

MINUTES
Virginia Port Authority Board of Commissioners
Growth and Operations Committee Meeting
January 28, 2019

The Virginia Port Authority ("VPA") Growth and Operations Committee ("Committee") held a meeting on January 28, 2019, at Virginia Port Authority, 600 World Trade Center, 101 West Main Street, Norfolk. VPA Growth and Operations Chairman, Alan A. Diamonstein, called the meeting to order at 2:00 p.m.

The following were in attendance:

Committee Members Present:

Alan A. Diamonstein, Chair
J. William Cofer
Val S. McWhorter
Deborah C. Waters

Committee Members Absent:

Jennifer D. Aument, Vice Chair
Stephen Moret

Board Members Present:

John G. Milliken, VPA Board Chairman
F. Blair Wimbush, VPA Board Vice Chairman
Faith B. Power
John N. Pullen
Louisa M. Strayhorn

VPA Staff:

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

Virginia International Terminals, LLC (VIT) Staff:

Shawn Tibbetts, President and Chief Operations Officer
Thomas D. Capozzi, Chief Sales Officer
Rich Ceci, Senior Vice President of Technology and Projects
Joe O'Brien, Vice President, Ocean Carrier Sales

Guests:

W. Brice Fiske, Office of the Attorney General

Mr. Ruddy conducted the safety briefing at this time.

Motion for Closed Session

At 2:00 p.m., Committee Chairman Diamonstein asked for a motion to go into closed session. The motion was read by Mr. McWhorter as follows:

“I move that the VPA Board’s Growth and Operations 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 safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives, and vessel size and capacity forecasting; 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.”

The motion was seconded by Ms. Waters.

End of Closed Session

At 3:47 p.m., the Growth and Operations Committee came out of closed session and the following resolution was read by Mr. McWhorter:

“Whereas, the Virginia Port Authority Growth and Operations 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 the Committee members that such closed meeting was conducted in conformity with Virginia law;

Now, therefore be it resolved, that the Growth and Operations 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. Waters and passed by a roll call vote of the Growth and Operation Committee members, and Chair and Vice Chair of the VPA Board (ex officios), as follows:

Ayes: 6 (Cofer, Diamonstein, McWhorter, Waters, Milliken, Wimbush)

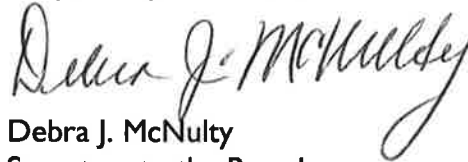
Nays: 0

Absent During Vote: 2 (Aument, Moret)

Absent During Meeting: 2 (Aument, Moret)

There were no public comments and the meeting adjourned at 3:47 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Debra J. McNulty". The signature is written in a cursive style with a large, looping "y" at the end.

Debra J. McNulty
Secretary to the Board