

## AGENDA

### Virginia Port Authority (VPA) Board of Commissioners Growth Committee Meeting

Monday, March 13, 2023 – 4:00 PM – 5:00 PM

#### Meeting Location:

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

#### **Growth Committee Members**

John C. Asbury                      Chair  
Michael W. Coleman              Vice Chair  
Jason El Koubi  
Eva Teig Hardy

#### **Ex-Officio Members**

Aubrey L. Layne                  Board Chair  
Faith B. Power                    Board Vice Chair

#### **Presenters**

Thomas C. Capozzi              Chief Sales and Marketing Officer, VIT  
Amanda Nelson                  Vice President, Growth, VIT

1.     **Open Session** – Call to Order, Chair Asbury
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; and pursuant to §2.2-3711(A)(5), to discuss prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community; 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 Growth Committee  
Closed Meeting – March 13, 2023

**TO CONVENE CLOSED MEETING:**

“I move that the VPA Board’s Growth 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 terminal throughput activity, including gate, rail, and chassis usage; and pursuant to §2.2-3711(A)(5), to discuss prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community; 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 Growth 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 Asbury
- \_\_\_ Vice Chair Coleman
- \_\_\_ Commissioner El Koubi
- \_\_\_ Commissioner Hardy

Ex Officio Members:

- \_\_\_ Board Chair Layne
- \_\_\_ Board Vice Chair Power

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Growth Committee Meeting**  
**March 13, 2023**

The Virginia Port Authority (“VPA”) Growth Committee (“Committee”) held a meeting on March 13, 2023 in the VPA Boardroom, 600 World Trade Center, 101 W Main St, Norfolk, Virginia.

**Committee Members Present:**

John C. Asbury, Chair  
Michael W. Coleman, Vice Chair  
Jason El Koubi  
Eva Teig Hardy  
Aubrey L. Layne, Ex-Officio  
Faith B. Power, Ex-Officio

**Board Members Present:**

James C. Burnett  
John W. Kirk III  
Edward F. O’Callaghan  
Deborah C. Waters

**VPA Staff Present:**

Stephen A. Edwards, CEO and Executive Director  
Sarah J. McCoy, General Counsel and Chief Administrative Officer  
Ryenne A. Shields, Secretary to the Board

**Virginia International Terminals, LLC (“VIT”) Staff Present:**

Thomas D. Capozzi, Chief Sales and Marketing Officer  
Amanda Nelson, Vice President, Growth

**Open Session**

Chair Asbury called the meeting to order at 3:37pm.

**Closed Session**

At 3:38pm, Chair Asbury requested a motion to go into closed session. The motion was made by Commissioner Coleman as follows:

“I move that the VPA Board’s Growth 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; and pursuant to §2.2-3711(A)(5), to discuss prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business’ or industry’s interest in locating or expanding its facilities in the community; 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.”

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Growth Committee Meeting**  
**March 13, 2023**

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

Ayes: 5 (Asbury, Coleman, El Koubi, Hardy, Layne, Power)

Nays: 0

Abstention: 0

Absent During Vote: 0

Absent During Meeting: 0

**Certification of Closed Session**

At 4:52pm, the Growth Committee came out of closed session and the following resolution was made by Commissioner Coleman:

"I move the following resolution,

Whereas, the Growth 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."

The resolution was seconded by Commissioner Hardy and passed by a roll call vote of the Growth Committee Members and ex officio members as follows:

Ayes: 5 (Asbury, Coleman, El Koubi, Hardy, Layne, Power)

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 4:53pm.

Respectfully submitted,



Ryanne A. Shields  
Secretary to the Board