

Virginia Port Authority Board of Commissioners
Compensation Committee Meeting
September 28, 2010

Open Session Minutes

Committee Members Present:

Deborah K. Stearns, Vice Chairwoman
Mark B. Goodwin, Chairman, Finance/Planning Committee

Committee Members Absent:

John G. Milliken, Chairman

Board Members Present:

Manju S. Ganeriwala, State Treasurer

Guests:

David Tyerar, Deputy Secretary of Transportation & CFO
Jeffrey R. Allen, Assistant Attorney General

Staff:

Jerry A. Bridges, Executive Director
Debra J. McNulty, Clerk

Vice Chairwoman Deborah Stearns convened a meeting of the Compensation Committee at 10:05 a.m., September 28, 2010, in the conference room of Virginia International Terminals, Inc. (VIT), 601 World Trade Center, Norfolk.

At the request of Vice Chair Stearns, Mr. Goodwin moved that the Compensation Committee convene a closed session under the Virginia Freedom of Information Act §2.2-3711(A)(1), the personnel exemption, for the purpose of discussing the Executive Director's FY11 goals and objectives. The motion was seconded by Ms. Stearns.

The Compensation Committee came out of closed session at 11:05 a.m. and Ms. McNulty was instructed to make revisions to the FY11 goals and objectives document in time for presentation to the full Board for approval at the 11:30 a.m. public session.

After reconvening the open session, the following resolution was read by Mr. Goodwin:

“Whereas, the Virginia Port Authority Compensation Committee had 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, Section 2.2-3712 of the *Code of Virginia* requires a certification by the Compensation Committee members that such closed meeting was conducted in conformity with Virginia law;

Now, therefore be it resolved, that the Compensation Committee hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law 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 convening the closed meeting were heard, discussed or considered by the Compensation Committee.”

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The resolution passed by a roll call vote of the Committee members as follows:

Ms. Stearns	Aye
Mr. Goodwin	Aye

There were no public comments and the meeting adjourned at 11:05 a.m.

Respectfully submitted,

Debra J. McNulty
Clerk to the Board