

**MINUTES**  
**Virginia Port Authority Board of Commissioners**  
**Executive Committee Meeting**  
**March 13, 2023**

The Virginia Port Authority (“VPA”) Executive Committee (“Committee”) held a meeting on March 13, 2023 in the VPA Boardroom, 600 World Trade Center, 101 W Main St, Norfolk, Virginia.

**Committee Members Present:**

Aubrey L. Layne, Chair  
Faith B. Power, Vice Chair  
James C. Burnett  
Deborah C. Waters

**Committee Members Absent:**

John C. Asbury

**Board Members Present:**

Michael W. Coleman  
Jason El Koubi  
John W. Kirk III  
Edward F. O’Callaghan

**VPA Staff Present:**

Stephen A. Edwards, CEO and Executive Director  
Cathie J. Vick, Chief Development and Public Affairs Officer  
Sarah J. McCoy, General Counsel and Chief Administrative Officer

**Open Session**

Chair Layne called the meeting to order at 5:00pm.

**Closed Session**

At 5:00pm, Chair Layne requested a motion to go into closed session. The motion was made by Vice Chair Power as follows:

“I move that the VPA Board’s Executive Committee convene a closed meeting in accordance with The Virginia Freedom of Information Act, pursuant to the requirements of §2.2-3711(A)(6) for the discussion or consideration of the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the governmental unit would be adversely affected, and the provisions of §2.2-3705.6, to discuss proprietary data furnished to the VPA in confidence, and the provisions of §2.2-3705.7 for consultation and briefing with legal counsel pertaining to actual or probable litigation where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the Authority.

The motion was seconded by Commissioner Burnett and passed by a vote of the Executive Committee Members and ex officio members as follows:

Ayes: 4 (Layne, Power, Burnett, Waters)

Nays: 0

Abstention: 0

Absent During Vote: 1 (Asbury)

Absent During Meeting: 1 (Asbury)

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**Certification of Closed Session**

At 5:45pm, the Executive Committee came out of closed session and the following resolution was made by Vice Chair Power:

"I move the following resolution,

Whereas, the Executive 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 matter 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 Burnett and passed by a roll call vote of the Executive Committee Members and ex officio members as follows:

Ayes: 4 (Layne, Power, Burnett, Waters)

Nays: 0

Abstention: 0

Absent During Vote: 1 (Asbury)

Absent During Meeting: 1 (Asbury)

There were no members of the public present for comment and the meeting adjourned at 6:00pm.

Respectfully submitted,



Ryanne A. Shields  
Secretary to the Board