

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Operations and Infrastructure Committee Meeting**  
**September 12, 2022**

The Virginia Port Authority (“VPA”) Operations and Infrastructure Committee (“Committee”) held a meeting on September 12, 2022 in the VPA Boardroom, 600 World Trade Center, 101 West Main Street, Norfolk.

**Committee Members Present:**

Deborah C. Waters, Chair  
John W. Kirk III  
Aubrey L. Layne, Ex-Officio

**Committee Members Absent:**

Edward F. O’Callaghan, Vice Chair  
Faith B. Power

**Board Members Present:**

John C. Asbury  
James C. Burnett  
Michael W. Coleman  
David L. Richardson  
Eva Teig Hardy

**VPA Staff Present:**

Stephen A. Edwards, CEO and Executive Director  
Cathie J. Vick, Chief Development and Public Affairs Officer  
Sarah J. McCoy, General Counsel  
Pat Kinsman, Vice President, Offshore Wind Development  
Ryenne A. Shields, Secretary to the Board

**Virginia International Terminals, LLC Staff Present:**

Joseph P. Ruddy, Chief Operations Officer  
Rich Ceci, Senior Vice President, Technology and Project Management

**Guests:**

Honorable Shep Miller, Secretary of Transportation

**Open Session**

Chair Waters called the meeting to order at 2:25pm.

**Closed Session**

At 2:25pm, Chair Waters requested a motion to go into closed session. The motion was made by Commissioner Kirk as follows:

“I move that the VPA Board’s Operations and Infrastructure 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 health and safety program and terminal throughput activity, including gate, rail, and chassis usage, information technology initiatives; and

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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 VPA Board Chair Layne and passed by a vote of the Operations and Infrastructure Committee Members and ex officio members as follows:

Ayes: 3 (Waters, Kirk, Layne)

Nays: 0

Abstention: 0

Absent During Vote: 2 (O’Callaghan, Power)

Absent During Meeting: 2 (O’Callaghan, Power)

**Certification of Closed Session**

At 3:35pm, the Operations and Infrastructure Committee came out of closed session and the following resolution was made by Commissioner Kirk:

“I move the following resolution,

Whereas, the Operations and Infrastructure 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 member 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 Layne and passed by a roll call vote of the Operations and Infrastructure Members and ex officio members as follows:

Ayes: 3 (Waters, Kirk, Layne)

Nays: 0

Abstention: 0

Absent During Vote: 2 (O’Callaghan, Power)

Absent During Meeting: 2 (O’Callaghan, Power)

There were no members of the public present for comment and the meeting adjourned at 3:37pm.

Respectfully submitted,

Ryanne A. Shields  
Secretary to the Board