

RESOLUTION 21-12

A RESOLUTION AMENDING THE BYLAWS OF THE VIRGINIA PORT AUTHORITY

WHEREAS, the operation of the Virginia Port Authority Board of Commissioners (the "Board") is governed by the Amended and Restated Bylaws of the Virginia Port Authority (the "Bylaws"), adopted by the Board of Commissioners on November 15, 2016;

WHEREAS, Section 4.4 of the Bylaws allow for amendment by resolution duly adopted by the Board at any meeting, regular or special, provided that notice of intention to present such resolution shall be given at least three (3) business days in advance of the meeting at which the motion to adopt such resolution is to be made; and

WHEREAS, having received proper notice, the Board desires to amend the Bylaws to change the schedule of the regular and annual meetings of the Board as provided herein.

NOW THEREFORE BE IT RESOLVED, by the Board of Commissioners of the Virginia Port Authority, the Bylaws of the Virginia Port Authority are amended effective January 1, 2022 as follows:

"Section 3.6 Regular and Annual Meetings of the Board. Regular meetings of the Board shall be held on the ~~fourth~~ second Tuesday of January, March, May, July, September and November, unless otherwise previously agreed upon by the Board. Written notice of each regular meeting specifying the time and place of the meeting together with an agenda setting forth the items proposed to come before the Board at that particular regular meeting shall be given to members by mail or otherwise at least three (3) business days in advance of the meeting, but any other matters may be considered at the meetings in the Chairman's discretion. The annual meeting of the Board for the election of officers shall be held preceding the regular meeting of the Board in the month of July each year.

PASSED AND ADOPTED this 28th day of September 2021.

John G. Milliken, Chairman

Attest:

Ryanne A. Shields, Secretary