

AMENDMENT NO. 3 TO JOINT OPERATING AND MAINTENANCE AGREEMENT

This amendment (“**Amendment No. 3**”) is dated August 14, 2025, and is between the Virginia Passenger Rail Authority (“**VPRA**”), a political subdivision of the Commonwealth of Virginia, and CSX Transportation, Inc. (“**CSXT**”), a Virginia corporation.

RECITALS

WHEREAS, CSXT entered into a joint operating and maintenance agreement (the “**JOMA**”) with the Virginia Department of Rail and Public Transportation (“**DRPT**”) dated March 26, 2021; and

WHEREAS, Art. 18 of the JOMA permits DRPT to assign the JOMA to VPRA, and on June 28, 2021, DRPT did in fact assign the JOMA to VPRA under an assignment agreement; and

WHEREAS, on January 31, 2024, the Parties entered into Amendment No. 1 to the JOMA; and

WHEREAS, on August 15, 2024, the Parties entered into Amendment No. 2 to the JOMA; and

WHEREAS, the parties now desire to amend the JOMA a third time to incorporate certain service changes, as set forth in this Amendment No. 3.

AMENDMENT

NOW THEREFORE, the Parties agree to amend the JOMA as follows.

1. The JOMA is amended as follows.

a. The first page of **EXHIBIT B** (*Service Plan*) “Important Notes” is hereby deleted from the JOMA and replaced with **ATTACHMENT 1** (*Revised Service Plan Important Notes*) attached to this Amendment No. 3.

b. There is hereby added a new section **3.5.4.1** to the JOMA as follows:

3.5.4.1 *On completion of the Woodford to Milford Third Track (Siding B) (R13C) – CFP 40.4 to CFP 43.5, the additional Passenger Scheduled Operations on Note 9 of ATTACHMENT 1 (Revised Service Plan Important Notes) to Amendment No. 3 shall be permitted and shall be permanent other than as expressly provided in Article 16.*

2. Any capitalized terms used in this Amendment No. 3 and not otherwise defined herein shall have the meanings ascribed to the same terms within the JOMA.

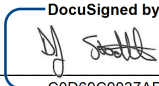
EXECUTION VERSION

3. All other terms and conditions of the JOMA not changed by this Amendment No. 3 remain in full force and effect.

[SIGNATURE PAGES FOLLOW]

EXECUTION VERSION

VIRGINIA PASSENGER RAIL AUTHORITY

By:  _____
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Name: **DJ STADTLER**

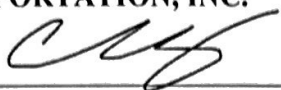
Title: **VPRA EXECUTIVE DIRECTOR**

Date: 8/14/2025

[VPRA SIGNATURE PAGE TO JOMA AMENDMENT NO. 3]

EXECUTION VERSION

CSX TRANSPORTATION, INC.

By: 

Name: Christina Bottomley

Title: VP Business Development & Real Estate

Date: 8/15/2025

[CSXT SIGNATURE PAGE TO JOMA AMENDMENT NO. 3]

EXECUTION VERSION

ATTACHMENT 1

[SEE ATTACHED *REVISED SERVICE PLAN IMPORTANT NOTES*]

UPDATED 8-14-25 WITH JOMA AMENDMENT NO. 3

EXHIBIT B

Revised Service Plan

Important Notes:

1. Certain trains have not been listed regarding future stations, run times, future service changes, etc. Please consult all notes when reviewing timetables.
2. Richmond to Williamsburg-Newport News and Richmond to Petersburg-Norfolk assume REG runtimes.
3. Long Distance train runtimes based on published Amtrak schedules.
4. Runtimes for VRE trains are based on current runtimes as outlined in the public timetables.
5. All times, stopping patterns, and slot activation horizons listed are conceptual and may change subject to host railroad approval, changes or delays to infrastructure improvement, and/or Performance Committee feedback.
6. Prior to and after completion of construction projects, the Performance Committee will readjust the schedules to reflect changes to infrastructure, the Performance Committee's readjustments being made in accordance with and subject to the provisions Article 12 of the Joint Operating and Maintenance Agreement.
7. To remove the current deadhead moves to and from Main Street Station for the existing (as of July 1, 2025) Richmond roundtrip train, the existing Richmond train will extend to Newport News as soon as practicable after the execution of Amendment No. 4, contingent on Amtrak fleet and crew availability. Furthermore, the Parties will work in good faith to finalize a plan that would allow for the elimination of Phase 1 and Phase 2 deadhead movements by building three layover tracks, at VPRA's expense, in the CSXT Fulton Yard to accommodate the one new roundtrip train that will commence after completion of Phase 1 and four new roundtrip trains that will commence after completion of Phase 2. If the layover facility is not yet complete at the time the Phase 1 train is expected to commence, to the extent practicable, the train shall be allowed to originate and terminate at Staples Mill Station.
8. NEC slots are connected to all trains at the Acquisition Phase. As NEC schedules are developed for future phases, the Performance Committee will be responsible for ensuring train connectivity between Virginia and the NEC, the Performance Committee's actions relating to train connectivity being made in accordance with and subject to the provisions Article 12 of the Joint Operating and Maintenance Agreement.
9. The parties will delay (beyond the completion of Phases 1 and 2) one VRE roundtrip from the Manassas Line and one VRE roundtrip from the Fredericksburg Line until Phase 3A is complete. The exact VRE trains that will be delayed are to be determined between the parties.