

**BOARD OF DIRECTORS MEETING
Jacksonville Port Authority
2831 Talleyrand Avenue
April 22, 2013**

A meeting of the Jacksonville Port Authority Board of Directors was held on Monday, April 22, 2013 at the Port Central Office Building, 2831 Talleyrand Avenue, Jacksonville, Florida. Chairman Jim Citrano called the meeting to order at 9:05 a.m. and welcomed all attendees. Mr. Joe York led the audience in the Pledge of Allegiance and moment of silence.

Committee/Board Members Attending:

Mr. Jim 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
Mr. Robert Spohrer, Member

Other Attendees:

Mr. Jim Love, City Council Liaison to JAXPORT
Ms. Cindy Laquidara, General Counsel
Mr. Gayle Petrie, Deputy General Counsel
Mr. Michael Poole, Chief Financial Officer
Ms. Becky Dicks, Board Secretary

Approval of Minutes

Chairman Citrano called for approval of the March 25, 2013 Board Meeting Minutes. After a motion by Mr. York and a second by Mr. Gaffney, the Board unanimously approved the minutes as submitted.

Public Comments

Chairman Citrano called for comments from the public. He then introduced State Representative Lake Ray who advised the board that he was very pleased to announce that following a budget conference in Tallahassee last week that about \$280 million dollars had been identified for ports and states. He stated that of the \$280 million dollars, it looked like JAXPORT would be getting about \$98 million for its five year work program. He stated that this is a great start and good place to be in. He also stated that there were also a couple of other great bills in the works that will be very good for

JAXPORT. One is the freight logistic zones and he hopes that the Port and the board members will be engaged in this process as it provides great opportunities for the port. Another bill Rep. Ray has been working on is for natural gas. He thinks that the port has a lot of opportunities in terms of natural gas and it looks like that bill is positioned to pass this year which will be transitional to the port as we look to the future.

Presentations

Mr. Michael Poole presented an Employee Milestone to Mr. Mike McClung in recognition of his 10 years of service as JAXPORT's Controller.

New Business

BD1304-01 FY2014 Capital Funding for Blount Island Terminal Improvements & the St. Johns River Ferry Commission

This submission was added to the agenda and was presented by Mr. Michael Poole for Board approval authorizing JAXPORT to accept an additional \$1 million in FY 2014 funding from the FDOT for Blount Island Terminal Improvements and to authorize \$1 million in FY 2014 funding to be allocated to the St. Johns River Ferry Commission for their capital improvements.

After a motion was made by Mr. York and a second by Dr. Newman, the Board voted unanimously to approve this submission.

Reports

Reports for the month of April, 2013, were submitted in the board packets as information only.

Other Business

After a motion by Dr. Newman and a second by Mr. York, the Board unanimously approved travel by one or more Board Members of the Authority for business solicitation purposes or to attend any necessary conferences and/or meetings during the month of May, 2013.

Chairman Citrano stated that they would now begin discussion of the CEO candidates and called on Alan Fromowitz of the search firm Heidrick & Struggles to give his presentation.

Mr. Fromowitz stated that after consultation with individual board members, as well as with Chairman Citrano, a position specification was drafted by Heidrick & Struggles with input from the board which essentially outlined the skills, qualifications and experience sought by the board for CEO candidates for JAXPORT. From that position specification, Heidrick & Struggles went out into the market place to begin its search.

This candidate outreach consisted of roughly 100 executives being contacted, in addition to the opportunity being posted with the American Association of Port Authorities. From that outreach, and through the advertising campaign, Heidrick & Struggles saw interest from a number of prospects, nationally speaking, that were even #1 or #2's in deep water ports, that were general managers, CEO's, presidents of divisions or stand-alone entities, transportation logistic companies, largely with maritime focus, in addition to CEO's, Executive Directors, in quasi-public entities that had some connection to transportation or infrastructure type public entities.

Through that outreach, it yielded approximately 25 interviews that Heidrick & Struggles conducted with candidates from those various candidate pools. Of those 20 to 25 that Heidrick & Struggles interviewed, the board met individually with 8 people in one-on-one meetings. From those 8 individual meetings, the board needs to discuss and move forward with a slate of finalist candidates.

