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JACKSONVILLE CITY COUNCIL  
SPECIAL INVESTIGATORY COMMITTEE ON JEA MATTER

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INTERVIEW OF  
**MICHAEL WEINSTEIN**

DATE TAKEN: Friday, June 26, 2020  
TIME: 1:51 p.m. to 4:20 p.m.  
LOCATION: Smith Hulsey & Busey  
One Independent Drive  
Suite 3300  
Jacksonville, Florida 32202

Examination of the witness taken before:  
Terrie L. Cook, RPR, CRR, FPR, and a Notary Public

Hedquist and Associates  
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Jacksonville, Florida 32202  
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- - -

1	APPEARANCES OF COUNSEL	2
2	On behalf of Special Investigatory Committee	
3	Stephen D. Busey, Esquire	
	E. Lanny Russell, Esquire	
4	Kevin Blodgett, Esquire	
	Smith, Hulsey & Busey	
5	One Independent Drive	
	Suite 3300	
6	Jacksonville, Florida 32202	
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1	E X H I B I T S	4
2	FOR IDENTIFICATION	Page
3	Exhibit 6	46
4	Exhibit 7	49
5	Exhibit 8	80
6	Exhibit 9	81
7	Exhibit 10	84
8	Exhibit 11	87
9	Exhibit 12	90
10	Exhibit 13	96
11	Exhibit 14	97
12	Exhibit 15	101
13	Exhibit 16	103
14	Exhibit 17	105
15	Exhibit 18	106
16	Exhibit 19	107
17	Exhibit 20	109
18	Exhibit 1	116
19	Exhibit 2 (not used)	
20	Exhibit 3	119
21	Exhibits 4 and 5	120
22		
23		
24		
25		
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1	I N D E X	3
2		
3	E X A M I N A T I O N	
4		
5	WITNESS	Page
6	MICHAEL WEINSTEIN	
7	EXAMINATION BY MR. BUSEY, MR. RUSSELL AND	5
8	MR. BLODGETT	
9		
10		
11		
12		
13		
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16		
17		
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1	- - -	5
2	MICHAEL WEINSTEIN,	
3	acknowledged having been duly sworn to tell the truth	
4	and testified upon his oath as follows:	
5	THE WITNESS: I do.	
6	DIRECT EXAMINATION	
7	BY MR. BUSEY:	
8	Q And, Mike, say your name and what your	
9	employment is right now.	
10	A Mike Weinstein. I'm currently the CEO of an	
11	organization called the Kids Hope Alliance.	
12	Q Mike, you're among the most knowledgeable	
13	people in this community about the consolidated	
14	government. Starting -- I think probably started your	
15	career as an assistant state attorney with Ed Austin; is	
16	that correct?	
17	A I came here in '75 and worked with -- I was in	
18	the doctorate program in criminology, FSU, came here on	
19	a grant and worked with Carla Miller in the -- what's	
20	now the Bedell Building, on a grant about whether we	
21	should have a new jail or not. I worked for Jim Jarboe,	
22	who worked for Rudy Daniels, who worked for Don McClure,	
23	for Jake Godbold.	
24	And then went back to FSU, finished the program	
25	and then came over in '77 to work for Ed Austin.	
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1 Q And very, very briefly, take your career  
 2 forward and tell us positions you've had since then.  
 3 A Well, I came to work for Ed Austin and I was  
 4 the executive director of the State Attorney's Office,  
 5 which covered Duval, Clay and Nassau counties. I was a  
 6 nonlawyer, having had a under- --  
 7 Q You're not a member of the Florida Bar?  
 8 A Well, I'll get to that. Is that all right?  
 9 Q Oh, yeah.  
 10 A I -- because I am.  
 11 After undergraduate degree and master's degree  
 12 in the criminal master's administration and the  
 13 doctorate program in criminology, I came here as the  
 14 executive director of the State Attorney's Office,  
 15 responsible for everything in the office except the  
 16 prosecution piece; the investigators, the diversion, the  
 17 support staff and what have you.  
 18 And after 12 years of being there, I decided to  
 19 get a law degree. And -- and the only school that made  
 20 sense was Florida so I -- I commuted for two-and-a-half  
 21 years to Gainesville and got my law degree.  
 22 Q What year was that?  
 23 A I got it in '90 -- Ed Austin became mayor in  
 24 '91, I think, so I got it, just basically, around that  
 25 time. So I am a member of the Florida Bar and have

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1 been.  
 2 And then when Ed Austin became mayor, he asked  
 3 me to come over as his chief of staff, which I did. And  
 4 I said I'd stay a year because now I'm a new lawyer, I  
 5 want to be a lawyer. After a year, I left and went to  
 6 work with Robert Harris, Harris Guidi Rosner law firm.  
 7 Q Christmas party.  
 8 A Yes. And then Ed Austin lost the CFO for the  
 9 City, a woman by the name of Susan Miller. She left and  
 10 Mr. Austin came over and asked me to come back as the  
 11 CFO for the City, which I did. So I came back as a CFO  
 12 for the City.  
 13 John Delaney became mayor, didn't run for a  
 14 second term. I stayed on as CFO. And then we created  
 15 the economic development commission. So for a period of  
 16 time, I was CFO and I headed up the organization as we  
 17 created it.  
 18 And then left and became just the head of the  
 19 economic development commission. And negotiated the  
 20 Jaguar lease, went with Weaver to Chicago to get the  
 21 team.  
 22 And then we -- Weaver asked me to do the  
 23 application for the Super Bowl. So I did that,  
 24 presented it to the NFL owners. And when we were  
 25 awarded the Super Bowl, I left because you had to

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1 be non- -- you had to be a nongovernmental entity to  
 2 basically do a Super Bowl. So I became president of the  
 3 Super Bowl and did that.  
 4 Q XXXIX -- XLIX?  
 5 A We were XXXIX. Super Bowl XXXIX. So we had  
 6 that in 2005.  
 7 Then I became president for five years of an  
 8 organization called Take Stock in Children, which is a  
 9 nonprofit scholarship program with mentors. And I was a  
 10 statewide president. And I had staff in all 67  
 11 counties. I did that for five years.  
 12 And then went back to the State Attorney's  
 13 Office with Angela as a prosecutor. And also ran for  
 14 the House. So I was a House member for four years,  
 15 House of Representatives, and I was with Angela for  
 16 about five years as a prosecutor. And then I retired.  
 17 And then I was asked to be president of an  
 18 organization called Volunteers in Medicine, which  
 19 basically provides health care to noninsured people.  
 20 Q To which our law firm gives money.  
 21 A Your law firm gave money. Did that for a  
 22 period of time and then I retired again.  
 23 Q But you're too young.  
 24 A And then --  
 25 Q You're too young to retire.

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1 A And then Lenny Curry becomes mayor, who I  
 2 didn't really know and didn't support. I was -- I -- I  
 3 moved to Clay County. I live in Fleming Island. He  
 4 asked me to come back and help with the finances and be  
 5 CFO again, which I said no to for a while and finally  
 6 said yes.  
 7 I told him I would come back to help with  
 8 the -- with the pension, help with the finances and find  
 9 my replacement. Turned into a three-year stint.  
 10 Q When did you -- what year did you go to work  
 11 for Lenny?  
 12 A When he came in. I basically started during  
 13 his transition.  
 14 Q What year was that?  
 15 A So about May.  
 16 BY MR. RUSSELL:  
 17 Q 2015?  
 18 A Yeah. I'm not good at that. So, you know,  
 19 yeah, when he first came into office.  
 20 Q 2015.  
 21 A So I came in as his CFO and did that for three  
 22 years and then retired again.  
 23 BY MR. BUSEY:  
 24 Q And what year was that?  
 25 A I retired in --

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1 Q '15, three would be '18?  
 2 A Yeah, it would be '18. It would be '18. And  
 3 before I retired, I took on another responsibility  
 4 heading up the new organization called Kids Hope  
 5 Alliance. So I did both for a while. And then once we  
 6 hired a CFO for Kids Hope Alliance, I just was CFO  
 7 again. And then I retired. And now KHA, in March --  
 8 well, really in February, came to me and asked me if I'd  
 9 come back.

10 Q KFA, Kids Hope Allowance?

11 A Yes. And be their CEO for a while because  
 12 they've lost a bunch of people, which that's where I am  
 13 now.

14 So I've been very blessed. I am so fortunate  
 15 to have the career I've had, but I do -- I am student  
 16 of government, that's for sure. I worked in all  
 17 branches.

18 Q You and Lex Hester?

19 A Yes. Yes. He was phenomenal.

20 Q You were -- so you were city finance director  
 21 for Mayor Curry from roughly 2015 to 2018?

22 A Yeah, around September to November of '18,  
 23 something like that, I left around that time.

24 MR. BUSEY: Hey, Kevin, would you put that RFP  
 25 up, please?

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1 Q Okay.

2 A So -- so my description was the right RFP.

3 Q Okay. And are you familiar with public -- what  
 4 is the name of the company?

5 A Public Finance Management. It's PFM. They  
 6 have been the advisor for the City of Jacksonville for  
 7 decades on financial -- City financial matters. And I  
 8 think they are for the Port Authority and JEA as well  
 9 when I was there. Whether they still are, I don't  
 10 know.

11 Q So do you -- do you remember that, which is  
 12 marked --

13 A I -- I remember -- I -- I didn't -- they put  
 14 out the RFP, my understanding, if I remember correctly,  
 15 so.

16 Q They -- they are?

17 A Public Financial Management, Incorporated, did  
 18 the process of screening and finding companies that  
 19 would be doing this. So I had -- I haven't read this,  
 20 but I'm very familiar with what we were doing and why we  
 21 were doing it.

22 Q Was that done at your direction or with your  
 23 participation?

24 A It was done through the treasurer,  
 25 Joey Greive. As -- as -- as the CFO, to give you a

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1 MR. BLODGETT: Sure.

2 BY MR. BUSEY:

3 Q Do you remember this, Mike? The request for  
 4 proposal for Strategic Initiative Financial Advisory  
 5 Services for the City. It was in December of 2018.

6 A I wouldn't have been there, if it was -- if it  
 7 was put out.

8 Q '17.

9 A Oh, okay.

10 Q I said '18, I meant '17.

11 A I'm not sure of the exact title. If it's  
 12 for -- looking for firms to help us understand  
 13 privatization, then yes. I'm familiar with it, if  
 14 that's what -- Initiative Financial Advisory Services, I  
 15 think that's what it is because we had companies coming  
 16 to us that wanted to do concessions on the airport, on  
 17 the Port Authority, on JEA, on our bridges and were  
 18 asking us if we were interested.

