

RESOLUTION 16-12

**A RESOLUTION AMENDING THE BYLAWS OF THE VIRGINIA PORT
AUTHORITY**

WHEREAS, the Virginia Port Authority Board of Commissioners, at the recommendation of the Finance and Audit Committee, desires to amend the Bylaws of the Virginia Port Authority.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Virginia Port Authority that Article III, Section 3.4.1, entitled "Powers and Duties", be amended to increase the amount of any contract, agreement, or arrangement to which the Executive Director may bind the Authority from \$1,000,000 to \$2,500,000, and to facilitate the prompt review by the Chairman and Chair of the Finance and Audit Committee of contracts, agreements, and arrangements in amounts above that limit by adding the following to the end of that section:

If the Chairman of the Board is not available to timely review any such contract, agreement or arrangement in order to give or withhold such consent, then he or she may designate another voting member of the Board to perform this duty on his or her behalf. If the Chairman of the Finance and Audit Committee is not available to perform a timely review and give or withhold such consent, then he or she may designate another voting member of the Board who is on the Finance and Audit Committee to perform this duty on his or her behalf. Any such designation must be in writing (electronic mail is sufficient) sent to the Executive Director and legal counsel for the Authority. A designation shall be effective for thirty (30) days after it is given and shall be filed with the books and records of the Authority kept pursuant to Section 3.11 below.

PASSED AND ADOPTED this 15th day of November, 2015.

John G. Milliken
Chairman

Attest:

Debra J. McNulty
Secretary/Clerk