



VIRGINIA PORT AUTHORITY  
600 WORLD TRADE CENTER, NORFOLK, VA 23510  
(757) 683-8000

## MEMORANDUM OF BOARD ACTION

**To:** Virginia Port Authority Board of Commissioners  
**From:** John Milliken, Chairman of the Board of Commissioners  
Blair Wimbush, Chairman of the Finance and Audit Committee  
**Date:** May 22, 2018  
**Subject:** Action taken pursuant to Bylaws Section 3.4.1: The Executive Director's authority, to execute contracts for the Financial System Integrator

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### Legal Authority:

The Virginia Port Authority (the "Authority"), a body corporate and a political subdivision of the Commonwealth of Virginia, was established pursuant to Chapter 10, Title 62.1 of the Code of Virginia of 1950, as amended (the "Act"). Pursuant to the Act, the Authority is empowered to rent, lease, buy, own, acquire, construct, reconstruct and dispose of harbors, seaports, port facilities and such property, whether real or personal, as it may find necessary or convenient.

Section 3.4.1 of the Authority's Bylaws states that upon obtaining prior written approval by the Chairman of the Board and the Chairman of the Finance and Audit Committee, the Executive Director may enter into a contract, agreement or arrangement on the Authority's behalf in excess of \$2,500,000.

### Action(s) Taken:

- The Authority issued a Request for Proposals ("RFP") for system integrator professional services to support the successful implementation of the licensed PeopleSoft modules for the port entities. Upon evaluation of the proposals submitted in response to the RFP, the Authority determined that the proposal of the Business and Technology Resource Group ("BTRG") represented the best value based upon the criteria in the RFP.
- The contract with BTRG provides for an aggregate contract value, not to exceed, \$5,500,000 for the implementation of the applicable modules, applicable travel and expenses and a time and materials arrangement to perform studies of the services required for Human Resources and Payroll functionality. Funding for this project was previously approved by the Board of Commissioners in the Capital Budgets for Fiscal Year 2017 and 2018.
- On April 30, 2018, pursuant to the Authority's Bylaws, Section 3.4.1, the Executive Director requested the written approval of the Chairman of the Board and the Chairman of the Finance and Audit Committee to authorize the Executive Director to approve, execute and deliver the contract for financial system integrator professional services and such additional documents and certificates as are necessary and proper in furtherance of the contract. The written consent of the Chairman of the Board and the Chairman of the Finance and Audit Committee was granted. See *attached* communications granting authorization.

**Conclusion:**

- Pursuant to Section 3.4.1 of the Authority's Bylaws, upon obtaining the written approval on April 30, 2018 of the Chairman of the Board and the Chairman of the Finance and Audit Committee, the contract for financial system integrator professional services and such additional documents and certificates as are necessary and proper in furtherance of the contract with BTRG is authorized.



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April 30, 2018

Via Hand Delivery

John G. Milliken  
Chairman  
Virginia Port Authority Board of Commissioners

F. Blair Wimbush  
Chairman of the Finance and Audit Committee  
Virginia Port Authority Board of Commissioners

**Re: Authorization Requested Pursuant to Bylaws Section 3.4.1: BTRG Financial Integrator**

Dear Chairmen,

The Virginia Port Authority ("VPA") issued a Request for Proposals ("RFP") for system integrator professional services to support the successful implementation of the licensed PeopleSoft modules for the port entities. Upon evaluation of the proposals submitted in response to the RFP, the VPA determined that the proposal of the Business and Technology Resource Group (BTRG) represented the best value to the VPA according to the criteria in the RFP. The contract with BTRG provides for an aggregate contract value, not to exceed, \$5,500,000 for the implementation of the applicable modules, applicable travel and expenses and a time and materials arrangement to perform requirements study services for Human Resources and Payroll functionality.

Given the value of the BTRG contract, and pursuant to section 3.4.1 of the Virginia Port Authority Bylaws, I request your authorization to approve, execute and deliver the contract for financial system integrator professional services and such additional documents and certificates as are necessary and proper in furtherance of the amended contract with Contractor. If your authorization is granted, a Memorandum of Board Action will be prepared for the May board meeting detailing this authorization.

Sincerely,

John F. Reinhart  
CEO and Executive Director

SEEN AND AGREED this 30<sup>th</sup> day of April, 2018

John G. Milliken  
Chairman  
VPA Board of Commissioners

F. Blair Wimbush  
Chairman of the Finance and Audit Committee  
VPA Board of Commissioners