

**BOARD OF DIRECTORS MEETING  
Jacksonville Port Authority  
2831 Talleyrand Avenue  
October 23, 2017**

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A meeting of the Jacksonville Port Authority Board of Directors was held on Monday, October 23, 2017 at the Port Central Office Building, 2831 Talleyrand Avenue, Jacksonville, Florida. Chairman Citrano called the meeting to order at 9:06AM and welcomed all attendees. Dr. John Newman led the audience in the Pledge of Allegiance and moment of silence.

Board Members Attending:

Mr. Jim Citrano, Chairman  
Mr. Ed Fleming, Vice Chairman  
Mr. John Falconetti, Treasurer  
Mr. Joe York, Member  
Dr. John A. Newman, Member  
Mr. Jamie Shelton, Member

Absent: Mr. John Baker, Secretary

Other Attendees:

Mr. Eric Green, CEO  
Mr. Roy Schleicher, EVP/CCO  
Mr. Mike Poole, Chief Financial Officer  
Mr. Gil Feltel, Chief Legal Counsel  
Ms. Linda Williams, Sr. Director, Corporate Administration  
Mr. Aaron Bowman, City Council Liaison  
Ms. Becky Dicks, Board Liaison

**Public Comments**

Chairman Citrano called for comments from the public. There being none, he moved on to New Business.

**New Business**

**BD2017-10-01 Approval and Ratification of CEO Contract**

Chairman Citrano presented this submission to approve and ratify the CEO's contract. He asked the board members if they had any questions or would like to discuss.

Mr. Shelton made a motion to amend Section 2.5 of the CEO contract to limit club membership to the River Club or any other membership approved by a committee or the

full Board prior to the CEO joining such clubs, and also amend Section 2.5 to include sexual orientation as part of the club membership guidelines.

Mr. John Falconetti seconded Mr. Shelton's amendment to the motion and then offered another amendment to change the language to specify one club that the Chairman of the Board can approve as opposed to specifying the River Club to allow flexibility should things change over time. Mr. Shelton seconded Mr. Falconetti's amendment to his motion and the Board unanimously agreed to Mr. Falconetti's amendment to the motion.

Chairman Citrano then stated that with the amendment to the motion in place, he would now ask for a motion to approve the contract as amended. Mr. Ed Fleming made that motion and Dr. Newman seconded it. The Board then unanimously approved CEO Eric Green's contract.

### **BD2017-10-02 Approval of Nominating Committee Officer Recommendations**

Mr. Jamie Shelton presented this submission to approve the Nominating Committee Officer recommendations. Mr. Shelton stated that the Nominating Committee met on October 2, 2017 and their recommendation for officer appointments for the JAXPORT Board of Directors starting on October 23, 2017 through the term ending September 30, 2018 are as follows: Ed Fleming as Chairman, John Falconetti as Vice Chairman, John Baker as Treasurer and Jamie Shelton as Secretary.

The Nominating Committee also recommended that John Falconetti serve on the Audit Committee as Chairman along with John Baker and Jamie Shelton for a term starting on October 23, 2017 through September 30, 2018.

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

Chairman Citrano then turned the gavel over to the new Chairman, Mr. Ed Fleming, to continue the meeting.

### **AC2017-10-02 Berths 5, 6, 7 & 8 Underdeck Repairs at TMT**

Mr. Mike Poole presented this submission for Board approval of the issuance of a contract for Berths 5, 6, 7 & 8 Underdeck Repairs at TMT to Proshot Concrete, Inc. in the not to exceed amount of \$2,559,425.

After a motion by Mr. Shelton and a second by Mr. York, the Board voted unanimously to approve this submission.

### **Approval of Minutes**

Chairman Fleming called for approval of the September 25, 2017 Board Meeting Minutes, the October 2, 2017 Nominating Committee Meeting Minutes and the October 5, 2017 Special Board of Directors Meeting Minutes. After a motion by Mr. York and a second by Mr. Falconetti, the Board unanimously approved the minutes as submitted.

## CEO Update

Mr. Green stated that he and Mr. Schleicher met with executives of COSCO Shipping Lines to discuss more volumes for JAXPORT. The meeting was very successful and they will be meeting with them again in the coming months to discuss what those volumes may look like.

