

MINUTES

Virginia Port Authority Board of Commissioners Executive Committee – Special Meeting March 1, 2016

The Virginia Port Authority (“VPA”) Executive Committee (“Committee”) held a special meeting on March 1, 2016, in the VPA’s Conference Room, 600 World Trade Center, Norfolk, Virginia.

The following were then in attendance:

Executive Committee Members Present:

John G. Milliken, VPA Chairman
Alan A. Diamonstein, Chair/Growth and Operations Committee
Gary T. McCollum, Chair/Finance and Audit Committee

Participating by Conference Call:

The Hon. Aubrey L. Layne, Jr., Secretary of Transportation
John N. Pullen, VPA Vice Chairman (Executive Committee)
Jennifer D. Aument (Executive Committee)
Manju S. Ganeriwala, State Treasurer/VPA Board Member

Board Members Present:

J. William Cofer
Deborah C. Waters
F. Blair Wimbush

Guests:

JoAnne Carter, PFM Group
Thomas Franz, Williams Mullen
William W. Harrison, Jr., Williams Mullen

VPA Staff:

John F. Reinhart, CEO/Executive Director
Rodney W. Oliver, Chief Financial Officer
James Bibbs, Chief Human Resources Officer
Joseph P. Ruddy, Chief Innovation Officer
James W. Noel, III, General Counsel
Matthew Barnes-Smith, Vice President, Strategic Planning
Debra J. McNulty, Clerk to the Board

Chairman Milliken called the meeting to order at 2:30 p.m. Vice Chairman John Pullen, Commissioner Jennifer Aument, State Treasurer/Commissioner Manju Ganeriwala, and Secretary Aubrey Layne identified themselves on the conference call.

Mr. Ruddy conducted the safety briefing. Chairman Milliken asked for a motion to go into closed session at this time.

Motion for Closed Session

Motion was read by Mr. Diamonstein "to go into closed session in accordance with The Virginia Freedom of Information Act, pursuant to the requirements of §2.2-3711(A)(6), to discuss or consider the investment of public funds into the Port's terminal facilities where bargaining is involved, where, if made public initially, the financial interests of the VPA would be adversely affected, and pursuant to §2.2-3711(A)(38), §2.2-3705.6(1), and §62.1-132.4, to discuss confidential proprietary and financial information and data furnished to the VPA relating to the Virginia International Gateway (VIG) lease discussions."

The motion was seconded by Mr. McCollum.

Open Session

At 4:17 p.m., the Executive Committee came out of closed session and the following motion was read by Mr. Diamonstein:

"WHEREAS, the Executive Committee 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 Committee 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 Committee."

The motion was seconded by Mr. McCollum.

A roll call vote of the Executive Committee members, certifying the closed session, was conducted as follows:

Ayes: 5 (Aument, Diamonstein, McCollum, Milliken, Pullen)

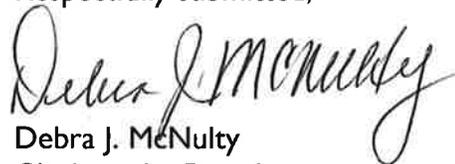
Nays: 0

Absent During Vote: 0

Participating by Conference Call: 2 (Aument, Pullen)

There were no public comments and the meeting adjourned at 4:17 p.m.

Respectfully submitted,



Debra J. McNulty
Clerk to the Board