Just to recap some of the criteria that was deemed essential and to see where the bar was set, we were looking for proven experience, general managers, prior P&L management, people who had led similarly complex and relevant organizations in similar complexity, size and scale. We looked at executives who had prior experience either running a port or were #2 in a deep water port and if not, then private sector executives or quasi-public entity leadership.

From those 8 meetings, Mr. Fromowitz spoke with both board members and candidates, and also asked for some thoughts from the candidates on their interest level and attraction to JAXPORT. Today he has come to make a recommendation of 3 candidates and to discuss with the board on how to move forward.

Chairman Citrano asked him if he thought this was a deep pool of candidates for a search of this kind.

Mr. Fromowitz stated that he thought JAXPORT had significant interest, nationally speaking, and that he has seen a very robust slate of candidates that represent diverse backgrounds and experiences and he feels that the list contains a very strong slate of candidates for the position.

After some discussion by the board, Chairman Citrano asked Mr. Fromowitz for his recommendation of the top 3 candidates.

Mr. Fromowitz stated that on behalf of Heidrick & Struggles, he recommended that the Board engage in further discussions with Juan Kuryla, who is currently the #2 in Miami, Michael Moore, who is the former President and CEO of Global Container Terminals, and Roy Schleicher, the Interim CEO of JAXPORT.

Chairman Citrano stated that the board members have met individually with the candidates for the CEO position and that they are an impressive group. The Board has not met to discuss each of their opinions, however, and we are here to do that today. Chairman Citrano stated that he has obtained the advice of counsel and thinks it is best that the board begins by moving forward with this slate of the recommended top 3 candidates and conduct interviews with said candidates.

After a motion was made by Mr. York and a second by Mr. Anderson, the Board voted unanimously to move forward with Heidrick & Struggles recommendation of the top 3 qualified CEO candidates and conduct further interviews with each of the 3 candidates.

The board adjourned at 9:35 a.m. for a Shade meeting on pending Union negotiations.

The board meeting reconvened at 10:16 a.m. for individual interviews of candidates Roy Schleicher and Juan Kuryla.

Chairman Citrano adjourned the meeting at 11:25 a.m. for a short break.

The meeting reconvened at 11:41 a.m. at which time candidate Michael Moore met with the board.

At the conclusion of Mr. Moore's interview, Chairman Citrano asked each board member for their top choice. Board member Spohrer stated that he would like to open it up for discussion amongst all the board members and hear their thoughts before they voted.

All of the board members agreed and after much discussion, it was unanimously decided by all of the board members that Juan Kuryla was their #1 choice to be the next CEO of JAXPORT.

After a motion was made by Dr. Newman and a second by Mr. York, the board voted unanimously to offer the CEO position to Mr. Juan Kuryla.

Chairman Citrano appointed the Audit Committee, consisting of Joe York, John Anderson, and Dr. Newman, to immediately begin contract negotiations with Mr. Kuryla as soon as possible.

Mr. John Anderson reiterated that he wanted to thank Roy Schleicher for filling in these last few months as the Interim CEO and thanked him for a job well done.

At this time, Chairman Citrano asked Mr. Fromowitz to call Mr. Kuryla back in to let him know that he had been chosen as the new CEO of JAXPORT.

The meeting was adjourned at 12:40 p.m. for a break and to allow time for Mr. Kuryla to return to the port.

The meeting reconvened at 1:00 p.m. at which time Chairman Citrano told Mr. Kuryla that he was unanimously voted in as the new CEO of JAXPORT. He advised him that the Audit Committee will be drafting his contract, along with input from Heidrick & Struggles, and it will be sent to him and his attorney for their review. He stated that the contract will reflect and have input from all the board members as to what they would like him to consider and look at and that hopefully they can come to an agreement soon so he can take the position as CEO of JAXPORT.

Chairman Citrano asked Mr. Kuryla if he would indeed take the position given the contract is pending. Mr. Kuryla stated yes, he would take the position as CEO of JAXPORT pending contract negotiations and thanked all of the board members.

There being no further business of the Board, the meeting was adjourned at 1:05 p.m.