19 Q Have you had a hard time --

20 MR. RUSSELL: It's Number 6 in your pile right  
 21 there.

22 MR. BLODGETT: Exhibit Number 6.

23 A Exhibit 1, Exhibit 2, Exhibit 3, Exhibit 4, 5,  
 24 6. Okay. So -- okay. Yeah. This was done through the  
 25 Public Financial Management Company. Yes.

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1 sense of the CFO job, I had a couple hundred people in  
 2 IT, about 3500 vehicles responsible for, the risk  
 3 management, procurement, pension, budget and treasury.  
 4 So this was done through Joey and Randall, but  
 5 definitely aware of it and --

6 Q When you say Randall --

7 A Randall Barnes, who worked for Joey Greive.  
 8 Yes.

9 Q So what -- what, if any, was your role in that  
 10 RFP?

11 A The RFP, nothing, other than giving them the  
 12 direction to find companies that would help us  
 13 understand the value of these things.

14 The airport's a perfect example. The federal  
 15 government, Congress passed a law that allowed about 30  
 16 airports around the country, ten from different sizes;  
 17 big, medium, small; to bring in a concessionaire. And  
 18 we were looked at as a -- as a very fine medium-size  
 19 airport so we had companies coming to us for that. And  
 20 companies coming to us again wanting to buy our parking  
 21 garages and what have you. And we didn't know -- so --  
 22 so we were looking for help in that regard and that's  
 23 what did this.

24 Q And at the time that was issued, you were the  
 25 chief financial officer of the City of Jacksonville.

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1 Was Sam Mousa the chief administrative officer at that  
2 time?

3 A He was the chief administrative officer for the  
4 entire time I was CFO.

5 Q And did you have any discussions at that time,  
6 in the fall of 2017, with Sam or with the mayor  
7 regarding the City's sale of JEA or potential sale of  
8 the JEA?

9 A Throughout my three years there --

10 Q (Nods head.)

11 A -- the topic came up. It's a topic that's come  
12 up each time I've been in the City cohorts.

13 Q We talked to Michael Hightower the other day  
14 and he told me every mayor's consolidation has  
15 considered --

16 A Ed -- Ed did.

17 Q Ed did?

18 A Ed Austin did. And Russ Liles, just put that  
19 down immediately if you remember Russ Liles.

20 Q Yeah.

21 A But every- -- everybody looks at it as a  
22 potential. And it's a reasonable asset to -- to  
23 evaluate --

24 Q My -- my --

25 A -- as the owner.

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1 -- so a tremendous amount of conversation and  
2 strategy and just discussion would have happened on the  
3 fourth floor with people that I -- you know, I was  
4 invited to the fourth floor for a meeting or a  
5 discussion or what have you. I wasn't part of the daily  
6 how are we doing and this kind of thing because I was  
7 busy downstairs.

8 So I just want to make sure that you sort of  
9 see that as -- as the beginning. So it was not a --  
10 it's not -- was not an unusual topic to come up  
11 throughout my career in city government.

12 Q I -- I got that, but I -- my question a little  
13 more precisely is do you remember talking to Sam or  
14 Lenny about in or about the time that RFP was issued?

15 A I would -- I would suspect -- I can't say a  
16 specific conversation, but in the list -- they knew that  
17 we were pursuing assistance and for a variety of things.  
18 And the potential of -- of who we hired here, helping us  
19 understand the value of JEA, was understood.

20 MR. BUSEY: Go ahead.

21 BY MR. RUSSELL:

22 Q Other than Mayor Curry, do you recall, Mike,  
23 that others in the administration were also involved in  
24 those conversations about the potential -- about the  
25 value of JEA and its potential sale?

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1 Q Mike's characterization of it was every mayor  
2 wants to do good in Jacksonville and they need resources  
3 to do it and don't -- but they don't want to raise taxes  
4 so where they look for the money, and the logical place  
5 to look, is JEA. Is that a fair characterization?

6 A Yes. And also knowing that it's not like that  
7 everywhere that -- that, you know, around the country.  
8 Some are that way; some are owned by private. We're  
9 surrounded by private as far as the --

10 Q FPL?

11 A Yeah. But -- but the conversation and the  
12 topic would periodically come up, yes.

13 Q Do you remember talking to them about it in --  
14 in '17?

15 A I couldn't say a date, but -- but it was a  
16 topic that didn't come up just once. I mean, it was --  
17 it was -- it did was a reasonable topic throughout the  
18 time. I mean, it wasn't something that -- that was  
19 discussed every day, but -- but it wasn't an unusual  
20 topic to bring up.

21 And let me make sure that you understand. The  
22 responsibilities that I had, which were quite  
23 substantial, and my office was on the third floor --

24 Q Not the fourth floor?

25 A Not the fourth floor.

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1 A From the fourth floor, not members of the City,  
2 but, I mean, it wouldn't have been that unusual for  
3 Brian to be around the floor or Tim to be around. And  
4 that's Brian Hughes and Tim Baker. I mean, they were  
5 very close to the mayor and it wouldn't be that unusual  
6 for me to pop up to the fourth floor and see them.

7 Q And --

8 BY MR. BUSEY:

9 Q What was their role at the time?

10 A That you'd have to talk to the mayor. I mean,  
11 they were around --

12 Q The outside consultants?

13 A But -- and also friends.

14 Q Okay.

15 BY MR. RUSSELL:

16 Q In these conversations, Mike, do you recall  
17 potential purchases being discussed?

18 A I don't recall the connection of potential  
19 purchases being discussed, but over the years there were  
20 two companies that had been discussed. One that could  
21 have been a potential purchaser, which was years ago,  
22 beginning of -- not through this JEA issue.

23 Q Right.

24 A And then the other one just coming up in

25 conversation because they know some people or they had

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1 dinner with people or what have you.  
 2 Q And that -- and it was what?  
 3 A That would be -- what company?  
 4 Q Yes.  
 5 A That would be FPL.  
 6 Q Florida Power & Light?  
 7 A Yes.  
 8 Q And the other --  
 9 A Exelon, I believe it is.  
 10 Q Its parent company is Xterra?  
 11 A No. I didn't know that name.  
 12 Q Okay.  
 13 A I knew Exelon for years prior, which we may get  
 14 into.  
 15 BY MR. BUSEY:  
 16 Q How how do you spell that?  
 17 A Exelon? I would say it's E-x-c-e-l-o-n,  
 18 something like that.  
 19 Q You do that phonetically?  
 20 A Yeah, I -- I wouldn't know. Yeah.  
 21 So that -- they would have -- I don't remember  
 22 any other company just being mentioned for one reason or  
 23 another. That would be the extent of it.  
 24 BY MR. RUSSELL:  
 25 Q And in the conversations, was the structure of  
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1 the potential prioritization or disposition of  
 2 Florida -- of JEA discussed, how that would work?  
 3 A Not potentially when -- there's -- there's two  
 4 efforts. Well, there's three really if you throw Exelon  
 5 in. There's a conversation with Exelon who wanted to do  
 6 an unsolicited bid, which means you still have to  
 7 compete for it, but if they wanted to do it.  
 8 And then there was the effort that started with  
 9 Tom Petway that ended up getting a pretty detailed  
 10 report from public finance.  
 11 And then there is the JEA RFP. So you've got  
 12 three.  
 13 And so I want to make sure I understand the  
 14 question and which one of those three that we might be  
 15 talking about.  
 16 BY MR. BUSEY:  
 17 Q Tell us about all three of them.  
 18 A Well, the first one, Exelon somehow approached  
 19 the City and was interested in submitting an  
 20 unsolicited bid to purchase JEA. And once I became  
 21 aware -- you know, I was invited to help explain to them  
 22 what the process would be to submit an unsol- --  
 23 unsolicited bid and what that would then -- the  
 24 consequences of that.  
 25 And the consequences are, basically, for a  
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1 unsolicited bid, a bid comes into the City for anything,  
 2 new convention center, buy the JEA, a new bridge,  
 3 whatever, unsolicited bid comes in from John Doe, the  
 4 City looks at it and decides -- this is what would  
 5 happen, the City would decide whether it's viable and  
 6 whether we're interested. If we're not interested, we  
 7 just discard it, keep it as a public record, but --  
 8 basically.  
 9 If we're interested in it, then we would then  
 10 have to put it out to bid for anybody to compete for it.  
 11 We make the public -- unsolicited bid public and then  
 12 invite anyone who's interested in also doing the same  
 13 thing to compete. That's how the process works. We  
 14 never got there though.  
 15 BY MR. RUSSELL:  
 16 Q Well, let me make sure I understand what we're  
 17 talking about in terms of the process. The City can buy  
 18 things and a procurement process applies to the purchase  
 19 of items, if it wants to purchase roadwork or wants to  
 20 purchase a new building. Are you telling me that the  
 21 procurement codes apply just the same if the City wants  
 22 to sell something?  
 23 A It's -- it's a little different, but it ends up  
 24 being a competitive process.  
 25 Q And it has to be if the City's going to sell  
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1 something --  
 2 A Yes, yes.  
 3 Q -- right?  
 4 A Got to go to council. It's got to be very --  
 5 it's got to be very competitively bid. The unsolicited  
 6 bid, the only thing that it does is it starts the  
 7 train.  
 8 Q Okay.  
 9 A But it doesn't give the company that submitted  
 10 it any advantage. It really gives them a disadvantage  
 11 because their bid becomes known to competitors.  
 12 BY MR. BUSEY:  
 13 Q So when did Exelon make an unsolicited bid?  
 14 Just hoping for the time frame.  
 15 A Yeah, it was -- it was long before Petway.  
 16 Q When you say Petway, now Petway --  
 17 A Petway making his -- his statement at the end  
 18 of a board meeting, saying, JEA, why don't you look at  
 19 selling?  
 20 Q That was December of 2017 --  
 21 A Right.  
 22 Q -- that board meeting?  
 23 A And Exelon would have been before that.  
 24 Q Within the year or --  
 25 A I would -- I would say within six, eight months  
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1 before that.

2 Q Okay. That was one.

3 A That's one. And then you have the Petway  
4 comment that started the JEA to look at it. And -- and  
5 what -- what I -- my connection to that is the mayor  
6 asked me to observe what JEA was doing so we wouldn't be  
7 surprised because JEA was off on their own, evaluating  
8 it and they looked to their consultant, Public Financial  
9 Management, to do a study and to make a report. And my  
10 interest from the mayor was to just observe and know  
11 what's going on. And that's what I did.