Mr. Green stated that JAXPORT is also experiencing growth in its auto market. Auto processors are continually asking JAXPORT for additional land. He met with the President of AMPORTS and they are currently looking at bringing a new auto line to Jacksonville. JAXPORT is challenged with space and we are working through that. One of the things we have suggested doing is a workshop with AMPORTS to discuss what the space capability may look like in the future.

Mr. Green stated that he met with the Vice President of Brookfield and the Vice President of TraPac to discuss what the potential looks like at Blount Island. Board Member John Falconetti attended this meeting with him. Mr. Falconetti stated it was a good meeting and they wrote out a potential plan. Mr. Green said he forwarded the Board Members an email from the President of SSA stating they received approval to have conversations in reference to a joint venture with TraPac in the future. This is a big win for JAXPORT. Mr. Falconetti stated that their optimism and excitement about the position at JAXPORT in the future is infectious and it was great to see this firsthand.

Mr. Green stated that he continues to collaborate with the Mayor's Office on a federal grant called the INFRA Grant. This grant is worth about \$25 million dollars. It will allow the city to look at the rebuilding of the Hart Expressway in the near future. This would help not only city as a whole, but it will also big a huge help for freight mobility for JAXPORT.

Mr. Green mentioned that he and Mr. David Kaufman traveled to Miami to meet with Carnival to discuss improvements at the current cruise terminal. He stated that JAXPORT has never had more than a one-year agreement with Carnival. During this meeting both parties agreed to schedule future meetings to discuss a possible multi-year contract between JAXPORT and Carnival.

Mr. Green stated that JAXPORT has been working closely with its three Puerto Rican carriers as it pertains to goods and services to provide hurricane relief to Puerto Rico. There has been a lot of cargo and FEMA relief efforts going through JAXPORT to Puerto Rico and JAXPORT will continue to work through the next few months with its Puerto Rican carriers to help Puerto Rico get back to a sense of normal.

Mr. Green stated he had lunch with Mr. John Felton, CEO of Diversified Port Holdings, to discuss some contracts between JAXPORT and DPH. In the next two weeks, both teams will come together and hold a workshop to work through these contracts.

The Lt. Governor is scheduled to tour the port on Thursday. This is a great opportunity for us to show what we are made of and show our economic vitality here in the northeast region.

Mr. Green finished up his report by telling the Board that there have been some resignations and retirements over the last couple of weeks. He's working towards a restructure which will allow the port to hire some of the best and brightest in the industry, improve efficiencies, increase morale and represent an overall cost savings.

Mr. Green then introduced Mr. Jason Harrah, Project Manager, USACE, who gave an update on the harbor deepening project.

### **Reports**

#### **R2017-010-01 Engineering and Construction Update**

Mr. Mike Poole provided an overview of the key capital and engineering projects.

#### **R2017-10-02 Monthly Financials/Vital Statistics**

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

#### **R2017-10-03 Business Development Report**

Mr. Roy Schleicher provided a business development update.

### **Other Business**

Chairman Fleming delegated Board Member assignments and responsibilities as follows:

As Chairman, Mr. Fleming will continue to handle all land and construction issues.

Vice Chairman John Falconetti will Chair the Audit Committee and continue to provide legislative support in regards to securing funding for the harbor deepening project.

Treasurer John Baker will review monthly financials as well as serve on the Audit Committee. He will continue his liaison role with the business community and Councilman Bowman.

Secretary Jamie Shelton will serve on the Audit Committee and continue to monitor real estate matters. He will also continue to serve as the Board's TPO representative until the new board members are appointed.

Dr. Newman will continue to handle political matters, including continuing to help secure money for the harbor deepening project.

Chairman Fleming also thanked outgoing Chairman Jim Citrano for his work during the past year and his service on the Board for the last eight years. The port has had a very successful year under Jim's leadership. Most notably, the beginning of the harbor deepening project being funded and awarded and the start of the project this coming winter. He also thanked Joe York for his leadership and service to the Board for the last eight years. Both Mr. Citrano and Mr. York have agreed to stay on the Board until their replacements have been named.

After a motion by Mr. York and a second by Mr. Falconetti, 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 November/December, 2017.

### **Miscellaneous**

There were no emergency purchases or unbudgeted transactions.

There being no further business of the Board, the meeting was adjourned at 10:11AM.