

**NATIONAL RAILROAD PASSENGER CORPORATION**  
**BOARD OF DIRECTORS**  
**MINUTES OF MEETING**  
**APRIL 6, 2021**

The Board of Directors (Board) of the National Railroad Passenger Corporation (Amtrak or Corporation) held a duly noticed conference call meeting on Tuesday, April 6, 2021. Board Members participating in the meeting were Anthony Coscia (Board Chairman), Jeff Moreland (Board Vice Chairman), Albert DiClemente, Thomas Carper, Chris Beall and Yvonne Burke.

Amit Bose (Acting Administrator of the Federal Railroad Administration (FRA) voting delegate for this meeting) and Paul Nissenbaum (FRA Associate Administrator) participated in the meeting.

Stephen Gardner (President), Eleanor D. Acheson (Executive Vice President, Chief Legal Officer, General Counsel & Corporate Secretary), Tracie Winbigler (Executive Vice President, Chief Financial Officer), Dennis Newman (Executive Vice President, Strategy & Planning), Qiana Spain (Executive Vice President, Chief Human Resources Officer), Lucia Butts (Senior Director, Grants Management), William Herrmann (Vice President, Senior Managing Deputy General Counsel & Assistant Corporate Secretary) and Whitney Jordan (Associate General Counsel) attended the meeting.

The minutes were recorded by Ms. Acheson and Mr. Herrmann.

Mr. Coscia chaired the meeting. A quorum was confirmed, and Mr. Coscia called the meeting to order in regular session at 2:00 p.m.

**AMTRAK - FRA GRANT AGREEMENT AMENDMENT**

Ms. Butts led the discussion about the proposed amendment to Amtrak's FRA Grant Agreements. Ms. Butts described the history of funding in 2021 as it relates to the coronavirus funds made available and reported that the current amendment reflects the [REDACTED] in additional funding for Amtrak that was recently approved by Congress. The amendments align closely with the January amendment the Board approved but Ms. Butts highlighted the new requirements including that there is a September 30, 2029 expiration date

for expenditure of the funds, set asides for specific purposes including state and commuter partners, and requirements for restoration of long distance routes and recall of employees furloughed due to COVID-19.

The Directors asked questions that were answered by Mr. Gardner and Ms. Butts. Following discussion, upon motion made by Mr. Coscia and seconded by Mr. Moreland, the Board voted to adopt the following resolutions:

**WHEREAS**, National Railroad Passenger Corporation (the Corporation) has entered into an agreement for FY 2021 with the Federal Railroad Administration (FRA) regarding federal grant funds being provided to the Corporation for use in connection with the Corporation's Northeast Corridor; and

**WHEREAS**, The Corporation has entered into an agreement for FY 2021 with FRA regarding federal grant funds being provided to the Corporation for use in connection with the Corporation's National Network; and

**WHEREAS**, On March 11, 2021, Congress provided additional funds to the Corporation for FY 2021 through the American Rescue Plan Act of 2021 (ARPA), Pub. L. 117-2; and

**WHEREAS**, The Corporation desires to accept ARPA funding, which requires amending the terms of the FY 2021 Northeast Corridor and National Network Grant Agreements; and

**WHEREAS**, The Board of Directors deems it to be in the best interests of the Corporation that the FY 2021 Northeast Corridor and National Network Grant Agreements be amended to allow the Corporation to receive ARPA funds; therefore, be it

**RESOLVED**, That the Board of Directors approves amendment of the FY 2021 Northeast Corridor and National Network Grant Agreements, on the terms presented to the Board of Directors; and

**FURTHER RESOLVED**, That the Chief Executive Officer, the President, or the Chief Financial Officer (or the Senior Director, Grants Management on behalf of and at the instruction of any of them) be and they each hereby are authorized to finalize negotiations, execute and deliver on behalf of the Corporation the amendments described above, each with such changes and modifications as the Chief Executive Officer, the President, or the Chief Financial Officer may in their sole discretion deem necessary or advisable, as conclusively evidenced by the execution and delivery of the amendments.

(6-0-1) Mr. Bose abstained.

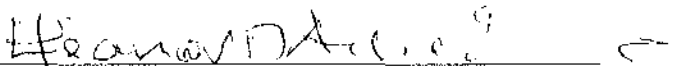
**COVID-19 UPDATE**


Ms. Spain updated the Board about efforts to provide the vaccine to Amtrak employees and reported that Amtrak announced a partnership with Walgreens and held our first on-site clinic in Chicago with 150 appointments the first day and over 60 scheduled for the second day. Ms. Spain also reported that Amtrak scheduled six on-site clinics at the Wilmington facilities and more on-site clinics are being set up in Philadelphia and Washington, DC.

After briefing the Board, Ms. Spain answered questions raised by the Directors.

**ADJOURNMENT**

There being no further business before the Board, the meeting adjourned at 2:25 p.m.

  
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Eleanor D. Acheson  
Corporate Secretary

  
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William Herrmann  
Assistant Corporate Secretary