

Virginia Port Authority Board of Commissioners
Executive Committee Meeting
October 4, 2012

Open Session Minutes

Committee Members Present:

Michael J. Quillen, Chairman of the Board
James M. Boyd, Vice Chair of the Board
Jennifer D. Aument, Chair, Marketing/Business Development Committee
Scott R. Bergeron, Chair, Finance/Planning Committee
William H. Fralin, Jr., Chair, Facilities Committee
Jeffrey D. Wassmer, Chair, Security/Safety Committee

Commissioners Present:

Juliann J. Clemente
Frank E. Laughon, Jr.
Robert M. Stanton

Staff:

Rodney Oliver, Interim Executive Director
J. J. (Jeff) Keever, Senior Deputy Executive Director, External Affairs
Jeffrey Florin, Deputy Executive Director, Operations and COO
Russell Held, Deputy Executive Director, Development
Joe Harris, Media/Public Relations Manager
Carla Welsh, Manager, Creative Services
Debra J. McNulty, Clerk to the Board

Guests:

Jeffrey R. Allen, Senior Assistant Attorney General-Chief, Transportation Section
Norman A. Thomas, Assistant Attorney General-Transportation Section

Pursuant to call by Chairman Quillen, the Executive Committee convened an open session on this date at 12:10 p.m., in the Authority's Boardroom, 600 World Trade Center, Norfolk, Virginia. Chairman Quillen announced that the VPA Board's public hearing is scheduled for 3:00 p.m. today and he advised Board members that he plans to adjourn by 2:30.

At this time, Mr. Bergeron presented a motion, seconded by Mr. Wassmer, to go into closed session in accordance with the Virginia Freedom of Information Act, pursuant to §2.2-3711(A) (38) and pursuant to §62.1-132.4, to hear an update on the VPA 2040 Master Plan by Mr. Oliver and Mr. Florin.

At 12:55 p.m., upon motion by Mr. Bergeron, seconded by Ms. Aument, and having certified that the matters discussed in the preceding closed session met the requirements of §2.2-3712 of the Code, the Executive Committee reconvened in open session.

The resolution passed by a roll call vote of the Committee members present, as follows:

Ayes:

Mr. Quillen
Ms. Aument
Mr. Bergeron
Mr. Boyd
Mr. Fralin
Mr. Wassmer

At 12:55 p.m., Mr. Fralin presented a motion, seconded by Ms. Aument, to go into closed session in accordance with the Virginia Freedom of Information Act, pursuant to §2.2-3711(A) (7) to discuss “...specific legal matters requiring the provision of legal advice...” by several counsel who were present at the meeting. (The original referenced Virginia Code §2.2-3711(A) (38) and §62.1-132.4, cited on the agenda, did not apply to this discussion.)

At 2:10 p.m., upon motion by Mr. Bergeron, seconded by Ms. Aument, and having certified that the matters discussed in the preceding closed session met the requirements of §2.2-3712 of the Code, the Executive Committee reconvened in open session.

The resolution passed by a roll call vote of the Committee members present, as follows:

Ayes:

Mr. Quillen
Ms. Aument
Mr. Bergeron
Mr. Boyd
Mr. Fralin
Mr. Wassmer

At 2:13 p.m., Mr. Wassmer presented a motion, seconded by Ms. Aument, to go into closed session in accordance with the Virginia Freedom of Information Act, pursuant to §2.2-3711(A) (1), “...Discussion, consideration, or interviews of prospective candidates for employment; assignment, appointment, promotion, performance, demotion, salaries, disciplining, or resignation of specific public officers, appointees, or employees of any public body; ...”

At 2:45 p.m., upon motion by Mr. Wassmer, seconded by Mr. Fralin, and having certified that the matters discussed in the preceding closed session met the requirements of §2.2-3712 of the Code, the Executive Committee reconvened in open session.

The resolution passed by a roll call vote of the Committee members present, as follows:

Ayes:

Mr. Quillen
Ms. Aument
Mr. Bergeron
Mr. Boyd
Mr. Fralin
Mr. Wassmer

Chairman Quillen asked for the Executive Committee’s consensus on the two draft resolutions that were presented. (Resolution 12-11, which was tabled from September 25, would officially approve Mr. Bridges’ severance agreement and 12-14 would officially name Mr. Rodney Oliver as the Interim Executive Director.) By motion on September 25, “the Board agreed to the Severance Agreement and General Release in principal, as written and presented, and directed Chairman Quillen to finalize the remaining terms and adjustments deemed fit to close the matter”.

Mr. Fralin advised that the resolution naming the Interim was time sensitive and felt that the Executive Committee should vote to approve it today. It was reminded by Chairman Quillen that a motion was approved at the September 25th board meeting appointing Mr. Oliver as Interim Executive Director (there was no resolution). Mr. Allen advised that both resolutions are Executive Committee recommendations to be taken to the full Board.

Action: Upon motion by Mr. Fralin, seconded by Mr. Boyd, the Executive Committee approved the draft Resolution 12-14 for reaffirmation by the full Board on November 27, 2012.

Mr. Thomas advised that he would revise the resolution to read that it is accepting the Executive Committee’s recommendation to hire Mr. Oliver under the exact terms outlined, as of October 4th.

At this time, Mr. Bergeron introduced Mr. Michel Donner, with Drewry Maritime Advisors (UK), who was in town for the public hearing.

There were no public comments. The meeting adjourned at 2:50 p.m.

Respectfully submitted,

Debra J. McNulty
Clerk to the Board