

MINUTES
Virginia Port Authority Board of Commissioners
Finance and Audit Committee Meeting
March 7, 2022

The Virginia Port Authority (“VPA”) Finance and Audit Committee (“Committee”) held a meeting on March 7, 2022 in the VPA Boardroom, 600 World Trade Center, 101 West Main Street, Norfolk, Virginia.

Committee Members Present:

Louisa M. Strayhorn, Chair
Manju S. Ganeriwala
Jason El Koubi (arrived 4:00pm)

Committee Members Absent:

John C. Asbury, Vice Chair
Aubrey L. Layne

Board Members Present:

John G. Milliken, VPA Board Chairman
Faith B. Power, VPA Board Vice Chair
Joni L. Ivey
Val S. McWhorter
Edward F. O’Callaghan
Deborah C. Waters
Manju Ganeriwala

VPA Staff Present:

Stephen A. Edwards, CEO and Executive Director
Rodney W. Oliver, Chief Financial Officer
Cathie J. Vick, Chief Development and Public Affairs Officer
Monica Y. Sturgis, Chief Human Resources Officer
Sarah J. McCoy, Assistant Attorney General / General Counsel
Ryenne A. Shields, Secretary to the Board
Daniel Hendrickson, Vice President, Asset Management and Special Projects
Ron Green, Vice President, Business Transformation
Vanessa Evans, Senior Manager, Process Excellence
Kenon Thomas, Senior Manager, Financial Planning and Budget
Stephen Griffin, Vice President, Accounting

Virginia International Terminals, LLC Staff Present:

Joseph P. Ruddy, Chief Operations Officer
Thomas D. Capozzi, Chief Sales Officer

Guests:

Hon. Shep Miller, Secretary of Transportation
Julie Whitlock, Office of the Attorney General
Brice Fiske, Office of the Attorney General

Committee Chair Strayhorn called the meeting to order at 3:42pm.

Motion for Closed Session

At 3:42pm, Chair Strayhorn asked for a motion to go into closed session. The motion was read by VPA Board Vice Chair Faith Power as follows:

“I move that the VPA Board’s Finance and Audit Committee convene a closed meeting in accordance with The Virginia Freedom of Information Act, pursuant to the requirements and provisions of §2.2-3711(A)(37) subject to the exclusion in subdivision 1 of §2.2-3705.6 , to discuss proprietary data furnished

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to the VPA in confidence by Virginia International Terminals, LLC (“VIT”) and the HRCP II, LLC ; and pursuant to §2.2-3711(A)(6) to discuss the consideration of investment of public funds where competition or bargaining is involved.”

The motion was seconded by Commissioner Ganeriwala and Chair Strayhorn called for a vote of the Finance and Audit Committee members and ex officio members as follows:

Ayes: 4 (Strayhorn, Ganeriwala, Milliken, Power)

Nays: 0

Absent During Vote: 3 (Asbury, Layne, El Koubi)

Absent During Meeting: 0

End of Closed Session

At 4:44pm, the Finance and Audit Committee came out of closed session and the following resolution was read by VPA Board Vice Chair Power:

“Whereas, the Finance and Audit Committee has 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, §2.2-3712 of the Code of Virginia requires a certification that such closed meeting was conducted in conformity with Virginia law;

Now, therefore be it resolved, that the Committee certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter 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 by which the closed meeting was convened were heard, discussed or considered by the Committee.”

The resolution was seconded by Commissioner Ganeriwala and passed by a roll call vote of the Finance and Audit Committee Members and ex officio members as follows:

Ayes: 5 (Strayhorn, Ganeriwala, El Koubi, Milliken, Power)

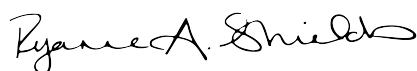
Nays: 0

Absent During Vote: 2 (Asbury, Layne)

Absent During Meeting: 0

There were no members of the public present for comment and the meeting adjourned at 4:46pm.

Respectfully submitted,



Ryanne A. Shields
Secretary to the Board