BOARD OF DIRECTORS MEETING Jacksonville Port Authority 2831 Talleyrand Avenue April 28, 2014

A meeting of the Jacksonville Port Authority Board of Directors was held on Monday, April 28, 2014 at the Port Central Office Building, 2831 Talleyrand Avenue, Jacksonville, Florida. Chairman Joe York called the meeting to order at 9:02 a.m. and welcomed all attendees. Mr. Ed Fleming led the audience in the Pledge of Allegiance and moment of silence.

Committee/Board Members Attending:

Mr. Joe York, Chairman

Mr. John Falconetti, Vice Chairman

Dr. John Allen Newman Treasurer

Mr. Robert Spohrer, Secretary

Mr. Jim Citrano, Member

Amb. Nancy Soderberg, Member

Mr. Ed Fleming, Member

Other Attendees:

Mr. Brian Taylor, Chief Executive Officer

Mr. Roy Schleicher, Executive VP, Chief Commercial Officer

Mr. Chris Kauffmann, Chief Operating Officer

Mr. Michael Poole, Chief Financial Officer

Mr. Eric Green, Sr. Director, Government & Community Affairs

Mr. Matt Schellenberg, City Council Liaison to JAXPORT

Ms. Becky Dicks, Board Secretary

Approval of Minutes

Chairman York called for approval of the February 18, 2014 Board Meeting Minutes. After a motion by Mr. Spohrer and a second by Mr. Falconetti, the Board unanimously approved the minutes as submitted.

Public Comments

Chairman York called for comments from the public. There being none, he moved on to Presentations.

Presentations

CEO Brian Taylor recognized Engineering Project Manager Bill McGaha for 20 years of service at JAXPORT.

Mr. Taylor then addressed the Board about getting them engaged in community outreach to assist JAXPORT in meeting with the various constituent groups concerning the harbor deepening project. He stated that they are currently holding public relations meetings every Friday at 9:00 AM to discuss public affairs and community outreach, and he asked the Chairman if he would appoint a member of the Board to attend some of these Friday meetings over the next couple of months so as to develop a good list of recommendations on how we want to engage the Board going forward to help with these initiatives.

After much discussion by the Board, it was decided that Board Member Amb. Soderberg would take on the role of attending the Friday Public Relations meetings. Dr. Newman and Mr. Falconetti agreed to be a part of the rotation to attend the Friday meetings when Amb. Soderberg isn't available. Chairman York suggested that Amb. Soderberg present recommendations for future Board member community outreach efforts to the full board at the June 30, 2014 meeting.

Mr. Louis Naranjo and Ms. Yetunde Oyewole gave an update on the Jacksonville Small and Emerging Business Program in regards to the City's recent disparity study.

New Business

BD1404-01 New Audit Committee Charter (Operating Policy)

This submission was presented by Mr. Mike Poole for Board approval of the Charter (Operating Policy) for the Audit Committee.

After a motion was made by Mr. Spohrer and a second by Amb. Soderberg, the Board voted unanimously to approve this submission.

AC1404-03 Extension of New Berlin Road Water & Force Main to the ICTF

Mr. Chris Kauffmann presented this award for Board approval of the issuance of a contract with T.G. Utility Company, Inc., for the extension of New Berlin Road Water & Force Main to the ICTF, in the lump sum amount of \$396,205.

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

AC1404-05 Dismantle, Removal & Disposal of One IHI Crane and Relocation of Two Existing Cranes at BIMT

Mr. Chris Kauffmann presented this award for Board approval of the issuance of a contract for \$395,800 to Industrial & Crane Services, Inc., for the dismantle, removal and disposal of one (1) IHI Crane and the relocation of two (2) existing cranes.

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

CEO Update

Mr. Taylor stated that we have continued to make progress with the implementation of our Strategic Master Plan during the last two months, and that several members of the team have been involved in the ongoing process of presenting this plan to many community and business groups. He stated that the level of interest and engagement in these discussions has been very encouraging. Mr. Taylor stated that he looked forward to having the Board members engaged in the community interaction going forward.

Mr. Taylor stated that as to Mile Point, we have continued with the do-it-ourselves path as an option but that we remain optimistic that the WRDA bill will pass in May and that this is by far the better path for us to follow.

He stated that the ICTF is moving forward and that the RFP will be completed soon for a firm to operate this asset.

Mr. Taylor stated that the business remains financially sound, but he is somewhat concerned about the lack of growth in the Puerto Rican container trade. He stated that this is one of the reasons that our growth in the International business remains so critical and our efforts in this segment continues to pay off. During the first six months of our current fiscal year, our International business is up 22% versus the previous year, and it now represents almost 30% of our container traffic.

Mr. Taylor stated that there was a teambuilding effort on April 5th to continue the beautification of our Mayport property. He stated that it was a great day with so many of our associates joining in the effort to plant trees, grass, and lay down pine straw. The second section of the new fence is currently being installed and he expects the project will be fully completed by Friday, May 2nd, which is a full week before the Mayport Festival which begins on May 9-11th. Mr. Taylor recognized Board Member Jim Citrano who was very active in the process and was in attendance with 3 of his grandchildren to help in the planting and clean-up work.

Mr. Taylor informed the Board on just how important global trade is to the State of Florida. He stated that Florida's seaports and airports move nearly \$162 billion of trade to and from global markets every year; Florida has more than 512,000 jobs in

transportation, trade, and logistics paying on average 30% more than the statewide average; more than 95% of exporters are small to medium sized businesses that together produce two thirds of Florida's total export value; Florida companies now export more than \$66 billion to more than 225 trading partners around the world; every 10 export-oriented manufacturing jobs in Florida supports 12 additional jobs in transportation, warehousing and retail and 8 additional jobs in business services; export-oriented companies typically grow 15% faster, pay 15% higher wages, and are 12% more profitable than firms operating solely in the U.S. market. Mr. Taylor stated that none of this growth is possible without a vibrant network of seaports, and the Governor has clearly seized on the opportunity to enhance Florida's ports and specifically JAXPORT.

Mr. Taylor concluded by informing the Board that the first meeting of the Mayor's Port Task Force took place on Friday, April 18th. He stated that the task force includes a diverse group of people with a good cross section of backgrounds. They were very engaged and for what was really an administrative meeting, they had very good questions and a strong desire to get into the details. The next meeting will take place on May 12th where JAXPORT will present a detailed project overview and give the supporting justification for the project. He stated that follow-up meetings in June and August will include presentations and comments from the Army Corps of Engineers, John Martin, FDOT Secretary Ananth Prasad, JAX Chamber, and other port constituents.

Reports

R1404-01 Business Development Report

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

R1404-02 Engineering and Construction Update

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

R1404-03 Monthly Financials/Vital Statistics

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

R1404-04 Legislative Update

Mr. Eric Green provided an overview on legislative issues and gave an update.

Other Business

After a motion by Mr. Citrano and a second by Dr. Newman, 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 months of May through June 2014.

Submitted For Information

The Awards Committee meeting minutes for April 15, 2014 were submitted for information. There were no emergency purchases or unbudgeted transactions.

There being no further business of the Board, the meeting was adjourned at 11:04 a.m.