

Virginia Port Authority Board of Commissioners
Compensation Committee Meeting
November 28, 2006

Open Session Minutes

Committee Members Present:

John G. Milliken, Chairman
Robert C. Barclay, IV, Vice Chairman
Mark B. Goodwin, Chairman, Finance/Planning Committee

Commissioners Present:

Stephen M. Cumbie
Joe B. Fleming
William M. Grace

Staff:

Linda Ford, Director, Port Promotion
Debra J. McNulty, Clerk

Guests:

Timothy C. McNamara, Boyden Global Executive Search

Members of the Press

Gregory Richards, *The Virginian-Pilot*

The Virginia Port Authority Compensation Committee convened an open meeting at 9:35 a.m., in the Virginia Port Authority Library, 600 World Trade Center, Norfolk.

At the request of Chairman Milliken, Mr. Goodwin moved that the Compensation Committee convene a closed meeting under the Virginia Freedom of Information Act §2.2-3711(A)(1), the personnel exemption, in order for the Chairman to report to the full board on concluding information relating to the executive search process, to discuss compensation for Mr. Jerry A. Bridges, the Executive Director designate, and revisions to the 2007 Compensation Plan for J. Robert Bray. The motion was seconded by Mr. Barclay.

At this time, Mr. Richards, Ms. Ford, and the clerk were asked to leave the meeting.

The Compensation Committee came out of closed session at 10:00 a.m. After reconvening the open session, the following resolution was presented 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.

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

Mr. Milliken	Aye
Mr. Barclay	Aye
Mr. Goodwin	Aye

There were no public comments and the meeting adjourned at 10:05 a.m.

Respectfully submitted,

Debra J. McNulty
Clerk to the Board