

MINUTES
Virginia Port Authority Board of Commissioners
Growth and Operations Committee Electronic Meeting
July 21, 2020

The Virginia Port Authority (“VPA”) Growth and Operations Committee (“Committee”) held an electronic meeting via the Zoom platform on Tuesday, July 21, 2020.

This electronic meeting is assembled during a declared state of emergency when it is impracticable or unsafe to assemble a quorum in a single location to discuss or transact the business statutorily required or necessary to continue operation of the public body in accordance with Item 4-0.01.g of Chapter 1283 of the 2020 Amendments to the 2019 Appropriation Act.

On behalf of Committee Chairman Val McWhorter, who had a delayed start, VPA Chairman John Milliken called the meeting to order at 10:00 a.m. At this time, Mrs. McNulty announced that the public conference line was connected to Zoom. Chairman Milliken asked Mrs. McNulty to conduct a roll call of VPA Board members, colleagues with Virginia Port Authority (“VPA”) and Virginia International Terminals, LLC (“VIT”), guests, and members of the public who were electronically present, as follows:

Growth and Operations Committee Members Participating:

Val S. McWhorter, Chair (present at 10:03)
J. William Cofer
Joni L. Ivey
Deborah C. Waters

Growth and Operations Committee Members Absent:

Jennifer D. Aument, Vice Chair
Stephen Moret

Board Members Participating:

John G. Milliken, VPA Board Chairman
F. Blair Wimbush, VPA Board Vice Chairman
John C. Asbury
Manju S. Ganeriwala, State Treasurer
Eva Teig Hardy
Faith B. Power
Louisa M. Strayhorn

VPA Staff Participating:

John F. Reinhart, CEO & Executive Director
Matthew Barnes-Smith, Chief Administration Officer
Sarah McCoy, General Counsel
Joseph Ruddy, Chief Innovation Officer
James (Jay) Stecher, Chief Marketing Officer
Cathie Vick, Chief Development &
Government Affairs Officer
Debra J. McNulty, Secretary to the Board
Jodie Asbell, Senior Executive Assistant &
Deputy Secretary to the Board

Providing Technology Support:

Mark Thorsen, Chief Information Technology Officer
Lung Cheng, Director, Information Technology
Kelly Taylor, Information Technology Technician
Charles Cannon, Information Technology Specialist

VIT Staff Participating:

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

There were no members from the public on the line.

Motion to Convene an Electronic Meeting

At 10:00 a.m., Commissioner Asbury made a motion to convene an electronic meeting pursuant to the requirements of Item 4-0.01.g of Chapter 1283 of the 2020 Amendments to the 2019 Appropriation Act, to discuss or transact the business statutorily required or necessary to continue operation of the Virginia Port Authority.

At the request of Chairman McWhorter, Mr. Price read the factual basis for convening an electronic meeting:

“It is necessary to convene an electronic meeting today to discuss information that is integral to the continued operations of this Port; specifically, we need to discuss impacts of the COVID-19 virus on the business, operational performance metrics, safety, terminal infrastructure projects and prospective business opportunities. All of these topics are statutorily authorized and required for continued operation of the Port.”

Chairman McWhorter affirmed that the motion to convene an electronic meeting carried and was seconded by Commissioner Waters. He asked for a roll call vote of the Growth and Operation Committee members, Chair and Vice Chair of the VPA Board (ex officios), as follows:

Ayes: 6 (McWhorter, Cofer, Ivey, Waters, Milliken, Wimbush)

Nays: 0

Absent During Vote: 2 (Aument, Moret)

Opportunity for Public Comment

Chairman McWhorter asked if there were any members of the public on the conference line who wished to comment. There were no members of the public on the line.

Motion for Closed Session

At 10:03 a.m., Chairman McWhorter asked for a motion to go into closed session, read by Vice Chairman Wimbush, as follows:

“I move that the 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 by an entity operating a terminal on behalf of the Virginia Port Authority, including but not limited to customer and cargo contracts, agreements, or information, information relating to tonnages and cargoes; as well as metrics, analyses, and data relating to its safety program and terminal throughput activity, including terminal operating system technology initiatives.”

The motion was seconded by Commissioner Waters. Chairman McWhorter asked for a roll-call vote at this time.

Ayes: 6 (McWhorter, Cofer, Ivey, Waters, Milliken, Wimbush)
Nays: 0
Absent During Vote: 2 (Aument, Moret)

At the request of Chairman McWhorter, Ms. McNulty confirmed that the public conference line was disconnected and that the Committee was ready to move into closed session.

End of Closed Session

At 11:45 a.m., the Growth and Operations Committee came out of closed session, Mrs. McNulty announced that the public conference line was connected at this time, and the following resolution was read by Chairman McWhorter:

“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 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 Commissioner Waters and passed by a roll call vote of the Growth and Operations Committee members and Chair and Vice Chair of the VPA Board (ex officios) as follows:

Ayes: 6 (McWhorter, Cofer, Ivey, Waters, Milliken, Wimbush)
Nays: 0
Absent During Vote: 2 (Aument, Moret)
Absent During Meeting: 0

There were no members of the public on the conference line and the meeting adjourned at 11:45 a.m.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Debra J. McNulty".

Debra J. McNulty
Secretary to the Board