

MINUTES
Virginia Port Authority Board of Commissioners Special Meeting
600 World Trade Center
Norfolk, Virginia
Monday, February 4, 2013

The following were in attendance:

Commissioners:

The Hon. William H. Fralin, Jr., Chairman
Jeffrey D. Wassmer, Vice Chairman
James M. Boyd
Jennifer D. Aument
Scott R. Bergeron
Juliann J. Clemente
Manju S. Ganeriwala, State Treasurer
Frank E. Laughon, Jr.
Robert M. Stanton

Commissioners Absent:

Craig P. Coy
John N. Pullen
Ting Xu

Staff:

Rodney W. 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
Carla Welsh, Manager, Creative Services
Debra J. McNulty, Clerk to the Board
Jodie L. Asbell, Deputy Clerk to the Board

Guests:

David Tyeryar, Deputy Secretary of Transportation and CFO
Jeffrey R. Allen, Sr. Assistant Attorney General, Chief-Transportation Sector
Norman A. Thomas, Office of the Attorney General-Opinions Counsel, Senior Appellate Counsel, and
Acting Director of Administration
James Noel, Office of the Attorney General
Ryan J. Pedraza, Program Manager, Office of Transportation Public-Private Partnership (OTPPP)
Eric A. Sisco, President, Americas Region, APM Terminals
John Crowley, Senior Vice President, APM Terminals
Adam Beauchamp, Director, Strategy & Corporate Development, APM Terminals
Alex Thomson, Mgr. Finance & Planning, APM Terminals
Wim Lagaay, Chief Financial Officer, APM Terminals
Frans van Riemsdyk, Executive Vice President, Maher Terminals
Jay Ruble, General Counsel & Secretary, Maher Terminals

Guests (continued):

Chris Gray, Executive Chairman, Noatum Ports Group

Members of the Press:

Robert McCabe, *The Virginian-Pilot*

Pursuant to call by Chairman Fralin, the VPA Board of Commissioners convened an open session on this date at 2:00 p.m., in the Authority's Conference Room, 600 World Trade Center, Norfolk.

Chairman Fralin announced that the Board would be going into closed session to review the confidential components of the PPTA proposals with APM Terminals and J.P. Morgan IIF Acquisitions LLC representatives, individually. Each proposer would be allocated one hour with the Board. The Chairman excused all staff and guests at this time to have a few minutes with the Board and said he would call in the PPTA working group for the discussions with presenters.

At the request of the Chairman, at 2:03 p.m., Ms. Clemente read a motion to go into closed session, seconded by Mr. Laughon, pursuant to the requirements of the Virginia Freedom of Information Act and in accordance with Virginia Code §2.2-3705.1 (5), §2.2-3705.6 (1), (3) and (11), and §2.2-3711(A)(1), (28), (38), (40), and pursuant to §62.1-132.4.

At 5:00 p.m., upon motion by Ms. Clemente, seconded by Mr. Wassmer, and having certified that the matters discussed in the preceding closed session met the requirements of §2.2-3712 of the Code, the Board reconvened in open session.

The resolution certifying the closed session was read and passed by a roll call vote of the Board as follows:

Ayes: 9 (Aument, Bergeron, Boyd, Clemente, Fralin, Ganeriwala, Laughon, Stanton, Wassmer)

Nays: 0

Absent During Vote: 3

Absent During Meeting: 3

There being no further comments the meeting adjourned at 5:00 p.m.

Respectfully Submitted,

Debra J. McNulty
Clerk to the Board