12 And then the third one, I have no involvement  
13 in the -- in the process. I was already gone. And the  
14 conversation never came up about -- about it. The --  
15 the shellacking that JEA got from the initial try with  
16 the Public Financial Management, I thought put it to  
17 bed, at least for the time being.

18 Q I think we know what you're talking about, but  
19 say what you're talking about when you refer to the  
20 shellacking.

21 A Well, the public -- the employees, the unions,  
22 the public, everybody's just so -- was so negative on  
23 the process that it ended up having the board say, don't  
24 ever do this again without permission.

25 Q That was in 2018?

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1 BY MR. RUSSELL:

2 Q The Exelon bid, do you remember the amount of  
3 that bid, Mike?

4 A Oh, I don't think they ever submitted it.

5 BY MR. BUSEY:

6 Q What happened to that process?

7 A Well, first of all, it was brought over, I  
8 believe Herschel Walker -- not Herschel Walker.

9 Q The football player.

10 A Herschel Vinyard -- strike that. Herschel  
11 Vinyard and Sam connected. And Herschel set up a  
12 meeting, and Foley -- I think he worked with Foley.

13 Q He was representing Exelon?

14 A He wasn't representing Exelon. It was  
15 interesting because he was somehow connected to JEA. I  
16 remember there was conversation that he's got to be very  
17 careful because he was with a firm. I think it's Foley  
18 had a contract with JEA, but he also initiated the  
19 connection. And -- and it was between Sam and Herschel  
20 and -- and I was eventually invited up to go to a  
21 meeting.

22 Q On the fourth floor?

23 A No. The meeting was at Herschel's office.

24 Q Oh, really, Foley?

25 A Yes.

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1 A Yeah. And that --

2 Q And Paul McElroy held a public workshop about  
3 the pros and cons of selling JEA in March of 2018, do  
4 you recall that?

5 MR. RUSSELL: You're talking about Cres- --  
6 sounds like with Crescimbeni.

7 MR. BUSEY: No, I'm talking about Paul  
8 McElroy's workshop.

9 A I -- I don't know about that.

10 Q And it was a public workshop and they -- people  
11 talked about the pros and cons of it and that led --  
12 that led to a City Council committee chaired by  
13 Crescimbeni and it ultimately became a committee of the  
14 whole -- to the -- in 2018, the study of the sale of JEA  
15 and it came to a negative conclusion in 2018.

16 As a part of that, you're right, the board said  
17 to the City leadership team, just stop. And that was in  
18 2018. That's what you just were referring to?

19 A (Nods head.)

20 Q And when you said the shellacking, you're  
21 talking about sort of the public outcry, we don't want  
22 to sell JEA?

23 A Yeah.

24 Q Okay.

25

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1 Q Here in this building?

2 A That I can't remember. But -- but it was in  
3 Herschel's office. And there was about six or eight  
4 suits from Exelon asking about the solicitation process.

5 To get to your question, my understanding -- I  
6 never saw it, my understanding is they walked over a  
7 draft letter and Sam looked at it and said, there's  
8 things that were -- were or were not in it that needed  
9 to be. Either take it out or put it in and send it  
10 back. I don't recall if another one ever came over.  
11 And I know -- I -- I'm 99 sure -- percent sure that  
12 there was never an unsolicited bid presented. They just  
13 went away.

14 BY MR. RUSSELL:

15 Q Do you recall, Mike, did the Exelon bid  
16 contemplate the purchase of the entire utility of JEA,  
17 the electric, the water, the entire operation?

18 A Yes.

19 Q Okay.

20 A Because they promoted themselves on the water  
21 side because they had nuclear facilities that they also  
22 managed and were quite familiar with the water side,  
23 even though the vast majority of their business was on  
24 the electric side, but they were looking to potentially  
25 acquire the entire thing.

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1 BY MR. BUSEY:

2 Q Do you know that -- in that process, were they  
3 mindful of JEA's obligation on Vogtle?

4 A Everybody has been. It's always been the  
5 elephant in the room.

6 BY MR. RUSSELL:

7 Q Well, not back in Mayor Austin's tenure?

8 A No, not back -- no.

9 Q I was going to ask you about that, just to back  
10 up a little bit, if you don't mind.

11 During your work with Mayor Austin, did --  
12 during that period of time, was there ever an offer from  
13 any other entity to purchase JEA?

14 A Never got past a rumor that Russ Liles heard  
15 and just said that's not possible.

16 Q But as you mentioned a few moments ago, we've  
17 heard with every mayor in the last 30 years --

18 MR. BUSEY: Since consolidation.

19 BY MR. RUSSELL:

20 Q -- since consolidation, it's been more than 30  
21 years, had in some respect considered potential sale of  
22 JEA and that would have been true of Mayor Austin?

23 A Yes. Well, that's pretty strong, potential  
24 sale.

25 Q And --

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1 Q Better Jacksonville.

2 A Oh, yeah, we did the bond issue. Well, Ed did  
3 the Renaissance.

4 Q Right.

5 A And Delaney did the Better Jacksonville. Yeah,  
6 I don't remember ever seriously listening to a  
7 conversation that would tie JEA to a sale during  
8 Delaney's time.

9 Q Okay. So what you're telling -- sounds like  
10 I'm hearing, is by the time you were with Mayor Curry's  
11 administration, the talk became much more focused and  
12 serious than it had been in the two prior  
13 administrations that you worked with?

14 A The administrations that I was associated with.  
15 I just know that the auditors did a study, council  
16 auditors did a study on the value of JEA, responding  
17 probably to a councilman's request or a councilwoman's  
18 request, that was done years before.

19 But in the -- in the time of -- of Austin,  
20 Delaney and -- and Curry, it was -- it was more of a  
21 conversation in Lenny Curry's time than the other two,  
22 that's for sure.

23 BY MR. BLODGETT:

24 Q I'm sorry to jump around on you on this. I  
25 want to go back to the three, I guess, efforts to

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1 A The concept and legitimacy of evaluating the  
2 idea, yes.

3 Q Okay.

4 A Whether there was a real interest in selling or  
5 not, that -- that would be way down the line to  
6 seriously consider, but we couldn't even get to even  
7 think about figuring it out.

8 Q And that was the point I was getting to, you  
9 just made, although Mayor Austin had some vague concept  
10 of it, he never really took any formal steps to get down  
11 the line in the process that would lead to the potential  
12 sale?

13 A Absolutely not. Not more than a conversation  
14 or two that we had internally with two or three people  
15 and that was it.

16 Q And moving a little bit forward in the Delaney  
17 administration, was the -- there would have been some  
18 consideration of the sale of JEA, privatization of it,  
19 how far along did that get in the Delaney  
20 administration?

21 A If -- if there was, I don't recall. I don't  
22 recall.

23 Q That administration got some money from another  
24 source, didn't it?

25 A When the Super Bowl -- what --

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1 potentially prioritize JEA mentioned, so Exelon, the Tom  
2 Petway effort and then the RFP. It sounds, in your  
3 mind, all three of those efforts are distinct from one  
4 another; is that accurate?

5 A From my prospective, yes. From responders,  
6 maybe not.

7 Q And --

8 A Because I know Exelon ultimately put in a bid  
9 years later. So -- so, yeah, from my perspective, they  
10 were very separate discussions and efforts, all three of  
11 which never went anywhere.

12 Q And in terms of the timing, my understanding is  
13 Tom Petway, at a JEA board meeting, it was November  
14 27th, 2018, suggested -- and this is paraphrasing --  
15 suggested that JEA look into privatizing. And then less  
16 than -- well, about three weeks later that RFP is  
17 issued.

18 And so, to your knowledge, are you aware of any  
19 connection between Tom Petway's statement at that JEA  
20 board meeting and then that RFP?

21 A No. This -- this had been something that we  
22 had been talking about internally for a long time  
23 because the solicitations that were coming to us were  
24 coming to us for -- for lots of time. And what  
25 generated it more than anything else was the airport.

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1 And that was a relatively recent -- it wasn't years ago.  
 2 It was -- I mean, the last time a -- a legitimate offer  
 3 came in on the airport concession was probably not too  
 4 many months before this went out.

5 Q And so in this November 2017 and then December  
 6 2017 time frame, was the City actively looking into  
 7 privatizing the airport in that time frame?

8 A We never got to be seriously looking at  
 9 private -- and it's not privatization. It was -- it was  
 10 a concessionaire agreement. Like -- Kevin, SMG, the  
 11 company SMG --

12 Q Uh-huh.

13 A -- manages all of our City facilities; our  
 14 stadium, our convention, our arena, our baseball park.  
 15 That's a concession, they manage it. We pay -- they pay  
 16 us and then we pay them for managing it. That's a  
 17 concession. And that's what these would have been like,  
 18 not necessarily a purchase. It was more -- when the  
 19 airport people came to us, it was a concession because  
 20 they can't buy -- you know, they can't buy an airport.

21 Q And so the City was having active  
 22 communications with potential airport's concessionaires  
 23 in this November/December 2017 time frame?

24 A And parking lot purchasers --

25 Q So other --

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1 A -- parking garage purchasers, which we have --  
 2 the City has many of.

3 Q Okay.

4 A Yeah.

5 Q Because when I'm looking at this RFP, I'm  
 6 looking at page 2. Let me try to zoom in on this. And  
 7 it talks about, in the purpose section, that the  
 8 financial advisor will provide services relating to the  
 9 market analysis, opportunity review planning,  
 10 solicitation, evaluation, negotiation and award of  
 11 potential alternative delivery of existing or new  
 12 projects for services which are similar to, but not  
 13 limited to, public, private partnerships for lease, sale  
 14 and/or disposition of City assets.

15 Does -- the concessionaire seems to be  
 16 different to me than that.

17 A This would be -- no, this would also include  
 18 the concessionaire.

19 Q Okay. And so there was the airport, the  
 20 parking system --

21 A Parking garages and the airport were the two  
 22 most often discussions that came to us. None of which  
 23 we ever solicited. They would just come and say, would  
 24 you like to consider doing this?

25 Q Can you remember --

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1 A And there's one now -- a parking lot right now,  
 2 not too recent, someone from DIA wanted to leave the DIA  
 3 and purchase the parking garages. And Laurie had to  
 4 figure out how do you do that and that's what this would  
 5 have been for.

6 Q Can you remember the names of the interested  
 7 parties who were displaying interest in purchasing the  
 8 airport in that November 2017?

