

AG E N D A

Board of Commissioners - Session 362

Virginia Port Authority

600 World Trade Center

Norfolk, Virginia

Tuesday, November 18, 2014 – 9:00 A.M.

Call to Order by Chairman John G. Milliken

Safety Briefing

Introductions

I. Approval of Minutes

Approval of the minutes of the regular meeting held September 16, 2014.

II. Closed Session

Motion to convene a closed meeting in accordance with The Virginia Freedom of Information Act, pursuant to the requirements of §2.2-3711(A)(38), and the provisions of §62.1-132.4, to discuss proprietary information and data furnished to the VPA in confidence, as it relates to: operations metrics and agreements, shipper support initiatives, rail and gate volume statistics and initiatives, ocean carrier contracts, and customer information relating to certain POV beneficial cargo owners, and break-bulk throughput; and pursuant to the requirements of §2.2-3711(A)(5), to discuss prospective businesses or industries or the expansion of an existing business or industry, as well as the requirements of § 2.2-3711(A)(6), to discuss or consider the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the VPA would be adversely affected, of which both of the aforementioned (A)(5) and (A)(6) closed meeting authorizations pertain to the POV's short and long-term facilities optimization plans for the Portsmouth Marine Terminal and Virginia International Gateway; and pursuant to the requirements of § 2.2-3711(A)(1) to discuss or consider the performance and salaries of specific Port of Virginia officers as said performance ties to goals of the organization and its respective divisions – John F. Reinhart, VPA CEO/Executive Director, James Bibbs, Chief Human Resources Officer, Thomas D. Capozzi, Chief Sales Officer, and Shawn Tibbetts, Chief Operations Officer

III. Open Session

Certification of closed session and roll call.

IV. Reports of Committees

A. Executive Committee – John G. Milliken, Chairman

B. Finance and Audit Committee – G. Robert Aston, Jr., Committee Chair

1. Report of the Finance and Audit Committee – Mr. Aston

2. VPA/VIT Combined FY15 Year-to-Date Financial Reports (July 1-September 30, 2014) – Rodney W. Oliver, Chief Financial Officer
3. Consideration of Resolution 14-11, approving Pension, Defined Contribution, and Deferred Compensation Plan changes in connection with reorganization/harmonization – James Bibbs, Chief Human Resources Officer
4. Consideration of Resolution 14-12, approving delegation of fiduciary and administrative duties under Pension, Defined Contribution, and Deferred Compensation Plans, for adoption by the full Board – Evelyn S. Traub, Troutman Sanders LLP
5. Consideration of Resolution 14-13, supplementing Resolution 97-5, as previously amended and supplemented, authorizing the issuance of Port Facilities Revenue Refunding Bonds in Calendar Year 2015, granting authority to the Executive Director of Virginia Port Authority to approve the issuance of such bonds and related matters – William W. Harrison, Jr., Williams Mullen (VPA Bond Counsel)
6. Consideration of Resolution 14-14, supplementing Resolution 02-4, as previously amended and supplemented, authorizing the issuance of Commonwealth Port Fund (CPF) Revenue Refunding Bonds in Calendar Year 2015, granting authority to the Executive Director of Virginia Port Authority to approve the issuance of such bonds and related matters – Mr. Harrison
7. Consideration of Resolution 14-15, approving revisions to available investment funds in Defined Contribution Plan and Deferred Compensation Plan – Ms. Traub

C. Growth and Operations Committee – Alan A. Diamonstein, Committee Chair

1. Report of Growth and Operations Committee – Mr. Diamonstein
2. Consideration of Resolution 14-16, approving changes to the VPA Bylaws to include Growth and Operations Committee language
3. Marketing Report - Thomas D. Capozzi, Chief Sales Officer
3. Health and Safety/ Terminal Operations/Maintenance Report – Shawn Tibbetts, Chief Operations Officer
4. Port Development and Engineering/Strategic Planning/Information Technology/Sustainability Report - Joseph P. Ruddy, Chief Innovation Officer

V. Report by Chief Public Affairs Officer - Cathie France

1. Public Affairs Update

2. Consideration of Resolution 14-17, approving changes to the “Policy on Grants to Local Governments for Financial Assistance for Port Facilities” (Aid to Local Ports Policy)

VI. Report by Chief Human Resources Officer - James Bibbs

1. Human Resources Update

VII. Report by CEO/Executive Director - John F. Reinhart

VIII. Unfinished Business

IX. New Business

X. Other Business, Opportunity for Public Comment, and Adjournment

The 2015 meeting schedule for the VPA Board of Commissioners is as follows (subject to change):

January 27

March 24

May 19 (rescheduled from May 26 due to Memorial Day holiday)

July 28 (Annual Meeting)

September 22

November 17 (rescheduled from November 24 due to Thanksgiving holiday)

Committee meetings are scheduled on the Monday afternoon prior to the Public Session scheduled for Tuesday morning.