

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Finance and Audit Committee Meeting**  
**September 24, 2018**

The Virginia Port Authority ("VPA") Finance and Audit Committee ("Committee") held a meeting on September 24, 2018, at Virginia Port Authority, 600 World Trade Center, 101 West Main Street, Norfolk, Virginia.

Chairman Wimbush called the meeting to order at 4:50 p.m. (The Safety Briefing carried over from the previous meeting.) The following were then in attendance:

Finance and Audit Committee Members Present:

F. Blair Wimbush, Chair  
Kim Scheeler  
Louisa M. Strayhorn

Committee Members Absent:

Faith B. Power, Vice Chair  
Manju S. Ganeriwala, State Treasurer/Commissioner

Board Members Present:

John G. Milliken, VPA Board Chairman  
Val S. McWhorter  
Deborah C. Waters

VPA Staff:

John F. Reinhart, CEO and Executive Director  
James Bibbs, Chief Human Resources Officer  
Rodney W. Oliver, Chief Financial Officer  
Joseph P. Ruddy, Chief Innovation Officer  
Cathie Vick, Chief Public Affairs Officer  
Sarah McCoy, General Counsel  
Matthew Barnes-Smith, Senior Vice President, Administration Services & Compliance  
Daniel Hendrickson, Vice President, Strategic Planning & Analytics  
Jefferson Underwood, Vice President, Finance  
Sandi Jackson, Director, General Accounting  
Carla Welsh, Director, Creative Services  
Debra J. McNulty, Secretary to the Board

Virginia International Terminals, LLC (VIT) Staff:

Thomas D. Capozzi, Chief Sales Officer  
Shawn Tibbetts, President of VIT and Chief Operations Officer

Guests:

W. Brice Fiske, Office of the Attorney General  
JoAnne Carter, PFM Group  
Kathleen Bowe, PFM Group

**Motion for Closed Session**

At 4:50 p.m., Committee Chairman Wimbush asked for a motion to go into closed session. The motion was read by Mr. Scheeler 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 data furnished to the VPA in confidence with regard to The Port of Virginia’s (POV) FY2018 audit results and financial statements, POV’s FY2019 year-to-date financial results; billing and financial system project update, and investment management results/reporting.” The motion was seconded by Ms. Strayhorn.

**End of Closed Session**

At 5:38 p.m., the Finance and Audit Committee came out of closed session and the following resolution was read by Mr. Scheeler:

“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 Ms. Strayhorn 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: 5 (Wimbush, Scheeler, Strayhorn, Milliken, Wimbush)

Nays: 0

Absent During Vote: 2 (Ganeriwala, Power)

Absent During Meeting: 2 (Ganeriwala, Power)

There were no public comments and the meeting adjourned at 5:38 p.m.

Respectfully submitted,

  
Debra J. McNulty  
Secretary to the Board