

DRAFT MINUTES
Virginia Commercial Space Flight Authority
Board of Directors
Regular Meeting, December 8, 2025

The Virginia Commercial Space Flight Authority (VCSFA) Board of Directors held a regular in-person meeting on December 8, 2025, at 101 W Main Street, Norfolk, VA 23510.

Directors Attending:

Chair Jim McArthur
Greg Campbell
Sec. Shep Miller
Robert Kehler
Christine Daines
Robert Hinson (virtual)
John Curtis
Michael Wettlaufer
Carol Chang

Directors Absent:

None

VCSFA Staff Attending:

Ted Mercer, CEO/Executive Director
Sean Mulligan, COO/Deputy Executive Director
Jeremy Eggers, Chief Communications Officer
Ken Kimball, Chief Financial Officer
Lillian Palmbach, Chief of External Relations
Elizabeth Gerber, Senior Director of Strategy
Debra Bryan, General Counsel

I. WELCOME/CALL TO ORDER

Acting Chair Jim McArthur called the meeting to order at 10:15. The roll was called, and the clerk announced a quorum was present.

II. ADMINISTRATIVE REQUIREMENTS

a. Approval of Agenda

ACTION: A motion was made by Mr. Wettlaufer and seconded by Mr. Kehler to approve the agenda. A voice vote was taken, and the Board unanimously approved the agenda for today's meeting.

Note: The agenda was expedited due to the snow forecast.

b. Approval of Minutes from the April meeting

ACTION: A motion was made by Mr. Wettlaufer and seconded by Mr. Kehler to approve the April meeting minutes. A voice vote was taken, and the Board unanimously approved the agenda for today's meeting

III. EXECUTIVE DIRECTOR'S REPORT

Mr. Mercer provided an update on spaceport operations since the last board meeting.

IV. CLOSED SESSION

ACTION: At approximately 11:15 a motion was made by Mr. Wettlaufer and seconded by Mr. McArthur. Upon a roll call vote, the Board unanimously agreed to move into a closed session for discussion of:

- discussion or consideration of information subject to the exclusion in subdivision 24 of § 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; and

- discussion of proprietary information, voluntarily provided by a private business pursuant to a promise of confidentiality from a public body, used by the public body for business... where competition or bargaining is involved as permitted by §2.2-3705.6 subdivision 3; and

- discussion of appraisals and cost estimates of real property subject to a proposed purchase, sale, or lease, prior to the completion of such purchase, sale, or lease as permitted by Sec. 2.2-3705.1 subdivision 8; and

- discussion of working papers and correspondence of the Office of the Governor...and the chief executive officer of a political subdivision of the Commonwealth as permitted by §2.2-3705.7 subdivision 2; and

- discussion of performance and salary of the Executive Director, as permitted by Sec. 2.2-3711(A) subdivision 1.

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

At 12:30, 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.

V. ACTION ITEMS

a. Resolution to approve Exec Directors Contract Extension and Compensation

ACTION: A motion was made by Mr. Kehler and seconded by Mr. Wettlaufer to approve the Executive Director's Contract Extension and Compensation package. By voice vote, the Board voted unanimously to approve the resolution.

b. Resolution confirming the Executive Director's authority to enter into an Enhanced Use Lease with the National Aeronautics and Space Administration.

ACTION: A motion by Mr. Wettlaufer and seconded by Secretary Miller was made to confirm the Executive Director's authority to enter into an Enhanced Use Lease with the National Aeronautics and Space Administration. By voice vote, the Board voted unanimously to approve the resolution.

VI. COMMITTEE REPORTS

A. Performance Assessment and Compensation Committee

VII. NEW BUSINESS

The Chair called for any additional business and there was none. The Board discussed possible dates for the next meeting, but none were finalized.

VIII. CLOSING REMARKS/ADJOURNMENT

The Chair thanked everyone for their participation, and the meeting was adjourned at approximately 12:42