

RESOLUTION 22 - 08

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT FOR THE ACQUISITION OF CIVIL WORKS FOR IMPROVEMENTS TO PORTSMOUTH MARINE TERMINAL

WHEREAS, the Virginia Port Authority (the “Authority”), a body corporate and a political subdivision of the Commonwealth of Virginia, has been established pursuant to Chapter 10, Title 62.1 of the Code of Virginia of 1950, as amended (the “Act”); and

WHEREAS, 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; and

WHEREAS, the Authority intends to make significant capital improvements for the development of Portsmouth Marine Terminal (“PMT”) for use as an off-shore wind energy staging port; and

WHEREAS, the procurement price for the civil works at PMT shall be funded from the proceeds of state and federal grants and PMT off-shore wind energy tenant(s); and

WHEREAS, pursuant to its Procurement Manual, the Authority issued a Request for Proposals (“RFP”) for the civil works for which four responsive bids were received, and upon evaluation of the proposals submitted in response to the RFP, the Authority determined that the proposal of Skanska USA Civil Southeast, Inc. (the “Company”) represented the best value to the Authority according to the criteria in the RFP; and

WHEREAS, the contract with the Company for the civil works at PMT provides compensation for the services to be performed for a price of Two Hundred Twenty-Three Million, Two Hundred Thirty-Four Thousand, Four Hundred Seventy Dollars (\$223,234,470.00); and

WHEREAS, the Board has determined that it is appropriate to delegate to the Executive Director the authority to approve the final terms, and execute and deliver, the contract for civil works at PMT with the Company (“hereinafter the “ PMT Civil Works Contract”) and any sub-agreements thereto; and

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Virginia Port Authority, as follows:

Section 1. Approval of the PMT Civil Works Contract. The execution and delivery of the PMT Civil Works Contract by the Authority, consistent with the foregoing Recitals, is hereby authorized. The Executive Director is hereby authorized to approve the form and content and to execute and deliver the PMT Civil Works Contract on behalf of the Authority. The execution of the PMT Civil Works Contract by the Executive Director shall be conclusive evidence of the Authority’s approval of the PMT Civil Works Contract. The Board of Commissioners hereby authorizes the Executive Director to execute and

deliver all ancillary documents which he deems necessary to further the intent of this Resolution.

Section 2. Ratification: Further Action. All actions previously taken by the Commissioners, officers, and staff of the Authority in furtherance of the PMT Civil Works Contract are hereby ratified and confirmed. The officers and employees of the Authority are hereby authorized to take such actions, and deliver such additional documents and certificates, as they may in their discretion deem necessary or proper in furtherance of the PMT Civil Works Contract described herein.

Section 3. Effective Date: Notice. This Resolution shall take effect immediately upon its adoption. The Secretary of the Authority shall file this Resolution with the books and records of the Authority maintained according to Section 3.11 of the Authority's Bylaws.

PASSED AND ADOPTED this 12th day of July, 2022

Board Chair

ATTEST:

Ryanne A. Shields, Secretary