

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Finance and Audit Committee Electronic Meeting**  
**May 24, 2021**

The Virginia Port Authority ("VPA") Finance and Audit Committee ("Committee") held an electronic meeting via the Zoom platform on May 24, 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.*

Chairwoman Power called the meeting to order at 3:30 p.m. and Mrs. McNulty confirmed that the public conference line was open. Chair Power 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 are included as follows:

Finance and Audit Committee Members Participating:

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

Board Members Participating:

John G. Milliken, VPA Board Chairman  
F. Blair Wimbush, VPA Board Vice Chairman  
Joni L. Ivey  
Val S. McWhorter  
Deborah C. Waters

Guests Participating:

Hon. Shannon Valentine, Secretary of  
Transportation  
John Lawson, Deputy Secretary of  
Transportation  
Mike Garber, PBMares  
Betsy Hedrick, PBMares

Board Members Absent:

Jennifer D. Aument  
Stephen Moret

VPA Staff Participating:

Stephen A. Edwards, CEO and Executive Director  
Sarah McCoy, General Counsel  
Rodney W. Oliver, Chief Financial Officer  
Joseph Ruddy, Chief Innovation Officer  
James (Jay) Stecher, Chief Marketing Officer  
Monica Sturgis, Chief Human Resources Officer  
Cathie Vick, Chief Development and Government Affairs Officer  
Nina Malone, Principal Economist  
Ronald Babski, Vice President, Health and Safety  
Jason Barlow, Vice President, Contracts and Risk Management  
Daniel Hendrickson, Vice President, Asset Management and Special Projects  
Anja Sparenberg, Director, Business Intelligence & Analytics  
Kenon Thomas, Manager, Financial Reporting & Budget

VPA Staff (continued):

Jodie Asbell, Senior Executive Assistant and Assistant Secretary to the Board  
Debra J. McNulty, Secretary to the Board

VPA-Information Technology Support:

Shirley Core, Executive Administrative Assistant  
Rebecca Killen, Traffic Specialist  
Kelly Taylor, Information Technology Technician

VIT Staff Participating:

Thomas D. Capozzi, Chief Sales Officer  
Kevin Price, Chief Operations Officer  
Rich Ceci, Vice President, Technology and Project Management  
Joe O'Brien, Vice President, Ocean Carrier Sales  
Aaron Katrancha, Director, Breakbulk, Ro-Ro, & Rail Sales

**Motion for Closed Session**

At 3:32 p.m., Chairwoman Power asked Commissioner Strayhorn to read the motion to go into closed session at this time, as follows:

"I move that the 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 financial data, FY21 audit engagement plan, and proposed FY22 budgets furnished to the VPA in confidence by Virginia International Terminals, LLC ("VIT") and the Hampton Roads Chassis Pool II, LLC ("HRCP II"); and pursuant to §2.2-3711(A)(6) to discuss the consideration of investment of public funds where competition or bargaining is involved."

The motion was seconded by Commissioner Hardy. Chairwoman Power asked for a roll-call vote of the Finance and Audit Committee and Chair and Vice Chair of the VPA Board (ex officios) at this time:

Ayes: 7 (Power, Strayhorn, Asbury, Ganeriwala, Hardy, Milliken, Wimbush)

Nays: 0

Absent During Vote: 0

Absent During Meeting: 0

At the request of Chairwoman Power, Mrs. 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 4:16 p.m., the Finance and Audit 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 Commissioner Strayhorn:

“Whereas, the Virginia Port Authority Finance and Audit 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 Finance and Audit 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 Hardy and passed by a roll call vote of the Finance and Audit Committee members and Chair and Vice Chair of the VPA Board (ex officios) as follows:

Ayes: 7 (Power, Strayhorn, Asbury, Ganeriwala, Hardy, Milliken, Wimbush)

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](mailto:PublicComments@portofvirginia.com) .

The meeting adjourned at 4:16 p.m.

Respectfully submitted,



Debra J. McNulty  
Secretary to the Board