

## *MINUTES*

### ***ANNUAL MEETING - Board of Commissioners - Session 283***

Virginia Port Authority

World Trade Center

Norfolk, Virginia

July 22, 2003 – 11:00 a.m.

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Pursuant to call by Chairman Milliken, the Board of Commissioners held its annual meeting this date at 11:00 a.m., in the Authority's Conference Room A, World Trade Center, Norfolk, Virginia.

The following attended:

Commissioners:

John G. Milliken, Chairman

E. Massie Valentine, Jr., Vice Chairman

Mark B. Goodwin

William M. Grace

Jonathan Johnny Johnson

Ronald W. Massie

Peter D. Pruden, III

Ranjit K. Sen

G. H. Stalling, III

Deborah K. Stearns

Absent:

Gerald S. McGowan

Jody M. Wagner, State Treasurer

Office of the Secretary of Transportation

Mr. Ralph M. Davis, Deputy Secretary of Transportation

Staff:

J. Robert Bray, Executive Director

Robert R. Merhige, III, Deputy Executive Director/General Counsel

Thomas Capozzi, Senior Managing Director of Marketing Services

Russell Held, Managing Director, Sales

Linda G. Ford, Director of Port Promotion

Oliver W. Daughdrill, Director of Finance

Rodney W. Oliver, Assistant Director of Finance

Jeffrey Florin, Chief Engineer

David Stutts, Director, Technology Resource Management

Elaine Smith, Director of Administration

Elizabeth Cho, Benefits Administrator

Kristen Casper, Human Resources Asst.

Erika Snow, Administrative Assistant

Staff (Continued):

Jeffrey Jenkins, Director of Business Analysis and Strategy  
Carla Welsh, Public Relations Program Manager  
Joseph Harris, Public Relations Program Manager  
Debra J. McNulty, Clerk to the Board/Secretary  
Jodie L. Asbell, Deputy Clerk to the Board/ Assistant Secretary

Guests:

Stephanie L. Hamlett, Assistant Attorney General  
Lloyd M. Richardson, McGuireWoods LLP  
James W. Dyke, Jr., McGuireWoods LLP  
JoAnne Carter, Public Financial Management  
John D. Cavanaugh, Cavanaugh, Nelson & Co., PLC  
Robert A. Dardenne, Financial Consultant  
Ronald Tillett, Morgan Keegan & Company, Inc.  
Kevin Rotty, Morgan Keegan & Company, Inc.  
Jack L. Ezzell, Jr., Zel Technologies LLC  
Verle B. Hammond, President & CEO, INNOLOG  
Albert Sabol, Director, Homeland Security, INNOLOG  
Richard Johnson, Rileen Innovative Technologies, Inc.  
Bruce Benson, Rileen Innovative Technologies, Inc.  
Michael T. Crist, P.E., Moffatt & Nichol Engineers  
Joseph A. Dorto, General Manager, VIT  
Richard N. Knapp, Asst. General Manager, VIT

**INTRODUCTIONS**

Ms. Ford introduced guests in attendance. Ms. Carolyn Shapiro, with *The Virginian-Pilot*, and Ms. Kimball Payne, with *The Daily Press*, were also present.

**I. ELECTION OF OFFICERS**

Report of the Nominating Committee and election of officers for the year July 1, 2003 through June 30, 2004.

Nominating Committee  
Gerald S. McGowan, Chair  
William M. Grace  
Ranjit K. Sen

Under the Bylaws (Article III, page 2) the Board elects a Chairman and a Vice Chairman and may elect from its membership or appoint from the staff a Secretary and Treasurer. The practice of the Board has been to elect its Chairman and Vice Chairman and to appoint from the staff its Treasurer, its Secretary/Clerk and its Assistant Secretary/Deputy Clerk.

Officers for the year ending **June 30, 2003** were:

Chairman – John G. Milliken  
Vice Chairman – E. Massie Valentine, Jr.  
Treasurer - Oliver W. Daughdrill  
Secretary and Clerk - Debra J. McNulty  
Assistant Secretary and Deputy Clerk - Jodie L. Asbell

In the absence of Mr. McGowan, Chairman of the Nominating Committee, Mr. Sen presented the following slate of Officers for the year ending **June 30, 2004**:

Chairman	-	John G. Milliken
Vice Chairman	-	E. Massie Valentine, Jr.
Treasurer	-	Rodney W. Oliver
Secretary and Clerk	-	Debra J. McNulty
Assistant Secretary and Deputy Clerk	-	Jodie L. Asbell

**Action:** Upon motion made by Mr. Sen, seconded by Mr. Pruden, and adopted by affirmative vote (10-0) the Board closed the floor for nominations and elected the following officers for the year ending June 30, 2004:

Chairman	-	John G. Milliken
Vice Chairman	-	E. Massie Valentine, Jr.
Treasurer	-	Rodney W. Oliver
Secretary and Clerk	-	Debra J. McNulty
Assistant Secretary and Deputy Clerk	-	Jodie L. Asbell

Mr. Bray took a moment to commend Mr. Daughdrill for his many years of service as Treasurer of the Board. Mr. Bray announced that Mr. Daughdrill would be retiring the first quarter of next year and that he has graciously agreed to step down as Treasurer to allow Rodney Oliver to serve in this capacity. Mr. Bray explained that Mr. Oliver would succeed Mr. Daughdrill as Director of Finance.

## **II. APPOINTMENTS TO STANDING COMMITTEES**

Chairman Milliken recommended that appointments to Standing Committees, as of June 30, 2003, remain the same. The Chairman encouraged members of the Board to contact him if there are any suggested changes to the committee membership. Standing Committees are as follows:

### **Executive Committee**

John G. Milliken, Chairman  
E. Massie Valentine, Jr., Vice Chairman  
William M. Grace  
Ronald W. Massie  
Peter D. Pruden, III  
G. H. Stalling, III

### **Facilities Committee**

G. H. Stalling, III, Chairman  
Deborah K. Stearns, Vice Chairwoman  
William M. Grace  
Ranjit K. Sen  
Jody M. Wagner

**Finance/Planning Committee**

Ronald W. Massie, Chairman  
Mark B. Goodwin, Vice Chairman  
Gerald S. McGowan  
Peter D. Pruden, III  
G. H. Stalling, III  
Jody M. Wagner, State Treasurer

**Marketing Committee**

Peter D. Pruden, III, Chairman  
Gerald S. McGowan, Vice Chairman  
Jonathan Johnny Johnson  
Ronald W. Massie  
Deborah K. Stearns

**Security Committee**

William M. Grace, Chairman  
Ranjit K. Sen, Vice Chairman  
Mark B. Goodwin  
Jonathan Johnny Johnson

NOTE: Under the Bylaws (Article XII), the Chairman and Vice Chairman of the Board are ex-officio members of all committees of which they are not a regular member.

**III.**

**OTHER BUSINESS**

There was no other business to report.

**IV.**

**ADJOURNMENT**

There being no further business, the annual meeting adjourned at 11:06 a.m.

Respectfully submitted,

Debra J. McNulty  
Clerk to the Board