineering Agreement (DRPT) dated March 31, 2021,
- Master Construction Agreement (CSXT) dated March 31, 2021,
- Master Construction Agreement (DRPT) dated March 31, 2021, and
- Inspection Right of Entry Agreement dated April 14, 2021.

At the time the Assigned Agreements were executed, administrative actions had not yet been taken to permit the VPRA to undertake the rights and duties imposed by the Assigned Agreements. Those administrative actions have now been completed.

At the time the Assigned Agreements were executed, administrative actions had not yet been taken to permit the VPRA to acquire the real property interests acquired by DRPT along Segment 1 (CFP 112.35 to A29.04). Those administrative actions have now been completed.

**Recommendation:** Authorize the assignment of the Comprehensive Rail Agreement and the ancillary agreements from DRPT to the VPRA; authorize the transfer of the Segment 1 real property interests acquired by DRPT to the VPRA.

**Action Required by VPRA:** Authorize the assignments and real property interest transfer.

**Options:** Approve. Deny. Defer.