9 A No, I -- you would have to go back. I don't  
 10 know how to -- no, I don't.

11 Q Was it more than one --

12 A Yes.

13 Q -- or just --

14 A Yes. And, again, it was generated because of  
 15 the cong- -- the congressional ability that they put out  
 16 that you could do this for ten medium size airports, as  
 17 well as smaller ones and larger ones. And they could  
 18 come in and give the examples of others that they were  
 19 doing, but I couldn't tell you their names. It was many  
 20 years ago. And we -- we didn't do it so it never stuck,  
 21 you know.

22 BY MR. RUSSELL:

23 Q What Kevin was just asking you about in the  
 24 language there, it talks about one of the items being  
 25 the disposition of the City assets. And you've

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1 mentioned parking garages.

2 A Yeah.

3 Q At this time were there any other City assets  
 4 that were under consideration for sale?

5 A Well, consideration is a pretty -- is strong  
 6 because there was always -- it was always just, again,  
 7 unsolicited offers.

8 Q Potentially.

9 A I would just throw the port in as a -- as  
 10 another one, but that wasn't purchased.

11 Q Right. Some --

12 A That would have been concessionaire as well.

13 Q -- concessions?

14 A Yeah.

15 Q But the outright sale of other City assets --

16 A Just the garages --

17 Q Right.

18 A -- would be the sale at that time.

19 BY MR. BLODGETT:

20 Q Do you know if the City had allocated or  
 21 budgeted any funds for this RFP and the financial  
 22 services that would be relating to it?

23 A No, it would just come out of the budget that  
 24 the treasury had. And, again -- and -- and we weren't  
 25 hiring -- we weren't hiring anyone. This RFP was to

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1 qualify a small number of companies through a  
2 competitive process that we could go to if we needed  
3 them. So there wasn't a penny to be spent.

4 We asked P- -- we asked Public Finance to do a  
5 process where we could have the expertise we would need  
6 if we needed them. So it was never the intent to hire  
7 anybody right off the bat. It would be to have them  
8 available to us if we needed them.

9 Q And the entity to which the bidders, the  
10 winning bidders provided services, would ultimately be  
11 paid by the entities it provided those services to? So  
12 who would pay -- who would pay the --

13 A If -- if we -- if we were to sell something  
14 or do a concessionaire and needed them to do some sort  
15 of an evaluation, we would pay them. City would pay  
16 them.

17 Q So if one of the successful bidders, after the  
18 RFP did financial services, the City would pay it and  
19 not, for example, JEA?

20 A Oh, it has nothing to do -- no, no. Yeah, this  
21 was us. This is City. It had nothing to do with JEA as  
22 far as the process or the payment. I mean, yeah, yeah,  
23 yeah.

24 Now, you know, in government, you can always  
25 piggyback on any government contract anywhere. You  
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1 Q -- if it chose to, could piggyback on this  
2 exhibit we've marked as Exhibit 6, this RFP?

3 A Anybody could.

4 Q Okay. Got it. Thank you.

5 A Any governmental entity that wanted to be.  
6 We -- we piggyback on state contracts all the time.

7 Q Did JEA, in fact, piggyback on this offer?

8 A No, we never -- we never did anything.

9 Q Well, people responded --

10 A People responded --

11 Q -- you know, bidders.

12 A -- and we ended up with a -- a -- I think  
13 three, four. I couldn't tell you the number.

14 Q Right.

15 A Four companies that qualified. Went through  
16 the competition and were qualified.

17 Q Right.

18 A If anybody hired them to do anything, I -- I  
19 have no idea. I would think not --

20 Q How about you --

21 A -- because we never hired them.

22 MR. RUSSELL: Do you remember who those four  
23 were?

24 MR. BLODGETT: Yeah.

25 MR. RUSSELL: Tell Mike, please.

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1 know, if Miami has a contract with a company and you  
2 want -- you don't want to go through a competitive bid  
3 and you can -- you can -- you're comfortable with the  
4 contract Miami has, you can piggyback on Miami's  
5 contract.

6 Q Do you recall why PFM was selected as the  
7 entity to select bids from prospective bidders?

8 A Because they were our consultant, had been  
9 forever, that I know of.

10 BY MR. RUSSELL:

11 Q Help me understand what you mean by piggyback,  
12 Mike.

13 A Piggyback in some -- some other governmental  
14 entity's contract that they did a competitive bid  
15 for --

16 Q Right.

17 A -- you want to do the same thing. You could --  
18 and you're comfortable using the elements of their  
19 contract, how much it cost, the process, you can just  
20 piggyback on their contract and not do a competitive  
21 bid.

22 Q So works as between cities. In this instance,  
23 where the work is between the City of Jacksonville and  
24 the JEA, so did the JEA --

25 A You can -- you can piggyback --

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1 MR. BLODGETT: Right.

2 BY MR. BLODGETT:

3 Q So I guess before we get to that, though, I  
4 just want to make sure the PFM arrangement, is that a  
5 common arrangement for the City to have in a procurement  
6 process where a third-party consultant is accepting  
7 bids?

8 A If -- if it was in their ex- -- if it was in  
9 their line of expertise. I mean, we couldn't have gone  
10 to them to do -- purchase cars, but to purchase  
11 something that they are the experts in or at least  
12 they're the ones we rely on, yes.

13 Q Do you know if anyone from JEA approved  
14 retaining PFM, the City retaining PFM to accept bids in  
15 that RFP process?

16 A Not aware of it and wouldn't understand why.

17 Q Do you know if PFM signed a contract with the  
18 City in connection with that RFP or was there a  
19 preexisting contractual arrangement between PFM and the  
20 City?

21 A Definitely a preexisting contract for, again,  
22 years and years and years. Whether there was any MOU or  
23 anything added, I would think not, but -- but I  
24 wouldn't -- you'd have to ask our treasurer, but I don't  
25 believe so.

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1 Q When you say MOU, I just want to make sure I  
2 understand, that's a memorandum of understanding?

3 A If there were something in addition to the  
4 existing relationship that needed to be explained or  
5 added to, I'm not aware of it and I don't think it, but  
6 you'd have to ask someone else.

7 Q And do you know if PFM was paid any money for  
8 the services they performed in connection with that  
9 RFP?

10 A Over and above what they were already paid, no.  
11 No -- I'm not saying, no, that they weren't. You asked  
12 me if I know.

13 Q Okay.

14 A And I do not know if they were or not.

15 Q Understood.

16 BY MR. RUSSELL:

17 Q The manner in which PFM was being paid, was  
18 that a monthly fee, a flat fee or by the hour, one of  
19 those bases? And if they had to do something on salary,  
20 if they do something extra, they're going to get paid.  
21 So if it was flat fee and they did something extra, they  
22 would be paid additional?

23 A That's --

24 Q Makes --

25 A I -- I don't know how they -- how they were  
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1 paid is the same way they've been paid for a long, long  
2 time. I don't know exactly their particular arrangement  
3 for how they were paid.

4 MR. RUSSELL: All right. And I take it from  
5 your questioning, Kevin, that the City's contract  
6 with PFM is a document we haven't seen.

7 MR. BLODGETT: Well, I've seen a general  
8 contract, but nonspecific to that RFP.

9 A And -- and there may not be one.

10 Q Okay. And it's possible there is one?

11 A Yes.

12 Q And did that in the scope of the services?

13 A Yeah, yeah. It could very well have been a  
14 phone call from Joey to somebody at PFM and asked them  
15 to do this.

16 BY MR. BLODGETT:

17 Q Do you know if any employees or representatives  
18 of JEA had any conversations with PFM about that RFP?

19 A I have -- no, I'm not aware of that and I -- I  
20 don't know why they would, but I -- I do not know.

21 Q If that RFP -- could you kind of walk me  
22 through what the process is for publishing those RFPs so  
23 that the public can see them and how that worked in  
24 December of 2017?

25 A I could tell you how the City's works. I don't  
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1 know how PFM works. This -- this -- this was public  
2 because it was advertised in -- in publications, might  
3 have been financial publications, but I know it was  
4 advertised for people to submit bids. But if it was --  
5 if it was us, it would -- it would be advertised. We  
6 would send it to those that we already know should be  
7 somewhat interested in it. And then we would advertise  
8 it, put it on our website and have it open for a period  
9 of time with a very specific deadline, literally day and  
10 time, that it has to be in by.

11 Q And do you re- -- do you --

12 A And I don't know what -- the process PFM went  
13 through.

14 Q So you believe that PFM is the entity that  
15 published that RFP in December of 2017?

16 A I believe PFM did -- whatever process was  
17 taken, PFM managed that process. The City did not. All  
18 I know is that it was made public because during, I  
19 think, Crescimbeni's time or some -- some -- somewhere  
20 along the line, it was questioned. And the answer was  
21 that it was, in fact, public -- publicized, but beyond  
22 that, I don't -- I do not know their process.

23 Q Was it typical for the City to basically  
24 delegate publication authority to its consultants like  
25 PFM? Is that typically how the RFP process worked?

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1 A The treasury -- treasurer and the treasury has  
2 a little bit more flexibility than most of the other  
3 entities within City government because of the expertise  
4 required for some of the things they do and the  
5 quickness that some of the things have to be responded  
6 to, like, the changing of what's happening in the  
7 market. And, you know, we -- we manage billions of  
8 dollars' worth of investments and what have you. So  
9 they have a little bit more flexibility.

10 But to get to your question, it wouldn't be  
11 appropriate unless you already had an existing contract  
12 with a company, like, PFM and what you were asking them  
13 to do was something right in the middle of their  
14 expertise. And they would have much more knowledge  
15 and much more understanding of what it is that -- that  
16 was going on. So it's not that common. It's -- but  
17 it's not out of the question. And it would be more  
18 common in the financial side of government than in most  
19 of the other sides, where you're buying cars or you're  
20 buying air-conditioners or whatever, you're buying copy  
21 paper.

22 Q When you say it's not that common, can you  
23 think of any other instances in 2017 where an RFP was  
24 published by a third-party consultant instead of the  
25 City?

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1 A Not that I'm aware of.

2 Q Okay. Do you remember who made the decision to

3 allow PFM to publish that RFP back in 2017?

4 A I don't know if it was more of a consensus

5 between, you know -- we wanted to have the ability to

6 get expertise like this. How was that -- and we

7 probably talked to PFM about how to get expertise in

8 this area because this -- we would talk to them all the

9 time about pension, about our money, about -- I mean,

10 there was a very direct line of communication between

11 this particular company and our treasury side of the

12 house.

13 So I would assume there was conversation about

14 how do we get there and this was one of the options.

