BOARD OF DIRECTORS MEETING Jacksonville Port Authority 2831 Talleyrand Avenue March 9, 2020

A meeting of the Jacksonville Port Authority Board of Directors was held on Monday, March 9, 2020 at the Port Central Office Building, 2831 Talleyrand Avenue, Jacksonville, Florida. Chairman Baker called the meeting to order at 9:00 a.m. and welcomed all attendees. Board Member Wendy Hamilton led the audience in the Pledge of Allegiance and moment of silence.

Board Members Attending:

Mr. John Baker, Chairman Mr. Jamie Shelton, Vice Chairman Ms. Wendy Hamilton Treasurer Mr. Palmer Clarkson, Secretary Dr. John A. Newman, Member Mr. Ed Fleming, Member Mr. Daniel Bean, Member

Other Attendees:

Mr. Eric Green, CEO Ms. Beth McCague, CFO Mr. James Bennett, Sr. Director, Facilities Development Mr. Mike McClung, Director, Finance Mr. Robert Peek, Director & GM of Sales & Marketing Mr. Gil Feltel, Chief Legal Officer Mr. Ron Salem, City Council Liaison Ms. Rebecca Dicks, Board Liaison

Approval of Minutes

Chairman Baker called for approval of the February 3, 2020 Board of Directors Meeting Minutes. After a motion by Dr. Newman and a second by Mr. Bean, the Board unanimously approved the minutes as submitted.

Public Comments

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

New Business

BD2020-03-01 Jacksonville Port Authority Refunding Note, Series 2020

Ms. Beth McCague presented this submission for Board approval to refund the existing 2012 JAXPORT bonds to a lower interest rate, resulting in a savings of \$17 million dollars over 18 years.

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

AC2020-03-01 Marine Engineering Consulting & Design Services for JAXPORT – (1) Jacobs Engineering Group, Inc.; (2) Taylor Engineering, Inc.

Mr. James Bennett presented this submission seeking Board approval for separate marine engineering consultant and design service contracts with Jacobs Engineering Group and Taylor Engineering for JAXPORT's waterside engineering and construction projects.

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

AC2020-03-02 Civil & Structural Engineering & Design Services for JAXPORT – (1) Jacobs Engineering Group, Inc.; (2) RS&H, Inc.

Mr. James Bennett presented this submission seeking Board approval for separate civil and structural engineering consultant and design service contracts with Jacobs Engineering Group and RS&H for JAXPORT's landside engineering and construction projects.

After a motion by Mr. Bean and a second by Mr. Clarkson, the Board voted to approve this submission.

CEO UPDATE

Mr. Green began his update by informing the Board that JAXPORT's Procurement Department hosted the second Annual Small Business Appreciation Day at the cruise terminal on February 4, 2020. This event connected nearly 200 small businesses in the community with valuable training, resources and networking opportunities. He stated that over the past four years, JAXPORT payments for work by certified Jacksonville Small and Emerging Businesses (JSEB) have topped over \$28 million dollars. Mr. Green thanked Brian Williams, JAXPORT's Coordinator for SEB Programs, for helping put together this successful event.

Mr. Green stated that the Propeller Club hosted its Annual State of the Port Luncheon on February 18, 2020. The program was very well received and had one of the largest audiences ever with over 400 people in attendance. Mr. Green thanked the Marketing Team for helping put the program together, and also thanked the Propeller Club for their continued partnership with JAXPORT.

Mr. Green announced that JAXPORT has secured \$93 million in federal funding for the harbor deepening project. He stated that this funding completes the federal government's commitment to the project. Mr. Green informed the Board that he, along with CFO Beth McCague, have met with the Mayor and his team, as well as 17 City Council members, to discuss the port's harbor deepening financial needs from the City. JAXPORT is asking the City to contribute \$70 million over the next two budget years to the project. Mr. Green stated that so far, the meetings have been well received.

Mr. Green informed the Board that the port has taken precautions to make sure employees, guests and partners are safe from the coronavirus. He then introduced Mr. Fred Wong, COO, to discuss COVID-19.

Mr. Fred Wong discussed the operational side of the port's response to COVID-19. He stated that JAXPORT operates under the guidance of the US Coast Guard and US Customs and Border Protection, who receives counsel from the Centers for Disease Control. He stated that JAXPORT is working closely with its federal partners, as well as state and local officials, to do its part to reduce this threat. The port will continue to take a proactive approach to COVID-19 to make sure it is prepared and will follow the appropriate guidance.

<u>Reports</u>

R2020-03-01 Engineering and Construction Update

Mr. James Bennett provided an overview of the key capital and engineering projects.

R2020-03-02 Financial Highlights

Ms. Beth McCague provided Financial Highlights to the Board in their books for the month of January 2020.

R2020-03-03 Monthly Financials/Vital Statistics

Mr. Mike McClung provided an overview of the financials and vital statistics.

R2020-03-04 Commercial Highlights

Mr. Robert Peek provided updated commercial highlights to the Board for the month of March 2020, plus he gave an update on how the Coronavirus has affected the commercial side of the business. Mr. Peek also gave an update on the Jacksonville Cruise Study.

Other Business

After a motion by Mr. Bean and a second by Mr. Clarkson, 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 March 2020.

Chairman Baker then recognized Vice Chairman Shelton. Mr. Shelton stated that in light of probable upcoming Board changes, he would like to propose that if Chairman John Baker is confirmed to the JEA Board, then he as Vice Chairman would assume the Chairman's role for the remainder of Chairman Baker's term which ends on Sept. 30, 2020, and have Wendy Hamilton serve as Vice Chair, as well as retain her role as Board Treasurer. Palmer Clarkson will continue to serve as Board Secretary.

After discussion by the Board, a motion was made by Mr. Shelton and seconded by Mr. Fleming that contingent upon Chairman John Baker's appointment to the JEA Board, Mr. Shelton will serve the remainder of Mr. Baker's term as Chairman and Wendy Hamilton will serve as Vice Chair and also continue to serve as Treasurer through September 30, 2020, and the entire Board unanimously agreed.

Miscellaneous

There were no emergency purchases or unbudgeted transactions.

There being no further business of the Board, the meeting adjourned at 10:16 a.m.