

MINUTES

Virginia Port Authority Board of Commissioners Strategic Planning Session

**Location: Norfolk Waterside Marriott Hotel
Hampton III Ballroom, 3rd Floor
235 East Main Street, Norfolk**

Date: Tuesday, July 30, 2013

The Virginia Port Authority (VPA) Board of Commissioners (Board) held a meeting on July 30, 2013, at the Norfolk Waterside Marriott Hotel. Vice Chairman Wassmer called the meeting to order at 10:00 a.m.

The following were then in attendance:

Commissioners:

Jeffrey D. Wassmer, Vice Chairman
James M. Boyd
Scott R. Bergeron
Martin J. Briley
Juliann J. Clemente
Craig P. Coy
Frank E. Laughon, Jr.
Robert M. Stanton

Commissioners Absent:

The Hon. William H. Fralin, Jr.
Jennifer D. Aument
Manju S. Ganeriwala, State Treasurer
John N. Pullen
Ting Xu

Staff:

Rodney W. Oliver, Interim Executive Director
Jeffrey Florin, Deputy Executive Director, Operations and COO
Russell Held, Senior Vice President, Business Development
Gregory Edwards, Interim Deputy Executive Director, External Affairs
Stephanie S. Allman, Economic Development Manager
Joe D. Harris, Spokesman & Media Relations Manager
Carla Welsh, Manager, Creative Services
Debra J. McNulty, Clerk to the Board

Guests:

David Tyeryar, Deputy Secretary of Transportation and CFO
J. Kennerly Davis, Jr., Deputy Attorney General
James W. Noel, III, Assistant Attorney General
William Harrison, Williams Mullen (VPA Bond Counsel)
Sandi McNinch, General Counsel, Virginia Economic Development Partnership (VEDP)
Carrie Hileman, Manager- Legislation and Policy, VEDP

Guests (continued):

Joseph P. Ruddy, President and COO, VIT

Thomas Capozzi, Chief Commercial Officer, VIT

Shawn Tibbetts, Vice President of Operations and Maintenance, VIT

Mark Thorsen, Chief Information Officer, VIT

Members of the Press:

Robert McCabe, *The Virginian-Pilot*

Michael Shapiro, *The Daily Press*

1. Strategic Plan Summary

Mr. Oliver presented the VPA's revised mission plan that was approved by the 2013 General Assembly. Mr. Oliver stressed the importance of providing value to the Port's customers and being an industry leader for innovation. Mr. Oliver announced that the Port has been the fastest growing port on the East Coast over the last 12-18 months. Mr. Oliver presented five goals for the Port, a list of Port innovations over the years, and the Port's top marketing initiatives. During Mr. Oliver's presentation, Mr. Bergeron and other Board members asked questions related to the mission and business plan of the Port. A discussion ensued.

2. Industrial Development Authority

Mr. Held noted the VPA's Industrial Development Authority (IDA) powers resulting from legislation recently passed by the General Assembly. Mr. Held then introduced Ms. Sandi McNinch, General Counsel for VEDP. Ms. McNinch provided an overview of IDA powers. A general discussion ensued.

Vice Chairman Wassmer thanked the presenters for their time and announced that the Board would now entertain motions to go into closed session.

(NOTE: Copies of both open session presentations have been posted to VPA's website at:

<http://www.portofvirginia.com/about/board-room.aspx>)

Motion for Closed Session

At 11:00 a.m., Ms. Clemente read the following motion to go into closed session:

"I move that the VPA Board of Commissioners convene a closed meeting pursuant to the requirements of §2.2-3711(A)(1) of the Virginia Freedom of Information Act, the personnel exemption, to discuss the Executive Director search; and pursuant to §2.2-3711(A)(5), to discuss prospective businesses or industries or the expansion of an existing business or industry at the Port-owned and operated terminals; and pursuant to §2.2-3711(A)(6) to discuss the investment of public funds where competition is involved relating to potential market opportunities and The Port Congressional efforts and legislative

strategy; and pursuant to §2.2-3711(A)(38) and the provisions of §62.1-132.4, to discuss proprietary information and business practices affecting or tending to affect the commerce of the ports.”

The motion was seconded by Mr. Laughon.

End of Closed Session

At 5:15 p.m., the Board came out of closed session and the following resolution was read by Mr. Coy:

“WHEREAS, the VPA Board has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and WHEREAS, §2.2-3712 of the Code of Virginia requires a certification that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the VPA Board certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered by the Board.”

The resolution was seconded by Mr. Wassmer and passed by a roll call vote of the Board as follows:

Ayes: 9 (Bergeron, Briley, Boyd, Clemente, Coy, Fralin, Laughon, Stanton, Wassmer)

Nays: 0

Absent During Vote: 4

Absent During Meeting: 4

For the record, Chairman Fralin arrived during the closed session.

Adjournment

There being no further comments, the meeting adjourned at 5:16 p.m.

Respectfully Submitted,

Debra J. McNulty
Clerk to the Board