15 And it was the quickest option.

16 BY MR. RUSSELL:

17 Q And the consensus you're talking about, Mike,

18 the consensus with whom -- among whom?

19 A It would be Joey, Randall, myself and people

20 representing PFM.

21 BY MR. BLODGETT:

22 Q You've indicated the -- the quickness of

23 getting the RFP turned around as important, why was that

24 an issue with this RFP?

25 A Because we wanted to have the ability -- the

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1 ability to lean on experts in that area. Again, we

2 had solicitations coming in and this is what we were

3 doing --

4 Q Were any of those --

5 A -- so.

6 Q -- solicitations, like, time sensitive? Did

7 they have --

8 A No, but they were coming. And each time they

9 came, we really didn't know what to do with it.

10 Q Do you recall the -- the names of the PFM

11 members who were spearheading this RFP project?

12 A No. I -- I don't -- I couldn't tell you one

13 name of anybody from there, but I know them. And we

14 traveled to New York, you know, when we did our

15 presentations, to Wall Street, they would set it up,

16 they would make all the interviews time wise. I mean,

17 there was a pretty strong connection with this company

18 and the City for, again, decades, but I'd have to

19 see -- I would recognize the names, I think, if you had

20 a list.

21 BY MR. RUSSELL:

22 Q Perhaps a name you might recognize is Michael

23 Maze?

24 A Yes.

25 Q And Michael Maze traveled with you, as an

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1 example, to New York?

2 A I -- I -- I -- there's, like, two or three of

3 them that would travel to New York with us. Was Michael

4 the one that did the report?

5 MR. BLODGETT: Yes.

6 Q Yes.

7 A Yeah.

8 Q It indicates in our notes, you know, Mike, that

9 it's a -- Michael Maze was the managing director of PFM

10 at the time. And that's the only name, I think, we have

11 from PFM.

12 MR. BLODGETT: The other -- the other name that

13 we have from PFM, Jeremy Niedfeldt.

14 THE WITNESS: Yeah, that's a familiar name. He

15 might have traveled with us also.

16 A They're very -- like a law firm, they are very

17 Chinese walled. They have a group that works public

18 finance, they have a group that works utilities, a group

19 that works port authorities and so that's how they're

20 set up. So we would only deal with the public finance

21 side.

22 Michael Maze --

23 Q Right.

24 A -- now that you've mentioned it, might not have

25 traveled with us. He might have been on the utility

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1 side because if -- if he wrote that -- if he wrote the

2 report. You know what report I'm talking about?

3 Q This? Not this report?

4 A No, the PFM report.

5 Q The report on --

6 MR. BLODGETT: It's one of the exhibits.

7 Q It's coming up.

8 A Well, whoever wrote that was probably on the

9 utility side and not -- would not have traveled to New

10 York with us or done anything for us.

11 Q So what is the side of PFM --

12 A This is the financial side for City government.

13 Q Just so you know, we're generally, that would

14 be Jeremy Niedfeldt and --

15 A Yeah, but there's some other names besides

16 that.

17 Q Yeah. That you work with.

18 A I don't know.

19 Q Okay. But the two distinct silos you know of

20 at PFM --

21 A And more silos than that.

22 Q Okay.

23 A For Port Authority and airports.

24 Q Okay.

25 A We have airport ones too.

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1 Q Okay. Got it.

2 BY MR. BLODGETT:

3 Q Do you recall Michael Maze ever participating  
4 in a meeting regarding that RFP?

5 A No, no.

6 Q Okay. One of the documents I wanted to ask you  
7 a few questions about is Exhibit 7.

8 MR. RUSSELL: Would you hand that to Terrie,  
9 please, the one that you've been looking at, and  
10 have her put a sticker on what says Number 6? And  
11 we'll maybe come back to 1 through 5.

12 THE WITNESS: You want me to go to what?

13 MR. BLODGETT: Did you want to do that first?

14 MR. RUSSELL: No, I want to keep going with  
15 where we are now.

16 (Off-the-record discussion.)

17 (Exhibit 6 was marked for identification.)

18 BY MR. BLODGETT:

19 Q But Exhibit 7 is JP Morgan's response to the  
20 RFP we just discussed and it's dated January 15th,  
21 2018.

22 A RFP to that?

23 Q Uh-huh.

24 A Okay. I would never have seen it.

25 Q Okay. So you've --

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1 A No, I would never have seen it.

2 Q Okay. If you -- if you turn to page 10,  
3 towards the bottom there's a section on JEA. And I can  
4 read a quote just so you know what I'm talking about,  
5 but it says, The robustness of the City's economy  
6 combined with JEA scale and financial stability makes it  
7 a substantial source of value to the City, considers  
8 strategic sale or P3. The combined electric system,  
9 water and wastewater is considered strategic value to  
10 adjacent utilities looking to expand their service  
11 coverage footprint in Florida.

12 Do you know why JP Morgan's response to the RFP  
13 seems to be honing in on a potential sale or transaction  
14 involving JEA?

15 A Well, it follows the airport and the Port  
16 Authority and the City. I mean, first, you -- it  
17 follows more than just JEA and then it hones in a little  
18 bit on JEA, but, no, I don't. Although, again, it's  
19 been public. You know what I mean? The idea -- the  
20 idea of the potential -- and I would assume that  
21 JP Morgan has been involved with other utilities being  
22 sold throughout the country, but, no, you'd have to ask  
23 them. And I've never seen this before so I -- I don't  
24 know. And they're marketing to get awarded. They  
25 thought it was important.

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1 Q Do you know if anyone told them that JEA was  
2 for sale at the time that this RFP was issued?

3 A No, I have no idea. And -- and was it for sale  
4 when it was -- I don't think it was.

5 Q There were discussions about it.

6 A Oh.

7 Q I'm just talking --

8 A No, I --

9 Q -- referring to --

10 A -- I have no idea and never participated, never  
11 spoke to PFM about what was coming in or anything like  
12 that, never saw any responses.

13 Q Who typically receives responses to RFPs within  
14 the finance department?

15 A Well, whoever offered -- whoever put out the  
16 RFP. I mean, basically, the scorers and evaluators are  
17 the one -- are -- are from the entity within government  
18 that requested the RFP to be issued. Normally, it would  
19 be the treasurer and -- and people in finance, if it was  
20 a financial RFP. But this wasn't normal, so I don't --  
21 I don't -- this -- this -- my understanding is these  
22 were evaluated by PFM.

23 Q Do you know when or if the -- the treasurer,  
24 the City team received the responses to the RFP?

25 A I don't know for sure. I don't know. I

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1 wouldn't be surprised if they did -- if we did, but I --  
2 I can't say for sure.

3 Q And you referenced that there may have been,  
4 like, a selection process or evaluation process for the  
5 responses to the RFP. Do you know anything about that  
6 process?

7 A No, I -- I don't.

8 Q Do you know who performed that process?

9 A PFM. The internal workings of Public Financial  
10 Management did the process and did the -- did the  
11 prioritization of the responders.

12 Q So the next -- I guess if you could give that  
13 document to --

14 MR. BLODGETT: I'm sorry, what's your name,  
15 ma'am?

16 THE REPORTER: Terrie.

17 MR. RUSSELL: Terrie.

18 THE WITNESS: Terrie, that's --

19 MR. BLODGETT: Terrie. She can mark that as  
20 Exhibit 7.

21 THE WITNESS: Okay. It says that on it, too.  
22 (Exhibit 7 was marked for identification.)

23 MR. BLODGETT: Then Exhibit 8, do you want --

24 MR. RUSSELL: Yeah. I have a couple  
25 questions.

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1 BY MR. RUSSELL:  
 2 Q Exhibit 8, Mike, is just an e-mail --  
 3 A JEA meeting.  
 4 Q Right.  
 5 -- confirming the meeting at the Jacksonville  
 6 International Airport regarding the RFP and --  
 7 A Now -- now, this is a different RFP. This is  
 8 JEA's --  
 9 Q It is, right.  
 10 A Okay. It's not -- that's not the RFP we've  
 11 about talking about for the last half hour?  
 12 Q Right.  
 13 A Okay.  
 14 Q But do you remember being invited to and  
 15 attending this meeting?  
 16 A Yes.  
 17 Q Okay. And Michael Maze, the person from PFM  
 18 who is in what you described as the utility silo, was  
 19 also at that meeting?  
 20 A I believe so.  
 21 Q Okay.  
 22 A Now, this is after the board was giving them  
 23 direction to pursue it.  
 24 Q I'm sure.  
 25 A Pursue the idea or the concept of possibly  
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1 selling.  
 2 MR. BLODGETT: Correct.  
 3 Q Right.  
 4 A Yeah. Okay.  
 5 Q Okay.  
 6 A And this is after I've been asked to observe.  
 7 Q Observe, who asked you to observe?  
 8 A Lenny -- mayor asked me to just keep -- keep an  
 9 eye on what JEA's doing so we're not surprised.  
 10 Q Okay.  
 11 A So I was there to observe. Didn't grade,  
 12 didn't -- didn't do anything like that, but I was -- I  
 13 was there and present.  
 14 Q And other than Michael Mace, do you recall who  
 15 else attended this meeting? I think it was actually at  
 16 the airport, in the airport conference room. Who else  
 17 was there, as best you can recall, Mike?  
 18 A The JEA financial team. Melissa and those that  
 19 work -- when was this?  
 20 Q The date was January 24th.  
 21 A Yeah, it was the CFO and Melissa.  
 22 Q Melissa Dykes?  
 23 A Yes, Melissa Dykes. And she -- there was about  
 24 four or five JEA members there. Not members of the  
 25 board, but, I mean, staff there.  
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1 Q Right. Probably more senior members?  
 2 A Yeah. Definitely -- definitely on the  
 3 financial side, the senior members.  
 4 Q Okay.  
 5 A Paul may have stepped in, stepped out, may have  
 6 been there. I don't know if Paul was there or not. I  
 7 can't really recall. I think he might have been.  
 8 Q We're not sure either. We think he might have  
 9 been. We haven't been able to confirm that.  
 10 A I think he might have been. I couldn't be  
 11 absolutely sure. And I brought Joey --  
 12 Q Uh-huh.  
 13 A -- and I think Randall Barnes. Joe Greive and  
 14 Randall Barnes, as well, were there.  
 15 Q Since Paul McElroy's name came up, Mike, have  
 16 you ever had a discussion with Paul McElroy about his  
 17 views on utilities being owned as private companies and  
 18 what he thinks about that?  
 19 A I was in a meeting or two with Paul, not that I  
 20 had directed any questions to him or not --  
 21 Q Right.  
 22 A -- but where my understanding was he thought  
 23 that JEA was in a pretty good position just the way it  
 24 was.  
 25 Q More broadly, do you recall Paul McElroy  
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1 expressing a belief that public utilities should be  
 2 owned by the public and not privately?  
 3 A Well, by definition, public utilities, not --  
 4 Q Utility -- I said the wrong word, utility.  
 5 A Utilities be pub- -- be publicly owned rather  
 6 than privately owned.  
 7 Q Owned privately.  
 8 A No, I can't say that I've ever heard anything  
 9 that would give me his opinion on that in a broad sense,  
 10 but I do feel that he felt that JEA was properly  
 11 situated and -- and running fine.  
 12 Q Okay. And how about you personally, Mike, do  
 13 you have opinions on whether utilities should be  
 14 publicly or privately owned?  
 15 A I have a very strong opinion as to whether JEA  
 16 should be privately or publicly owned.  
 17 Q Please tell us that opinion.  
 18 A Well, I'll give you what it is and what I did  
 19 because of it. You -- you may know that -- that I, for  
 20 a number of months, helped one of the responders to the  
 21 RFP and the only reason I helped them is because they  
 22 weren't looking to buy it. They were looking to provide  
 23 the City the \$8 billion and -- for the privilege of  
 24 managing it as a concessionaire, where the staff would  
 25 stay -- City employees stay in the pension plan, the  
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1 board would stay, the board would still set the rates,  
2 it would still be City-owned. So at the end of the  
3 concession contract, the City would still own it, but  
4 the City would still get the \$8 billion.

