

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Executive Committee Meeting**  
**January 28, 2019**

The Virginia Port Authority ("VPA") Executive Committee ("Committee") held a meeting on January 28, 2019, at Virginia Port Authority, 600 World Trade Center, 101 West Main Street, Norfolk, Virginia.

Chairman Milliken called the meeting to order at 5:23 p.m. (The Safety Briefing carried over from the previous meeting.) The following were then in attendance:

Executive Committee Members Present:

John G. Milliken, VPA Chairman  
F. Blair Wimbush, VPA Vice Chairman  
Alan A. Diamonstein, Chair/Growth and Operations Committee  
Faith B. Power, Chair/Finance and Audit Committee

Executive Committee Member Absent:

Jennifer D. Aument

Board Members Present:

Val S. McWhorter  
John N. Pullen  
Kim Scheeler  
Louisa M. Strayhorn  
Deborah C. Waters

VPA Staff:

John F. Reinhart, CEO and Executive Director  
Cathie Vick, Chief Public Affairs Officer  
Sarah McCoy, General Counsel  
Matthew Barnes-Smith, Senior Vice President, Administration Services & Compliance  
Carla Welsh, Director, Creative Services  
Debra J. McNulty, Secretary to the Board

Guests:

W. Brice Fiske, Office of the Attorney General

Chairman Milliken asked POV colleagues to leave the meeting with the exception of Ms. McCoy, Ms. Vick, and Mr. Barnes-Smith. The Chairman then asked for a motion to go into closed session at this time.

**Motion for Closed Session**

Motion was read by Vice Chairman Wimbush as follows:

"I move that the Executive Committee go into closed session 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 confidential proprietary and financial information and data furnished to the VPA relating to the strategic growth and operation of the Port's terminal facilities; and pursuant to

the requirements of §2.2-3711(A)(8) for consultation with legal counsel requiring the provision of legal advice; and pursuant to the requirements of §2.2-3711(A)(1), the personnel exemption, to review and consider results of the CEO and Executive Director's CY2018 performance metrics and review of his confidential CY2019 draft performance metrics.”

The motion was seconded by Mr. Diamonstein. Mrs. McNulty left the meeting at this time.

**Open Session**

At 6:25 p.m., the Executive Committee came out of closed session and the following was read by Vice Chairman Wimbush:

“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 Chairman Milliken.

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

Ayes: 4 (Diamonstein, Milliken, Power, Wimbush)

Nays: 0

Absent During Vote: 1 (Aument)

Absent During Meeting: 1 (Aument)

There were no public comments and the meeting adjourned at 6:25 p.m.

Respectfully submitted,



Debra J. McNulty  
Secretary to the Board