

SPECIAL BOARD OF DIRECTORS MEETING
Jacksonville Port Authority
2831 Talleyrand Avenue
December 19, 2012

A special meeting of the Jacksonville Port Authority Board of Directors was held on Wednesday, December 19, 2012 at the Jacksonville Port Authority, 2831 Talleyrand Avenue, 3rd floor conference room, Jacksonville, Florida. Chairman Jim Citrano called the meeting to order at 10:04 a.m. and welcomed all attendees. Mr. John Anderson 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 Anderson, Treasurer
Mr. John Falconetti, Secretary
Mr. Reginald L. Gaffney, Member
Dr. John Allen Newman, Member

Excused absence:

Mr. Robert Spohrer, Member

Other Attendees:

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

Chairman Citrano stated the purpose of the meeting was to prepare a plan for the replacement of our CEO. He stated that he received Paul Anderson's letter of resignation on Tuesday, December 18, 2012 at 5 p.m. which was effective immediately.

Public Comments

Chairman Citrano called for comments from the public. There being none, moved on to the next item of business.

Update on CEO

Chairman Citrano started the discussion by getting input from all of the board members as to how they would like to proceed with finding a replacement for Mr. Paul Anderson.

He stated that the Boyden search firm was used to find Mr. Anderson and that Board member Gaffney was the only current board member who participated in that process. The effort was led by then Chairman David Kulik and it only involved members of the Executive Committee. The Boyden firm came up with the candidates which were then vetted by an Executive Committee.

After hearing from each board member, the consensus was that they all agreed that the Port has an excellent operating staff to run the day to day business and that all of the board members should have input in picking the new CEO, not just an Executive Committee. They also agreed that the next port leader should have a significant role in the strategic master planning process and they agreed to have an executive search firm assist them in hiring a CEO prepared to lead the port.

A motion was made by Mr. John Anderson to name Mr. Roy Schleicher as interim Chief Executive Officer. After a second by Mr. York, the Board voted unanimously to approve this motion.

Chairman Citrano then stated that the staff should start the RFQ and RFP process to find a search firm. Mr. Louis Naranjo, Director of Procurement, told the board that the senior management team came up with the prior selection criteria for the last CEO search and gave handouts of said criteria to each of the board members.

A motion was then made by Mr. John Falconetti to adopt the same selection criteria that were used during the last CEO search. After a second by Mr. York, the board voted to approve this motion. Dr. Newman then moved to amend two items on the selection criteria list: F. Other Corporate and Governmental Executive Level Project Experience and Placement Track Record from 5 points to 10 points and H. Costs – Fee and Expenses from 10 points to 5 points. After a second by Mr. Falconetti, the Board voted unanimously to approve this motion.

Mr. Naranjo stated that the procurement process will take about 3 months - approximately one month to advertise and hire the search firm and then at least two months for the firm to search for candidates to present to the board and then time for the board to interview candidates so as to make their final selection.

The board also agreed that a special board meeting should be held to establish the criteria and reach a consensus in qualifications they are looking for in a CEO while the RFP process is proceeding so they will be ready to dialog when the search firm is selected.

There being no further business of the Board, the special meeting was adjourned at 11:49 a.m.