

**DRAFT MINUTES**  
**Virginia Commercial Space Flight Authority**  
**Board of Directors**  
**Regular Meeting, June 18, 2024**

The Virginia Commercial Space Flight Authority (VCSFA) Board of Directors held a regular meeting virtually on June 18, 2024.

Directors Attending Virtually:

Dr. Morris Foster  
Dr. Linda Thomas-Glover  
Gen. Robert Kehler  
Jim McArthur, Acting Chair  
Hon. W. Sheppard Miller III  
Dr. Kathryn Thornton

Directors Absent:

Greg Campbell

VCSFA Staff and Consultants Present:

Ted Mercer, CEO/Executive Director  
Sean Mulligan, COO/Deputy Executive Director  
Julie Whitlock, General Counsel and Chief of Government Relations (State)  
David Bruce, CFO  
Lillian Palmbach, Chief of External Relations  
Kimberly West, Executive Assistant to the CEO

**I. WELCOME/CALL TO ORDER**

Acting Chair Jim McArthur called the meeting to order at 2:00 p.m. The roll was called, and the clerk announced a quorum was present.

**II. ADMINISTRATIVE REQUIREMENTS**

a. Approval of Minutes

ACTION: A motion was made by Director Kathryn Thornton and seconded by Director Robert Kehler to approve the minutes. A vote was taken by roll call and the Board unanimously approved the minutes from its February 2024 board meeting.

b. Approval of Agenda

A discussion was had regarding the agenda.

ACTION: A motion was made by Hon. W. Sheppard Miller III and seconded by Dr. Morris Foster. A vote was taken by roll call and the Board unanimously approved the agenda for today's meeting.

### **III. CLOSED SESSION**

**ACTION:** At approximately 2:10 PM a motion was made by Dir. Kathryn Thornton and seconded by Dr. Thomas-Glover. Upon a roll call vote, the Board unanimously agreed to move into closed session for discussion of:

*-discussion or consideration of information subject to the exclusion in subdivision 24 of Sec. 2.2-3705.6 related to rate structures or charges for the use of projects of, the sale of products of, or services rendered by the Authority and certain proprietary information of a private entity provided to the Authority, as proprietary information of a private entity provided to the Authority, as permitted by Sec. 2.2-3711(A)(44); and*  
*-discussion of the performance of the Chief Executive Officer, as permitted by Sec. 2.2-3711(A)(1)*

The Board requested that certain staff, consultants and General Counsel attend the Closed Session because their presence was deemed necessary and would aid the Board in its consideration of certain matters.

The closed session ended at 3:00 PM. At 3:02 PM., the open session reconvened, and a roll call was taken whereby each director agreed to the following certification:

*To the best of my knowledge, during the Closed Session, the only matters heard, discussed or considered were those matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and only those public business matters as were identified in the motion by which the Closed Session was convened.*

### **IV. ITEMS OF BUSINESS**

- a. **Approval of FY25 Budget-** David Bruce, CFO presented a summary of the budget. A motion by Dir. Thornton and seconded by Gen. Kehler was made to approve the resolution, *Approving Annual Budget for Fiscal Year Beginning July 1, 2024*. By roll call, all Board members voted in favor and the budget was approved.
- b. **CEO Performance Review** – A motion by Dr. Foster was made and seconded by Dr. Thomas-Glover to approve the resolution, *Delegating Performance Review of Executive Director and CEO*. By roll call, the Board voted unanimously to approve the resolution.
- c. **Discussion of Financing of MARSCOM-** David Bruce briefed the Board members on the purchase of MARSCOM and provided an update on the financing to be obtained for the purchase. Gen. Kehler made a motion to approve the *Resolution Approving Financing for MARSCOM Building* purchase and it was seconded by Dir. Thornton. By roll call, the Board voted unanimously to approve the financing.

**V. NEW BUSINESS**

Acting Chair Jim McArthur made a motion to adopt the *Resolution Honoring Jeff Bingham*. The motion was seconded by the entire Board and was unanimously approved by voice vote.

The Acting Chair called for any additional business, and there was none.

**VI. CLOSING REMARKS/ADJOURNMENT**

The Acting Chair thanked everyone for their participation, and the meeting was adjourned at approximately 3:30 PM.

VIRGINIA COMMERCIAL SPACE FLIGHT AUTHORITY  
BOARD OF DIRECTORS

RESOLUTION HONORING JEFF BINGHAM

WHEREAS, Mr. Jeff Bingham, Chair of the Board of Directors, passed away on May 16, 2024 at the age of 77. Jeff was first appointed a member of the Board in 2016 and served as the Chair for several years; and

WHEREAS, Jeff had a profound influence on the success of the Authority and its Mid-Atlantic Regional Spaceport. His leadership, love of the general space community, and commitment to the Commonwealth were instrumental in the development and full-scale, safe operation of the launch services enterprise on Wallops Island; and

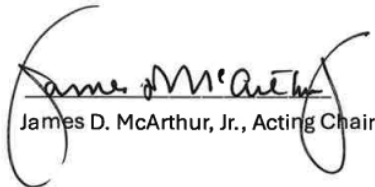
WHEREAS, throughout his life, Jeff had an immense impact on the United States space industry. At the beginning of his career, he served as the Chief of Staff for Senator Jake Garn of Utah from 1974-1990. While holding this position, Jeff conveyed his extensive passion for space by being a major advocate for the Senate committees that funded NASA. After his time on the Hill, in 1990, Jeff became a consultant to the Synthesis Group to develop options for sending people to Mars for President George H. W. Bush's National Space Council. Following this, Jeff began working at NASA and made one of the biggest contributions to the space industry by aiding in the creation of the International Space Station National Laboratory; and

WHEREAS, Jeff attended every launch or large event at the spaceport. He was a constant and thoughtful guiding force, advising on strategy and spaceport activities. Jeff had a tremendous impact on the Authority, providing inspiration through his unwavering humility and sense of humor; and

WHEREAS, Jeff's successful career and stellar reputation were made possible because of his unrelenting love of learning;

NOW, THEREFORE, BE IT RESOLVED that, the Board does hereby recognize and honor Jeff Bingham and his life. May he Rest In Peace.

PASSED AND ADOPTED this 18<sup>TH</sup> day of June 2024.

  
James D. McArthur, Jr., Acting Chair