

Virginia Port Authority Board of Commissioners
Compensation Committee Meeting – July 24, 2007

Open Session Minutes

Committee Members Present:

John G. Milliken, Chairman
Robert C. Barclay, IV, Vice Chairman

Absent:

Mark B. Goodwin, Chairman, Finance/Planning Committee

Board Members Present:

Joe B. Fleming

Staff:

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

Guests:

Todd LePage, Senior Assistant Attorney General

Chairman Milliken convened a meeting of the Compensation Committee at 9:10 a.m., July 24, 2007, in the Virginia Port Authority Library, 600 World Trade Center, Norfolk.

At the request of Chairman Milliken, Mr. Barclay 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 reviewing the Executive Director's Incentive Compensation for the FY2007 period from February 5, 2007 through June 30, 2007, and the Executive Director's FY2008 Compensation Plan (Goals and Objectives).

The motion was seconded by Mr. Milliken. (The clerk was 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 read by Mr. Barclay:

“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;

Compensation Committee Minutes

July 24, 2007

Page 2

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

Chairman Milliken presented Resolution 07-14, approving the Executive Director’s incentive compensation for the FY2007 period February 5 through June 30, 2007, and Compensation Plan for FY08.

Mr. Milliken, Mr. Barclay, and Mr. Fleming unanimously agreed to recommend approval of Resolution 07-14 to the full Board.

There were no public comments and the meeting adjourned at 10:02 a.m.

Respectfully submitted,

Debra J. McNulty
Clerk to the Board