

**AGENDA**  
**Virginia Port Authority (VPA) Board of Commissioners**  
**Finance and Audit Committee Electronic Meeting**  
**Monday, July 27, 2020 – 3:45–4:45 P.M.**

**Public Access Conference Line – +1(351) 222 2275 - Conference Code: 63998897# - Guest Pin: 445656**

**Finance & Audit Committee Members:**

Faith B. Power, Chair, Finance & Audit Committee  
John C. Asbury  
Manju S. Ganeriwala, State Treasurer  
Eva Teig Hardy  
Louisa M. Strayhorn

**Ex Officio Members:**

John G. Milliken, VPA Board Chair  
F. Blair Wimbush, VPA Board Vice Chair

*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.*

**Open Session**

1. Call to Order by Faith Power, Chair of Finance & Audit Committee
2. Roll Call of Board Members, Staff, and Others Calling In
3. Motion to convene an **electronic meeting** in accordance the requirements of with 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.
  - a. Discussion on the factual basis for the motion  
  
*Electronic meetings are permitted where the public body is “mak[ing] decisions that are statutorily required or necessary to continue operations and where failure to do so could impact the ability of the Authority to carry out its mission.” As such, the Virginia Port Authority has a duty to continue operations by ensuring financial stability and compliance.*
  - b. Vote on the motion and roll call of Committee Members and Ex Officios
4. Opportunity for Public Comment
5. Motion to 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 data furnished to the VPA in confidence by Virginia International Terminals, LLC ("VIT") and the Hampton Roads Chassis Pool II, LLC ("HRCP II") to discuss May year-to-date financials, financing opportunities, and enhancements to the compliance program.

**Order of Presenters:** Rodney W. Oliver, Chief Financial Officer; Matthew Barnes-Smith, Chief Administration Officer; Colleen Mollison, Sr. Manager, Contracts, SOR & Purchasing

At the conclusion of the closed session, the Finance & Audit Committee will return to open session to certify the closed session and conduct a roll call prior to adjournment.

**(Motion for Closed Session and Certification Language attached.)**

**CLOSED SESSION LANGUAGE**

VPA Board Finance and Audit Committee  
Closed Meeting – Monday, July 27, 2020 – 3:45-4:45 p.m.

TO CONVENE CLOSED MEETING:

“I move that the VPA Board’s Finance and Audit 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 data furnished to the VPA in confidence by Virginia International Terminals, LLC (“VIT”) and the Hampton Roads Chassis Pool II, LLC (“HRCP II”) to discuss May year-to-date financials, financing opportunities, and enhancements to the compliance program.

[Motion]

[Second needed]

---

CERTIFICATION AFTER CLOSED MEETING:

“I move the following resolution”

WHEREAS, the Finance and Audit 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.”

[Second needed] [Roll call vote needed]

<input type="checkbox"/> Ms. Power, Chair	<input type="checkbox"/> Chairman Milliken (ex officio)
<input type="checkbox"/> Ms. Strayhorn, Vice Chair	
<input type="checkbox"/> Mr. Asbury	<input type="checkbox"/> Vice Chairman Wimbush (ex officio)
<input type="checkbox"/> Ms. Ganeriwala	
<input type="checkbox"/> Ms. Hardy	