

MINUTES
Virginia Port Authority Board of Commissioners
Executive Committee Electronic Meeting
January 25, 2021

The Virginia Port Authority ("VPA") Executive Committee ("Committee") held an electronic meeting via the Zoom platform on January 25, 2021.

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.

Chairman Milliken called the meeting to order at 5:00 p.m. and asked Mrs. McNulty to confirm that the public conference line was connected and to conduct a roll call of Board members who were on the call. The following were present:

Executive Committee Members Participating:

John G. Milliken, VPA Board Chairman
F. Blair Wimbush, VPA Board Vice Chairman
Jennifer D. Aument, Vice Chair, Growth and Operations Committee
Val S. McWhorter, Chair, Growth and Operations Committee
Faith B. Power, Chair, Finance and Audit Committee

Board Members Participating:

John C. Asbury
J. William Cofer
Manju S. Ganeriwala, State Treasurer
Eva Teig Hardy
Joni Ivey
Louisa M. Strayhorn
Deborah C. Waters

Board Members Absent:

Stephen Moret

VPA Staff:

Stephen A. Edwards, CEO and Executive Director
John F. Reinhart, Executive Director Emeritus (Retiring)
Debra J. McNulty, Secretary to the Board

Guests:

The Hon. Shannon Valentine, Secretary of Transportation

Motion to Convene an Electronic Meeting

At 5:04 p.m., Vice Chairman Wimbush 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.

Chairman Milliken then explained the factual basis for the motion, as follows:

“It is necessary to convene this meeting in order for the Executive Committee to discuss personnel matters.”

The motion was seconded by Commissioner McWhorter and unanimously carried.

Ayes: 5 (Milliken, Wimbush, Aument, McWhorter, Power)

Nays: 0

Absent During Vote: 0

Absent During Meeting: 0

At this time, Vice Chairman Wimbush offered a motion for the Executive Committee to convene a **closed meeting** in accordance with The Virginia Freedom of Information Act, pursuant to the requirements of §2.2-3711(A)(1), the personnel exemption, to discuss personnel matters relating to the performance and transition of the Executive Director; and 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”) with regard to CY2020 business results. The motion was seconded by Commissioner Power and unanimously carried.

Ayes: 5 (Milliken, Wimbush, Aument, McWhorter, Power)

Nays: 0

Absent During Vote: 0

Absent During Meeting: 0

At this time Mrs. McNulty confirmed that the public conference line was disconnected. The Executive Committee proceeded in closed session.

End of Closed Session

At 5:33 p.m., the Executive Committee came out of closed session and the following resolution was read by Vice Chairman Wimbush:

“Whereas, the Virginia Port Authority Executive 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 Executive 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 McWhorter and passed by a roll call vote of the Executive Committee members as follows:

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Ayes: 5 (Milliken, Wimbush, Aument, McWhorter, Power)
Nays: 0
Absent During Vote: 0
Absent During Meeting: 0

There were no members of the public on the conference line during the open portions of the meeting and there were no public comments submitted to PublicComments@portofvirginia.com .

The meeting adjourned at 5:33 p.m.

Respectfully submitted,



Debra J. McNulty
Secretary to the Board