5 I felt that was the right way to go if we were  
6 going to do anything.

7 BY MR. BUSEY:

8 Q What's the name of the company?

9 A The company --

10 MR. BLODGETT: JEA PPP is.

11 A Yeah, they -- they formed a company with SUEZ  
12 Water, which has about 86,000 employees. And Emera,  
13 which owns Teco and a lot of other electric utilities.  
14 They came together with Bernhard Capital Partners to  
15 form a new company, which Kevin just named, to offer  
16 this concessionaire agreement, which, again, I felt was  
17 the right way to go if we were going to go anywhere.

18 Q What would the new company receive in  
19 consideration for \$8 billion?

20 A What would the company get back?

21 Q Yeah.

22 A The company -- I asked this. And -- and they  
23 felt that with a long-term contract, that with their  
24 efficiencies and the use of their money, because they  
25 were going to take over the debt, City would have no

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1 seriously. And we were sitting back with the best idea  
2 on the table and couldn't tell anybody.

3 Q What did you think about the cone of silence?

4 A Oh, I -- I thought it was unbelievable. As a  
5 matter of fact, I called Carla Miller. When I saw the  
6 required NDA, I called Carla. And I said, Carla, have  
7 you seen this N -- I said, It is unbelievable. Even if  
8 you lose, you still can't tell anybody what you were  
9 offering for a long period of time.

10 And I said, Carla, this has to get made public.  
11 People need to know this. And she said, Well, call the  
12 councilmen. I can't do anything. Oh, yeah, it was --  
13 it was the most unbelievable NDA that anyone -- in the  
14 public sector anyone could ever imagine.

15 Q Do you think the -- the terms that you  
16 described that was written for a buyer was designed to  
17 favor any particular utility buyer?

18 A The -- the -- the questions weren't. The  
19 timing -- and I can't say a particular, but the  
20 question -- the timing of it would have advantaged  
21 companies that knew more than others from the  
22 beginning.

23 Q And tell me what you mean when you say the  
24 timing of it.

25 A The -- the idea of -- of asking someone to buy  
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1 idea, this company would -- would issue the debt, but  
2 using their money and the efficiencies that they had and  
3 their expertise, that they would gain back not only the  
4 8 billion, but the interest on the 8 billion their  
5 investors would require.

6 Q Wow.

7 A And too good to be true.

8 Q Yeah.

9 A And I looked at it and went through it and  
10 said, I'll help you. So I helped them for a number of  
11 months, but we could never get the story out. JEA with  
12 their zone -- cone of silence and their requirements of  
13 the RFP, we could never tell the public of this  
14 possibility. It was bizarre.

15 Q Did you tell the JEA senior leadership team?

16 A No. No, you couldn't because -- because the  
17 group was nervous that they would be disqualified  
18 because they knew that the RFP was written to -- for a  
19 buy. The RFP was written for a buy. The questions were  
20 done in a way, the timing was done in a way that it was  
21 a purchase -- it was a purchase offer.

22 So they were trying to squeeze a round ball  
23 into a square hole. And they were paranoid that they  
24 would be kicked out, disqualified if they did anything  
25 wrong. So they took the cone of silence really

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1 a \$8 billion asset without having the ability to walk it  
2 and feel it and see it, because the timing wasn't there,  
3 is incredible.

4 Q And what was the timing that you're referring  
5 to?

6 A I can't give you the dates, but it was done so  
7 quickly that they wouldn't allow the bidders to -- to  
8 visit the assets.

9 Q Who's they -- who's they in that sentence?

10 A The JEA. Well, the whole process was  
11 absolutely unbelievable.

12 Q Okay. I'm really interested in your opinion  
13 about this. When you say it was unbelievable, what do  
14 you mean?

15 A To -- to ask a business to bid on buying a -- a  
16 complicated asset with thousands of pieces of properties  
17 that have all kinds of restrictions and -- and utilities  
18 under it, I mean, they don't -- JEA doesn't even know  
19 all the properties that it owns. They asked a company  
20 to buy an asset of \$8 billion in -- in a couple months  
21 period and not be able to walk the capital buildings,  
22 you know, the utilities -- the transmission and the  
23 generating plants is unheard of. Even in the PFM  
24 report, they said it would take 18 months to do -- you  
25 know, when the PFM was asked about whether to sell this,

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1 they -- they did a time -- a reasonable time line that  
2 it would take and it was, like, 18 months.

3 Q And the truncated time of which you're  
4 referring was the time after the 2019 invitation bid was  
5 issued until they were -- the bids were required?

6 A It was -- it was -- it was months that this had  
7 to be done in. And the months weren't -- even though it  
8 was -- even -- even that it was only a short period of  
9 time, the information that needed to be bled out in the  
10 data room took a while to get to.

11 And the reason -- and my -- my affiliation with  
12 this company was never a secret. In -- in order to get  
13 in the data room, which is where more private  
14 information -- which is real weird because it's a public  
15 institution, I don't know why they're private, you had  
16 to identify and sign things to be allowed into the data  
17 room. And so I was identified early on to JEA that I  
18 was helping this company. It wasn't a secret, where  
19 some others might have been more quiet about it.

20 Q Some others?

21 A Yeah.

22 Q Who -- who?

23 A I don't know. I don't know.

24 Q Come on.

25 A But, yeah, I -- I am -- having learned what

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1 happened the other times, that the possibility of  
2 selling JEA, I -- and having a required referendum, I  
3 never felt that was a reasonable possibility.

4 Q You never felt what was reasonable?

5 A To be able to sell it. Even if it was the  
6 right thing to do, I don't think publicly you could get  
7 there.

8 Q In that time frame or -- or generally  
9 speaking?

10 A In my lifetime.

11 Q Because of the required --

12 A Because of the prior -- because of the prior  
13 attempts and now negatively, they were accepted.

14 Q Okay. Just to put a time frame on it. The  
15 prior attempt was generated after Tom --

16 MR. RUSSELL: Petway.

17 Q -- Petway's comment in December of '17 and then  
18 there was the shellacking that you referred to earlier  
19 in 2018 and the ITN was issued --

20 MR. BUSEY: When, Kevin?

21 MR. BLODGETT: August 2nd, 2019.

22 Q -- August 2nd, 2019, and the JEA was trying to  
23 complete that process by -- by January of 2020, that's  
24 the shortened time period you're referring to?

25 A Yes. And I believe --

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1 BY MR. RUSSELL:

2 Q Well, let's make sure we're calling it the same  
3 thing. The ITN, when it first came out, Michael, had a  
4 time frame of March 30th, 2020, and was your -- the  
5 client you were consulting with, PPM, was complaining  
6 that was insufficient?

7 A It was short, but manageable if information was  
8 available quickly and you could walk it.

9 Q Okay.

10 A As that shrunk and you had to wait on  
11 information and you couldn't walk it, it became  
12 difficult. I'm aware -- I -- I wasn't in Atlanta. I  
13 wasn't a part of the Atlanta meetings --

14 Q Uh-huh.

15 A -- but I do know that the company that I was  
16 with asked during the Atlanta meeting with JEA to please  
17 give us more time, that your time frame is more  
18 difficult. And -- and, ironically, it would have been  
19 easier to apply as a concessionaire than a purchase  
20 because with a concessionaire, you're not getting all  
21 those questionable land pieces. You're not -- you won't  
22 have time to adjust to what you learned. But the idea  
23 of purchasing it without having adequate time to -- I  
24 just couldn't believe -- and they kept asking for best  
25 and final.

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1 And -- and the request came in, you want your  
2 best and final and we need -- and -- and this company  
3 that I was with was hiring experts to analyze the -- the  
4 condition of the assets. And they knew -- and they were  
5 asking these experts, Can you do it this quickly? Can  
6 you do it this quickly? And they kept getting pushed  
7 back. And then JEA said, You're not going to get  
8 access. You're not going to be able to walk it. You're  
9 not going to be able to see the capital --

10 BY MR. BUSEY:

11 Q JEA denied access?

12 A Yeah. Said -- yeah, yeah.

13 Q Why?

14 A Because it just had to be done so quickly that  
15 they weren't allowing the companies to literally walk  
16 the facilities.

17 Q And when you say the time shrunk, Lanny  
18 referred to a March time frame for final at best,  
19 what -- what is the shrinkage that you're referring  
20 to?

21 A I -- I believe -- I couldn't tell you for sure,  
22 but I think it was more at the end of January, by the  
23 end, than it was in March.

