

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Growth and Operations Committee Meeting**  
**September 25, 2017**

The Virginia Port Authority (“VPA”) Growth and Operations Committee (“Committee”) held a meeting on September 25, 2017, in the VPA’s Conference Room, 600 World Trade Center, Norfolk, Virginia. Chairman Diamonstein called the meeting to order at 2:00 p.m.

The following were then in attendance:

Committee Members Present:

Alan A. Diamonstein, Chair  
Jennifer D. Aument, Vice Chair  
J. William Cofer  
Stephen Moret (arrived 2:10)  
Deborah C. Waters

Committee Members Absent:

Val S. McWhorter

Board Members Present:

John G. Milliken, VPA Board Chairman  
Louisa M. Strayhorn  
F. Blair Wimbush

Guests:

W. Brice Fiske, Assistant Attorney General-Transportation Division

VPA Staff:

John F. Reinhart, CEO and Executive Director  
James Bibbs, Chief Human Resources Officer  
Cathie Vick, Chief Public Affairs Officer  
Joseph P. Ruddy, Chief Innovation Officer  
Sarah McCoy, General Counsel  
Matthew Barnes-Smith, Senior Vice President, Administration Services & Compliance  
Daniel Hendrickson, Vice President, Strategic Planning & Analytics  
Anja Sparenberg, Director, Management Reporting & Analytics  
Dustin Rinehart, Director, State & Local Government Affairs  
Carla Welsh, Director, Creative Services & Brand Management  
Debra J. McNulty, Secretary to the Board

Virginia International Terminals, LLC (VIT) Staff:

Thomas D. Capozzi, Chief Sales Officer  
Shawn Tibbetts, Chief Operations Officer  
Rich Ceci, Senior Vice President of Technology & Projects

Mr. Ruddy conducted the safety briefing at this time.

**Motion for Closed Session**

At 2:03 p.m., Chairman Diamonstein asked for a motion to go into closed session. The motion was read by Mr. Cofer as follows:

“I move that the VPA Board’s Growth and Operations Committee convene a closed meeting in accordance with The Virginia Freedom of Information Act, pursuant to the requirements of §2.2-3711(A)(37), and the provisions of §62.1-132.4, to discuss proprietary information and data furnished to the VPA in confidence, including but not limited to customer and cargo contracts, agreements, or information, ship tally sheets, ship manifests, information relating to tonnages and cargoes, annual budgets; as well as metrics, analyses, and data relating to its safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives, and vessel size and capacity forecasting; and pursuant to §2.2-3711(A)(5), to discuss prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business’ or industry’s interest in locating or expanding its facilities in the community; and pursuant to §2.2-3711(A)(6), to discuss or consider the investment of public funds relating to strategic growth initiatives and projects, where competition or 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)(7), consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body.”

The motion was seconded by Chairman Milliken.

#### **End of Closed Session**

At 4:04 p.m., the Growth and Operations Committee came out of closed session and the following resolution was read by Mr. Cofer:

“Whereas, the Virginia Port Authority Growth and Operations Committee had 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, Section 2.2-3712 of the Code of Virginia requires a certification by the Committee members that such closed meeting was conducted in conformity with Virginia law;

Now, therefore be it resolved, that the Growth and Operations Committee hereby certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law 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 convening the closed meeting were heard, discussed or considered by the Committee.”

The resolution was seconded by Ms. Waters and passed by a roll call vote of the Growth and Operation Committee members, and the Chairman of the VPA Board (ex officio), as follows:

Ayes: 6 (Aument, Cofer, Diamonstein, Moret, Milliken, Waters)

Nays: 0

Absent During Vote: 1 (McWhorter)

Absent During Meeting: 1 (McWhorter)

At this time, Chairman Milliken reminded Board members about the Governor's Transportation Conference that is scheduled for October 24-27, at The Omni Homestead in Hot Springs. The Chairman encouraged commissioners to participate on Secretary Layne's panel to introduce VPA Board members at the conference and to talk about The Port of Virginia. The panel session is scheduled for 9:30 a.m. on October 25<sup>th</sup>.

There were no public comments and the meeting adjourned at 4:04 p.m.

Respectfully submitted,



Debra J. McNulty  
Secretary to the Board