

## RESOLUTION 22-13

### AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT FOR THE ACQUISITION OF UP TO FIVE SHIP-TO-SHORE CRANES

#### RECITALS:

**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 issue revenue bonds therefore without pledging the faith and credit of the Commonwealth; and

**WHEREAS**, Pursuant to the Act, it is the duty of the Authority to foster and stimulate the commerce of the ports of the Commonwealth and related facilities by serving as the United States Eastern Seaboard gateway for the global import and export of freight throughout the world, to promote the shipment of freight through the maritime and inland ports, to seek to secure necessary improvements of navigable tidal waters within the Commonwealth, and in general to perform any act or function that may be useful in developing, improving, or increasing the commerce, both foreign and domestic, of all maritime and in land ports of the Commonwealth and related facilities; and

**WHEREAS**, In furtherance of this duty, the Authority has made, and continues to make, significant capital improvements to Norfolk International Terminals ("NIT") and Virginia International Gateway ("VIG"). These improvements include, among others, the purchase of additional Ship-to-Shore Cranes and associated spare parts to support terminal operations; and

**WHEREAS**, pursuant to its Procurement Manual, the Authority issued a Request for Proposals ("RFP") for the purchase of up to five (5) ship-to-shore cranes, for which the Authority determined that the proposal of Shanghai Zhenhua Heavy Industries Co. Ltd. ("ZPMC"), represented the best value to the Authority according to the criteria in the RFP; and

**WHEREAS**, the contract with ZPMC for the purchase of up to five (5) ship-to-shore cranes, if purchased, shall be delivered and installed for a price not to exceed Sixty-One Million, Six Hundred and Seventy-Five Thousand U.S. Dollars (\$61,675,000); and

**WHEREAS**, The Board has determined that it is necessary and appropriate to delegate to the Executive Director the authority to negotiate and approve the terms of a contract for the procurement of up to five (5) ship-to-shore cranes from ZPMC (hereinafter, the "ZPMC Contract") and any sub-agreements thereto consistent with the foregoing Recitals.

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

**Section I. Approval of the ZPMC Contract.** The negotiation, execution and delivery of up to five (5) additional ship-to-shore cranes from ZPMC 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 ZPMC Contract on behalf of the Authority. The execution of the

ZPMC Contract by the Executive Director shall be conclusive evidence of the Authority's approval of the ZPMC 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 ZPMC Contract are hereby ratified and affirmed. 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 ZPMC Contract described herein if and when they are approved and executed.

**Section 3. Effective Date.** This Resolution shall take effect immediately upon its adoption. The Secretary to the Board 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 15<sup>th</sup> day of November, 2022

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Aubrey L. Layne  
Board Chair

ATTEST:

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Ryanne A. Shields, Secretary