



**To:** Virginia Port Authority Board of Commissioners

**From:** Aubrey Layne, Chair of the Board of Commissioners  
Jim Burnett, Chair of the Finance and Audit Committee

**Date:** March 14, 2023

**Subject:** Action taken pursuant to Bylaws Section 3.4.1: The Executive Director's authority to execute an agreement with Southwood Building Systems for civil works improvement to Richmond Marine Terminal

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### Legal Authority:

The Virginia Port Authority (the "Authority"), a body corporate and a political subdivision of the Commonwealth of Virginia, was established pursuant to Chapter 10, Title 62.1 of the Code of Virginia of 1950, as amended (the "Act"). 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.

Section 3.4.1 of the Authority's Bylaws states that upon obtaining prior written approval by the Chairman of the Board and the Chair of the Finance and Audit Committee, the Executive Director may enter into a contract, agreement or arrangement on the Authority's behalf in excess of \$2,500,000.

### Action(s) Taken:

- Pursuant to the Authority's Procurement and Capital Outlay Manual, the Authority issued an Invitation for Bids for the acquisition of civil works improvement to Richmond Marine Terminal drop late and truck gate.
- Upon evaluation of the proposals submitted in response to the Invitation for Bids, the Authority determined that the proposal of Southwood Building Systems, Inc represented the best value based on the criteria.
- Pursuant to the Authority's Bylaws, Section 3.4.1, on January 20, 2023, the Executive Director/CEO requested the written approval of the Chairman of the Board and Chair of Finance and Audit Committee to authorize the Executive Director to execute an agreement with Southwood Building Systems, Inc for civil works improvements to Richmond Marine Terminal. The written consent of the Chairman of the Board and the Chair of the Finance and Audit Committee was granted. See *attached* communications granting authorization.

### Conclusion:

- Upon obtaining the written approval of the man of the Board and the Chair of the Finance and Audit Committee, the Executive Director executed contract 2023-18-VPA on February 10, 2023.



VIRGINIA PORT AUTHORITY  
600 World Trade Center, Norfolk, VA 23510  
(757)683-8000

**Attachment:**

Electronic Correspondence dated January 20, 2023 between Chair Layne, Chair Burnett, and Ryanne A. Shields

**From:** [Jim Burnett](#)  
**To:** [Aubrey Layne, Board Chair](#); [Ryanne Shields](#)  
**Cc:** [Stephen Edwards](#); [Rodney Oliver](#)  
**Subject:** Re: Approval Requested: Authorization of Executive Director to Execute Contract - RMT Civil Works  
**Date:** Friday, January 20, 2023 4:07:57 PM  
**Attachments:** [image001.png](#)  
[image004020.png](#)  
[image452114.png](#)  
[image019889.png](#)  
[image865594.png](#)  
[image149789.png](#)  
[image281123.png](#)  
[image409964.png](#)  
[image818637.png](#)

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Approved



**Jim Burnett, CPA**

**Vice President, Chief Financial Officer**

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**From:** AUBREY L LAYNE <ALLAYNE@sentara.com>

**Sent:** Friday, January 20, 2023 3:19:03 PM

**To:** Ryanne Shields <rshields@PortofVirginia.com>; Jim Burnett <jburnett@WMJordan.com>

**Cc:** Stephen Edwards <sedwards@PortofVirginia.com>; Rodney Oliver <roliver@PortofVirginia.com>

**Subject:** Re: Approval Requested: Authorization of Executive Director to Execute Contract - RMT Civil Works

Approved.

Aubrey

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**From:** Ryanne Shields <rshields@PortofVirginia.com>

**Sent:** Friday, January 20, 2023 3:10:30 PM

**To:** AUBREY L LAYNE <allayne@sentara.com>; Jim Burnett, Commissioner <jburnett@WMJordan.com>

**Cc:** Stephen Edwards <sedwards@PortofVirginia.com>; Rodney Oliver <roliver@PortofVirginia.com>

**Subject:** Approval Requested: Authorization of Executive Director to Execute Contract - RMT Civil

Works

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Board Chair Layne and Finance and Audit Committee Chair Burnett,

The VPA is requesting the action of the chairs in accordance with the authority granted in section 3.4.1 of the Bylaws to approve a contract in excess of \$2.5M.

**Context:**

- In November the Board passed Resolution 22-15, authorizing the contract for civil works at Richmond Marine Terminal (RMT) to expand the truck gate and cargo drop lot capacity.
- The project is largely funded by Federal Highway funds administered through VDOT.
- Following the approval of the Board, VDOT took issue with VPA's bidder negotiation process, and required the contract to be put back out to bid. Additional Build America requirements implemented during that time resulted in a price increase from the previous solicitation and contract approval of \$2,908,522.
- Contract 2023-18-VPA RMT Drop Lot & Gate Improvements closed on December 14, 2022 with two (2) bids received. The contract was awarded to the lowest bidder, Southwood Building Systems, in the amount of \$3,071,250.

**Request:**

The VPA is writing to request your approval to authorize the Executive Director to execute this new contract for the acquisition of civil works improvement to Richmond Marine Terminal for a total contract price of \$3,071,250.

**Authority:**

Pursuant to Section 3.4.1 of the Amended and Restated Bylaws of the VPA, in the interim of a Board Meeting, approval of the Chairman of the Board and Chair of the Finance and Audit Committee may authorize the Executive Director to execute the contract. The action will be memorialized in a Memorandum of Board Action to be briefed and published at the March 2023 Board of Commissioners meeting.

If you have any questions, please do not hesitate to reach out to me. If you could respond by e-mail of your concurrence with this request, it would be greatly appreciated.

Best Regards,

**Ryanne A. Shields**

Secretary to the Board

**Virginia Port Authority**

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