24 BY MR. RUSSELL:

25 Q And, Michael, do you know who made the decision

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1 to shrink that time period, truncate it to January 30th,  
 2 2020?  
 3 **A** No idea how internal decisions were being made.  
 4 My connection as an observer ended with the demise of  
 5 that effort and I no longer went to the building.  
 6 BY MR. BUSEY:  
 7 **Q** When you say that -- when you say that --  
 8 **A** When the demise of the effort that the Public  
 9 Finance Management team presented that report and  
 10 Crescimbin's committee was created, we were done and I  
 11 was done.  
 12 Until then, I would go to the JEA building and  
 13 I'd go to a meeting, but once that happened, I was  
 14 totally disconnected to JEA.  
 15 **Q** But you know what goes on in this town.  
 16 **A** Yeah, but I -- the -- the decisions being made  
 17 on this process were so bizarre, I have no idea who --  
 18 whether they were consultants making them or whether  
 19 they were being made inside JEA. I do not know.  
 20 **Q** Give us some idea of what you're referring to  
 21 when you said the decisions were --  
 22 **A** Well, decisions to speed it up and the decision  
 23 not to allow as much access as the responders were  
 24 asking for and the creation and the language of the  
 25 nondisclosure agreements, the decision-making in those,  
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1 I felt, were pretty bizarre and I don't know how or who  
 2 was making them.  
 3 **Q** Do you have any even suspicion as to why that  
 4 was being done?  
 5 **A** No, I can only tell you the results. The  
 6 results are that the responders were -- were having a  
 7 very difficult time being able to give a best and final  
 8 offer with a lack of information. And I think the whole  
 9 process caved before the final offers were due.  
 10 **Q** When you say caved --  
 11 **A** I think JEA pulled the plug on the process.  
 12 **Q** Well, that's right, that happened in December.  
 13 **A** Yeah.  
 14 BY MR. BLODGETT:  
 15 **Q** You mentioned that --  
 16 MR. BLODGETT: Yeah, go -- you can go ahead.  
 17 BY MR. RUSSELL:  
 18 **Q** I'm not sure I've got my time right. Let me  
 19 make sure I get this right. At the time you were  
 20 working as a consultant, Mike, the entity was PPM?  
 21 **A** Wait, wait.  
 22 MR. BLODGETT: He's asking the name of your  
 23 client.  
 24 **A** My client --  
 25 **Q** Yes.

1 **A** -- was --  
 2 MR. BLODGETT: JEA PPP was the active head.  
 3 **A** Yeah, that name was created as an entity, you  
 4 know, at the very end and I'm not familiar with it.  
 5 MR. RUSSELL: Okay. I wasn't either. Say the  
 6 name again, please, Kevin.  
 7 MR. BLODGETT: JEA PPP.  
 8 BY MR. RUSSELL:  
 9 **Q** Okay. And on that client's path, with whom you  
 10 were consulted, did that client, and you as a  
 11 consultant, ever receive any information from JEA about  
 12 the participation unit plan that was being put in place  
 13 by JEA?  
 14 **A** Is that that the bond -- is that the  
 15 marketing -- the financial arrangement with the  
 16 employees?  
 17 **Q** Yes.  
 18 **A** No.  
 19 **Q** These seemed to be employees --  
 20 **A** Everyone learned about it in the press.  
 21 **Q** So in connection with the ITN process up until  
 22 your client stopped its participation, you -- JEA told,  
 23 as far as you know, no bidders about that participation  
 24 in your plan?  
 25 **A** I can only say about ours.  
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1 **Q** Okay. Yes. Your client --  
 2 **A** Yeah.  
 3 **Q** -- not a word?  
 4 **A** And everyone learned about it in the press and  
 5 couldn't believe it.  
 6 **Q** Okay.  
 7 BY MR. BLODGETT:  
 8 **Q** You mentioned the cone of silence in the ITN  
 9 process. One of the things that has been reported is  
 10 that the cone of silence applied not only to the  
 11 participants in the ITN process, the bidders and JEA,  
 12 but then it also prohibited council members from talking  
 13 about the ITN process.  
 14 In your experience, have you ever heard of a  
 15 code of silence in a procurement process being applied  
 16 to council members?  
 17 **A** Absolutely not. It was so bizarre because the  
 18 JEA put out that they didn't want anyone -- they didn't  
 19 want anybody -- any responders talking to anyone that  
 20 would have possibly had a final decision being made, you  
 21 know. And that really goes to the people because it was  
 22 going to be referendum.  
 23 So you could literally take their explanation  
 24 of who you couldn't talk to -- to your next-door  
 25 neighbor because if they were going to vote on whether

1 to sell or not, they were a decision maker. No, I've  
 2 never seen anything -- I mean, and, again -- and the NDA  
 3 started that way and got worse as the process went  
 4 along. The NDA they put out to those that were still  
 5 left and had access to the data room and were still  
 6 competing was even more severe than the way they  
 7 started.

8 **Q** So was there an initial NDA and then an amended  
 9 NDA?

10 **A** Yes, as they -- as they allowed more access to  
 11 information, they would have a new NDA for those -- as  
 12 the group shrunk, new NDAs came out. And I just know of  
 13 two for sure, the original one and the one that we got  
 14 towards the end, which was the one that was so crazy  
 15 that I called Carla Miller on, when I -- when I read it.  
 16 So I know of at least two, if not more.

17 **Q** You also indicated that your client was not  
 18 given the opportunity to inspect JEA assets. Do you  
 19 know if any of the other ITN bidders were given the  
 20 opportunity to inspect JEA assets?

21 **A** The only thing I know is that when -- there  
 22 was -- the process called for questions where responders  
 23 could submit their questions to JEA and JEA would  
 24 respond and copy everybody with the question -- all the  
 25 potential responders. And I don't know who asked the  
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1 question, what responder, could have been us, could have  
 2 been any one of them, about walking with it, getting  
 3 access to the facilities and the answer was no.

4 Whether they let any in or not, I don't know,  
 5 but the answer -- the public answer to all responders in  
 6 the -- in the official mechanism was, no, you don't get  
 7 access. Give us your final and best, but you can't --  
 8 can't see the facilities.

9 **Q** I also want -- I want to just verify. Did you  
 10 participate in any of the negotiation sessions in  
 11 connection with the ITN?

12 **A** No.  
 13 BY MR. RUSSELL:

14 **Q** Let me follow up on that. Did you talk to your  
 15 clients --

16 **A** I don't know there was negotiation. I think  
 17 there was the Atlanta.

18 **Q** Those were the Atlanta sessions?

19 **A** And if there were -- if there were direct  
 20 negotiations, I'm not aware of and definitely didn't  
 21 participate in any of them.

22 **Q** I want to see if you heard from your client  
 23 about any of those further negotiations. They were the  
 24 Atlanta -- Atlanta in-person sessions, most of the  
 25 bidders were there, and did your client talk to you  
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1 about those sessions?

2 **A** The -- the -- I don't know there were sessions.  
 3 I know there was a session. I didn't know there were  
 4 multiples.

5 **Q** Multiple sessions with the bidders were broken  
 6 up.

7 **A** Well, yeah, they had their own.

8 **Q** Right. So you're talking --

9 **A** So -- so my client had one that I'm aware of.

10 **Q** Okay. And after that session, which would be  
 11 the end of November, December, I think it's December  
 12 3rd, 4th, I'm pretty sure it's the 4th, instead of  
 13 actually having a person-to-person meeting, one of the  
 14 negotiators, one of the appointed negotiators from the  
 15 mayor's office and a representative of one of the  
 16 investment banks called each of the bidders and reported  
 17 to those bidders on what the negotiation team perceived  
 18 as the competitiveness of the bid. Did your client ever  
 19 report to you on that call?

20 **A** I -- I can't relate it to a call or not. I --  
 21 I have three feedbacks.

22 **Q** Okay.

23 **A** One was earlier on where the feedback that I  
 24 was given was we -- when they first submitted it, it was  
 25 about 7.6 billion. The feedback I got from my client  
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1 was that their feedback was you got to get it up.

2 **Q** And that feedback was coming from who?

3 **A** Coming from some- -- someone within JEA or  
 4 their consultants. Someone from the JEA consultants  
 5 told my client that you have a very interesting bid, but  
 6 you've got to get your price up.

7 **Q** That -- the race is going on within the context  
 8 of the invitation to bid, negotiate?

9 **A** Yes, yes. It was related to the response  
 10 that -- yeah.

11 As far as the Atlanta meeting goes, I had two  
 12 feedbacks that I can recall. One is the one I mentioned  
 13 that they were asking for more time, that the schedule  
 14 was quite burdensome and that they did say to JEA, or  
 15 whoever was there, that some of the questions were  
 16 difficult for us because it's designed for buyers'  
 17 response. And -- and some of our answers don't, you  
 18 know -- because our -- our -- our response didn't  
 19 require any pension change. The whole idea of the  
 20 pension buyout and all that, not required because  
 21 everybody stays in the pension.

22 The -- the questions that relates to what are  
 23 you going to do about property taxes because -- and --  
 24 and the -- the contribution in lieu of, that didn't  
 25 relate to ours because we were still going to be public  
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1 and we still weren't going to be property taxed, but we  
2 still make a contribution.

3 So in trying to make our answers fit some  
4 questions or -- you know, so they mentioned some of the  
5 difficulty in that. I don't remember the feedback.

6 The other -- the only other feedback I got was  
7 relating to Herschel -- Herschel that the feedback that  
8 the group got was that the individuals listening to what  
9 our offer was were very interested. The concepts that I  
10 laid out were very interesting to those that were  
11 hearing it except Herschel. Herschel responded  
12 negatively where everybody else was positive --

13 Q And everybody else --

14 A -- in the Atlanta meeting.

15 Q Okay.

16 BY MR. BUSEY:

17 Q Responded negatively to what?

18 A To the -- to the presentation and ideas that I  
19 relayed to you about our response.

20 Q What did you think that was about?

21 A I -- and I don't know what exactly was said  
22 or -- I'm just telling you what they said to me.

23 Q They?

24 A My client said to me that they did alert JEA  
25 that some of our answers won't fit exactly right and

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1 A -- and their receiving of it. I -- I -- I

2 wouldn't think they would happily get more involved and  
3 connected. I mean, it -- it didn't go well. It didn't  
4 end --

5 Q And because what I'm talking about is a phone  
6 call that lasts about ten minutes.

7 A They might.

8 Q Okay.

9 A I mean, I -- I don't know. But you have to let  
10 them know that this is -- you know, you're not asking  
11 them to testify, you're not putting them in front of the  
12 court.

13 Q No.

14 A You're just trying to, you know, put some --

15 Q Understand.

16 A -- final touches on -- and that -- and that --

17 and you're not necessarily following up on Mike

18 Weinstein, you're just, you know, calling some people to  
19 find out about how you felt about your experience in  
20 Atlanta.

