

AGENDA

Virginia Port Authority (VPA) Board of Commissioners Operations and Infrastructure Committee Meeting

Monday, January 9, 2023 – 2:30 PM – 3:30 PM

Meeting Location:

VPA Boardroom, 600 World Trade Center, 101 West Main Street, Norfolk

Operations and Infrastructure Committee Members

Deborah C. Waters Chair
Edward F. O’Callaghan Vice Chair
John W. Kirk III
Faith B. Power

Ex-Officio Members

Aubrey L. Layne Board Chair

Presenters

Joseph P. Ruddy Chief Operations Officer, VIT
Rich Ceci Senior Vice President, Technology and Project Management, VIT
Pat Kinsman Vice President, Offshore Wind Development
Cathie J. Vick Chief Development and Public Affairs Officer

1. **Open Session** – Call to Order, Chair Waters
2. Safety Briefing – Stephen A. Edwards
3. **Closed Session** – 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 information and data furnished to the VPA in confidence, including but not limited to customer and cargo contracts, agreements, or information, ship tally sheets, ship manifests, information relating to tonnages and cargoes, annual budgets; as well as metrics, analyses, and data relating to its health and safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives; and pursuant to §2.2-3711(A)(6), to discuss or consider the investment of public funds relating to strategic growth initiatives and projects, where competition or bargaining is involved, where, if made public initially, the financial interests of the VPA would be adversely affected.
4. Vote on the motion
5. **Open Session** – Certification of closed session
6. Opportunity for public comment
7. Adjourn

CLOSED SESSION LANGUAGE
VPA Board Operations and Infrastructure Committee
Closed Meeting – January 9, 2023

TO CONVENE CLOSED MEETING:

“I move that the VPA Board’s Operations and Infrastructure 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, including but not limited to customer and cargo contracts, agreements, or information, ship tally sheets, ship manifests, information relating to tonnages and cargoes, annual budgets; as well as metrics, analyses, and data relating to its health and safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives; and pursuant to §2.2-3711(A)(6), to discuss or consider the investment of public funds relating to strategic growth initiatives and projects, where competition or bargaining is involved, where, if made public initially, the financial interests of the VPA would be adversely affected.”

[Motion] [Second needed] [Voice Vote]

CERTIFICATION AFTER CLOSED MEETING:

“I move the following resolution,

Whereas, the Operations and Infrastructure 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 member 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.”

[Motion] [Second needed] [Roll Call Vote]

Committee Members:

___ Chair Waters
___ Vice Chair O’Callaghan
___ Commissioner Kirk
___ Commissioner Power

Ex Officio Members:

___ Board Chair Layne

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The Virginia Port Authority (“VPA”) Operations and Infrastructure Committee (“Committee”) held a meeting on January 9, 2023 in the VPA Boardroom, 600 World Trade Center, 101 W Main St, Norfolk, Virginia.

Committee Members Present:

Deborah C. Waters, Chair
Edward F. O’Callaghan, Vice Chair
John W. Kirk III
Faith B. Power
Aubrey L. Layne, Ex-Officio

Board Members Present:

John C. Asbury
James Burnett
Michael W. Coleman (electronic connection)
David L. Richardson (arrived 2:47pm)

VPA Staff Present:

Stephen A. Edwards, CEO and Executive Director
Cathie J. Vick, Chief Development and Public Affairs Officer
Sarah J. McCoy, General Counsel and Chief Administrative Officer
Pat Kinsman, Vice President, Offshore Wind Development
Ryenne A. Shields, Secretary to the Board

Virginia International Terminals, LLC Staff Present:

Joseph P. Ruddy, Chief Operations Officer
Rich Ceci, Senior Vice President, Technology and Project Management

Guests:

Honorable Shep Miller, Secretary of Transportation (arrived 3:22pm)

In accordance with the VPA Board of Commissioners Electronic Participation Policy, Commissioner Coleman participated by electronic connection from his personal residence in Virginia Beach, Virginia due to a medical condition that prevented attendance.

Open Session

Chair Waters called the meeting to order at 2:31pm.

Closed Session

At 2:31pm, Chair Waters requested a motion to go into closed session. The motion was made by Commissioner O’Callaghan as follows:

“I move that the VPA Board’s Operations and Infrastructure 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, including but not limited to customer and cargo contracts, agreements, or information, ship tally sheets, ship manifests, information relating to tonnages and cargoes, annual budgets; as well as metrics, analyses, and data

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relating to its health and safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives; and pursuant to §2.2-3711(A)(6), to discuss or consider the investment of public funds relating to strategic growth initiatives and projects, where competition or bargaining is involved, where, if made public initially, the financial interests of the VPA would be adversely affected. ”

The motion was seconded by Commissioner Kirk and passed by a vote of the Operations and Infrastructure Committee Members and ex officio members as follows:

Ayes: 5 (Waters, Kirk, O’Callaghan, Power, Layne)

Nays: 0

Abstention: 0

Absent During Vote: 0

Absent During Meeting: 0

Certification of Closed Session

At 3:36pm, the Operations and Infrastructure Committee came out of closed session and the following resolution was made by Commissioner O’Callaghan:

“I move the following resolution,

Whereas, the Operations and Infrastructure 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 member 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 matter as were identified in the motion by which the closed meeting was convened were heard, discussed or considered by the Committee.”

The resolution was seconded by Commissioner Kirk and passed by a roll call vote of the Operations and Infrastructure Members and ex officio members as follows:

Ayes: 5 (Waters, Kirk, O’Callaghan, Power, Layne)

Nays: 0

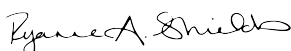
Abstention: 0

Absent During Vote: 0

Absent During Meeting: 0

There were no members of the public present for comment and the meeting adjourned at 3:37pm.

Respectfully submitted,



Ryanne A. Shields
Secretary to the Board