

Washington Metropolitan Area Transit Authority
Board Action/Information Summary

☒ Action ☐ Information

MEAD Number:
202023

Resolution:
☒ Yes ☐ No

TITLE:

Amendment to GM/CEO Employment Agreement

PRESENTATION SUMMARY:

General Manager/Chief Executive Officer (GM/CEO) Paul J. Wiedefeld's employment agreement is a four year term starting November 30, 2015. This action will extend the term of the employment agreement and revise certain other terms.

PURPOSE:

-To approve the amendments to the GM/CEO's employment agreement

DESCRIPTION:

In Resolution 2015-53, the Board of Directors appointed Paul J. Wiedefeld as General Manager and Chief Executive Officer (GM/CEO), and authorized the Board Chair to execute an employment agreement consistent with a terms approved by the resolution. The GM/CEO's employment agreement was a four-year term effective November 30, 2015. The Board finds that the GM/CEO is serving very effectively, and the parties wish to continue the GM/CEO's employment beyond the current term.

Key Highlights:

As stated in the attached Term Sheet, the highlights of amended employment agreement are:

- Two-year extension to base term of employment agreement (to November 2021)
- Automatic one-year renewals unless terminated by either party
- Base pay of \$435,000
- Annual base salary adjustments of 5-10% based on performance
- Severance benefits increased from 1 year to 24 months for termination without cause

Background and History:

-In November 2015, Paul J. Wiedefeld succeeded Jack Requa as GM/CEO

Discussion:

-Amending the GM/CEO's employment agreement consistent with the attached Term Sheet demonstrates that the Board finds the GM/CEO is serving Metro very effectively, and that both parties wish him to continue serving as GM/CEO.

FUNDING IMPACT:

.N/A	
Project Manager:	N/A
Project Department/Office:	N/A

TIMELINE:

Previous Actions	November 2015 – Board appointed Paul J. Wiedefeld as GM/CEO, set the terms for the GM/CEO's employment contract and authorized the Board Chair to execute the contract
Anticipated actions after presentation	None

RECOMMENDATION:

-Authorize Board Chair to enter into an amendment to the GM/CEO's employment agreement , consistent with the attached Term Sheet.

PRESENTED AND ADOPTED: September 27, 2018

SUBJECT: AMENDMENT TO GM/CEO EMPLOYMENT AGREEMENT

2018-39

**RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY**

WHEREAS, The Washington Metropolitan Area Transit Authority (WMATA) and Paul J. Wiedefeld entered into that certain employment agreement dated November 19, 2015 (Employment Agreement); and

WHEREAS, Mr. Wiedefeld has been serving very effectively as General Manager and Chief Executive Officer (GM/CEO) of WMATA since November 30, 2015; and

WHEREAS, WMATA wishes to have Mr. Wiedefeld continue to serve as GM/CEO and Mr. Wiedefeld desires to continue his employment; and

WHEREAS, WMATA and the GM/CEO wish to amend the Employment Agreement to extend the term of the Employment Agreement for two years with automatic one-year extensions, increase the base salary, provide for an annual base salary adjustment based on performance, and change the severance benefits from one year to 24 months for termination without cause; NOW, THEREFORE, be it

RESOLVED, That the Board of Directors authorizes the Board Chair to enter into an amendment to the Employment Agreement consistent with the Term Sheet attached hereto; and be it finally

RESOLVED, Because the approval of the amendment deals solely with the internal management of the Authority, this Resolution shall be effective immediately.

Reviewed as to form and legal sufficiency,



Patricia Y. Lee
General Counsel

WMATA File Structure No.:
2.6 Executive Appointment and Compensation

Motioned by Mr. Evans, seconded by Mr. Price

Ayes: 7 – Mr. Evans, Mr. Crawford, Mr. Corcoran, Mr. Horner, Mr. Price, Mr. Dorsey and Mr. McMillin

Nays: 1 – Mr. Goldman

Employment Agreement Amendment Term Sheet
Paul J. Wiedefeld,
WMATA General Manager and Chief Executive Officer

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