

**BOARD OF DIRECTORS MEETING
Jacksonville Port Authority
Cruise Terminal, 9810 August Drive
December 11, 2012**

A meeting of the Jacksonville Port Authority Board of Directors was held on Tuesday, December 11, 2012 at the Cruise Terminal, 9810 August Drive, Jacksonville, Florida. Chairman Jim Citrano called the meeting to order at 10:19 a.m. and welcomed all attendees. Mr. John Falconetti led the audience in the Pledge of Allegiance and moment of silence.

Committee/Board Members Attending:

Mr. James P. Citrano, Chairman
Mr. Joe York, Vice Chairman
Mr. John Falconetti, Secretary
Mr. Reginald L. Gaffney, Member
Dr. John Allen Newman, Member
Mr. Robert Spohrer, Member

Excused absence:

Mr. John Anderson, Treasurer

Other Attendees:

Mr. Roy Schleicher, Executive Vice President
Mr. Chris Kauffmann, Chief Operating Officer
Mr. Michael Poole, Chief Financial Officer
Mr. Eric Green, Sr. Director, Government & External Affairs
Ms. Cindy Laquidara, General Counsel
Mr. Gayle Petrie, Deputy General Counsel
Mr. Jim Love, Office of City Council
Ms. Becky Dicks, Board Secretary

Chairman Citrano welcomed and recognized 20 students from Ribault High School, who are mentored by JAXPORT employees as part of a Big Brothers Big Sisters program called, "Beyond School Walls."

Approval of Minutes

Chairman Citrano called for approval of the October 22, 2012 and October 12, 2012 Board Meeting Minutes. After a motion by Mr. York and a second by Mr. Falconetti, the Board unanimously approved the minutes as submitted.

Presentations

Mr. John Martin of Martin & Associates thanked the board for retaining his firm to develop a strategic master plan for JAXPORT. He then made a presentation regarding the strategic master plan and stated that the prime focus is on the maximization of the port's assets to strategically position the future growth of JAXPORT. Mr. Martin also stated that he wanted to reaffirm to the board how important their involvement is in the strategic master planning process to ensure that the plan is a team effort.

Chairman's Update

Chairman Citrano stated that Mr. Paul Anderson was currently taking some accrued vacation time while he is in contract negotiations with Tampa, and that the board may soon have the responsibility of selecting the port's next CEO. Chairman Citrano suggested that a special meeting regarding this issue may be needed fairly soon. He stated that in the absence of the CEO, the Executive VP, Mr. Roy Schleicher, is overseeing the day-to-day operations.

New Business

BD1212-01 Joint Participation Agreement between FDOT and JAXPORT for Talleyrand Terminal Improvements

Mr. Mike Poole presented this submission for Board approval authorizing the execution of a joint participation agreement between the Florida Department of Transportation and the Jacksonville Port Authority for state funding in fiscal year 2012/2013 for the Talleyrand Marine Terminal Wharf/Bulkhead Reconstruction Improvements Project.

The Chairman asked if there were any questions and then moved for a vote. The submission was unanimously approved by the board.

BD1212-02 Joint Participation Agreement between the Florida Department of Environmental Protection and the Jacksonville Port Authority for Diesel Emissions Reduction Projects at the Blount Island and Talleyrand Marine Terminals

Mr. David Kaufman presented this submission for Board approval authorizing the Execution of DEP Agreement No. G0341 between the Florida Department of Environmental Protection and the Jacksonville Port Authority for diesel emission reduction projects at Blount Island and Talleyrand Marine Terminals.

The Chairman asked if there were any questions and then moved for a vote. The submission was unanimously approved by the board.

BD1212-03 Purchase and Sale Agreement with St. Johns Jacksonville, LLC

Mr. David Kaufman presented this submission for Board approval, subject to final review by the Office of General Counsel, to enter into a contract to purchase 2.4 acres, more or less, from St. Johns Jacksonville, LLC and Dames Point Development, LLC to construct the Intermodal Container Facility on Dames Point.

The Chairman then moved for a vote on this submission subject to final review by the Office of General Counsel. The submission was unanimously approved by the board.

AC1210-06 Design Criteria Package and Services During Construction for the Construction of an Intermodal Container Transfer Facility ARCADIS U.S., Inc.

Mr. Chris Kauffmann presented this submission for Board approval of a contract to ARCADIS U.S., Inc. for Design Criteria Package and Services During Construction for the construction of an Intermodal Container Transfer Facility in the not to exceed amount of \$1,558,243.

The Chairman asked if there were any questions and then moved for a vote. The submission for awards was unanimously approved by the board.

Reports

R1212-01 Engineering and Construction Update

Mr. Chris Kauffmann provided an overview of the key capital projects and gave an update.

R1212-02 Monthly Financials/Vital Statistics

Mr. Michael Poole provided an overview of our monthly financials and vital statistics and answered questions.

R1212-03 Business Development Report

Mr. Roy Schleicher provided an overview of the business development report.

Submitted for Information

The following items were submitted for information:

- A. November Awards Meeting Minutes
- B. Emergency Purchases for month of November, 2012
 - Emergency Request for Physical Security Hardening of PCOB
- C. Unbudgeted Transactions - none

Public Comments

There were no public comments.

There being no further business of the Board, the meeting was adjourned at 11:35 a.m.