21 Q Okay.

22 A You know, I mean, that's a legitimate call.

23 Q Okay.

24 A Because you're not tying it to, you know, what  
25 did Herschel say?

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1 that we need a little more time. And they said to me  
2 that we were very well received by everyone except  
3 Herschel.

4 Q What --

5 A And I don't know what was said or how that came  
6 about. You -- you now heard everything I heard. And  
7 they never -- and they never got into detail about it.

8 Q I'm just trying to get into your mind as to  
9 why you think that was. Do you think the outcome was  
10 predetermined?

11 A I -- I can't -- I can't -- my opinion's  
12 worthless. I -- I don't know, but --

13 Q I hold your opinion in high regard.

14 A Yeah, but --

15 BY MR. RUSSELL:

16 Q You think, Michael, that a representative from  
17 your client, JEA PPP, the one who was there at the ITN,  
18 would be willing to talk to us about what you just  
19 described in terms of the animosity towards your  
20 client's type of proposal?

21 MR. BUSEY: I would use lack of receptivity.

22 Q All right.

23 A Yeah, animosity was too strong. Or -- or just  
24 the interpretat- -- just their understanding --

25 Q Acceptance.

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1 Q Okay. Won't do that.

2 But who would be the person for us to reach out  
3 to and try to get that information from?

4 A Fellow by the name of Jeff Yuknis. The initial  
5 company that came to me was Bernhard Capital Partners.

6 Q Is that who --

7 BY MR. BUSEY:

8 Q How do you spell Jeff's last name?

9 A Y-u-k-n-i-s, Yuknis. And he's -- he's -- he's  
10 one of the executives in Bernhard Capital Partners. And  
11 they were the entity that was putting together the team  
12 of the electric manager and the water manager. And they  
13 got two huge companies to be a part of the team. This  
14 wasn't a fly-by-the-night team. Together they had about  
15 100,000 employees doing these things.

16 BY MR. RUSSELL:

17 Q Okay.

18 A And this is the closest I've gotten to getting  
19 the story out --

20 Q Well, thank you.

21 A -- as far as how great that offer would have  
22 been.

23 Q And to your understanding, is your client still  
24 prohibited from putting that story out?

25 A I have no idea. I mean, I don't know if the

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1 cone -- if the NDA is still in effect or not.

2 BY MR. BLODGETT:

3 Q One -- one of my questions is: Did you ever  
4 have the opportunity to read the template asset sale and  
5 purchase agreements that were prepared by JEA's  
6 attorneys to perfect the bidders?

7 A No, but that was one of the hang-ups, that it  
8 was not designed for a concessionaire because what they  
9 told my client, now that you mentioned it, that we're  
10 going to give all the responders that as a draft. You  
11 have to write your own.

12 Q When were you given that option to write your  
13 own?

14 A I think they might have gotten that from  
15 Atlanta. That might have been the result of -- of  
16 Atlanta. I -- I don't know. I'm not -- I wouldn't have  
17 been involved in the creation of it. And I don't think  
18 they ever did create it. I never think that it got that  
19 far, but they did say that everybody else gets a draft  
20 to work off of. Ours is so different that we have to  
21 draft it from the beginning, which meant they have to  
22 hire more legal staff and what have you.

23 Q So not only was the deadline moved from March  
24 2020 to January 2020, but your client also had to draft,  
25 from scratch essentially, all the concessionaire  
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1 that meeting?

2 A I know that the -- the more substantial names,  
3 yes.

4 Q Okay.

5 A I think both of them and -- and there might  
6 have been more than three. I don't -- I don't know how  
7 many there were.

8 Q I only have three names so that's all I could  
9 ask about.

10 But do you recall if there were any prospective  
11 buyers, that you would consider prospective buyers at  
12 that meeting of JEA?

13 A I'm not -- I'm not sure.

14 Q At this meeting --

15 A Yeah.

16 Q -- at the airport, investment bankers --

17 A Which was for JEA to hire a banker.

18 Q Right. Were there any representatives of  
19 people you would --

20 A Oh, oh.

21 Q -- consider prospective buyers of that --

22 A Not that I know, no.

23 Q Okay.

24 A No, not that I'm aware of.

25 Q Okay. In the discussions that happened at that  
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1 agreements, site agreements, collateral agreements, get  
2 all that done in the same time period?

3 A Yes.

4 Q To your knowledge, did your clients ever raise  
5 those concerns, like, specifically with drafting those  
6 documents with JEA or their negotiators?

7 A I don't know one way or another. I think they  
8 were told about it and didn't really have a dialog about  
9 it, but I don't know for sure.

10 Q Did you ever ask your client if it would be  
11 able to draft those documents in the accelerated shorter  
12 time frame they were given?

13 A No. I don't know if they could have and I -- I  
14 never had that, no.

15 BY MR. RUSSELL:

16 Q Let's go back and finish up a few questions,  
17 Mike, about the meeting in January at the airport. My  
18 understanding is an investment banker, I think you  
19 pronounce it Moelis & Company, attended that meeting at  
20 the airport?

21 A As one of the competitors?

22 Q Yes.

23 A It may have been. I --

24 Q And do you recall whether JP Morgan -- do you  
25 recall also that JP Morgan and Morgan Stanley attended  
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1 meeting or that, as you recall, were JEA senior  
2 leadership group and the investment bankers talking  
3 about the retention of those investment bankers to  
4 provide services to JEA and the potential sale of JEA?

5 A Yeah. Basically, it was a competitive process  
6 where the -- the bankers would come in and explain why  
7 they are well-suited to help JEA -- I wouldn't say at  
8 that point to sell it -- to determine if it should be  
9 sold and what it should be sold for if it's determined  
10 to sell.

11 Q Okay. In the monitoring that the mayor asked  
12 you to do of what JEA was up to, are you aware of what  
13 point in time when, in fact, JEA did move into the we're  
14 no longer valuing the entity, we're now preparing to  
15 sell it?

16 A No, because my -- my focus was more on the --  
17 the Public Financial Management report, which laid  
18 out -- and -- and just so you know, that concessionaires  
19 was even mentioned in his report. He laid out a lot of  
20 vari- -- variable ways to go --

21 Q Uh-huh.

22 A -- one of which was the idea this company had.  
23 No, I -- I didn't think we were even close to that. We  
24 were still trying to determine what it could possibly be  
25 worth and then determine whether we should sell it. I'm  
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1 saying "we," as the City.

2 Q Right.

3 A Not -- not Lenny, not the mayor. JEA. My  
4 understanding is JEA was given the responsibility go out  
5 and see if this is something we should be doing and what  
6 is it worth. Not the City.

7 Q Right.

8 A City was never asked to do it. We never looked  
9 to do it.

10 Q And as JEA undertook that process beginning  
11 in 2019, the event that you probably are aware of was  
12 the JEA board meeting on July 23 of 2019, in which the  
13 board approved the springing of a number of options in  
14 connection with JEA, some were stay the course, one was  
15 doing public offering of JEA, which sounded pretty  
16 creative, and the other was to explore the  
17 privatization of JEA. Those were the options that the  
18 board voted to be explored at the July 23 JEA board  
19 meeting.

20 Do you recall that?

21 A Only as a retired person living in Clay County  
22 from the press.

23 Q Away from the press?

24 A That was my -- that was my connection. That  
25 was mostly reading headlines.

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1 8. Hand that to the court reporter.

2 (Exhibit 8 was marked for identification.)

3 BY MR. RUSSELL:

4 Q And just to go back and complete 6, moving back  
5 to the City's --

6 A Should I get it?

7 Q If you would, please, Mike. Thank you.

8 A Could you give me 6? Sorry, I didn't know it  
9 was coming back.

10 Q Plus the order of the documents actually came  
11 out, you have there in your pile, Mike, the next  
12 numbered document, which is Number 9, will be marked as  
13 Number 9, it's dated February 1, 2018. It's to you, as  
14 director of finance and the CFO of the City of  
15 Jacksonville, from a gentlemen you mentioned earlier,  
16 Joey Greive, as treasurer.

17 And if I understand what this is, this is the  
18 evaluation that was done in order to pick the successful  
19 bidders under the RFP from the City of Jacksonville that  
20 we've marked as Exhibit 6.

21 Who chose the bidders -- well, let's identify  
22 them first. I will. The chosen successful bidders for  
23 that RFP were JP Morgan, Goldman Sachs, Morgan Stanley  
24 and KPMG; is that correct?

25 A That's what's written on this letter and I  
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1 Q Got you. So let's go ahead and the document  
2 you have there, if you'd hand it to Terrie, she'd mark  
3 it as 8.

4 BY MR. BLODGETT:

5 Q Actually, I just want to ask one or two  
6 questions real quick, but at that meeting you indicated  
7 that, from your recollection, that there was a team of  
8 four to five JEA senior leadership team members there,  
9 included Melissa Dykes and maybe Paul McElroy. You  
10 indicated that you seem to recall JP Morgan and Morgan  
11 Stanley representatives being there and then maybe  
12 Moelis representatives being there.

13 Do you recall anyone else being at that  
14 meeting?

15 A If you would ask me how many, I would have  
16 thought there were more than three.

17 Q Okay.

18 A I couldn't give you any names.

19 Q Okay. Do you remember if Goldman Sachs had any  
20 representatives at that meeting?

21 A No, I don't, one way or another, but I wouldn't  
22 have been surprised.

23 MR. BLODGETT: All right. That was the only  
24 question I had. You can move on.

25 MR. RUSSELL: Thank you. Good. So it would be  
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1 believe that is correct. And you would -- you asked me  
2 who chose them?

3 (Exhibit 9 was marked for identification.)

4 Q Yes.

5 A That would have been the results of the public  
6 financial team. It would not have been us picking  
7 those. It would not have been the City of Jacksonville  
8 picking them. It would have been reported to us from  
9 Public Financial Management.

10 Q And do you have any insight, Mike, into what  
11 the criteria was that Public Financial Management used  
12 to select these successful bidders?

13 A Not specifically, but I would be shocked if it  
14 wasn't their experience and exactly what we're looking  
15 for as evaluating public assets, the value of public  
16 assets.

17 Q Yeah. And you would similarly be shocked if  
18 JEA had any input into this selection?

19 A Yeah, I have -- yeah, I -- I wouldn't expect it  
20 or know about it and wouldn't understand why.

21 Q Okay. Okay. I think I'm done with that one,  
22 too.

23 MR. RUSSELL: So we can give --

24 THE WITNESS: 6 and 9.

25 MR. RUSSELL: -- 6 and 9 back to Terrie.  
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1 BY MR. RUSSELL:  
 2 Q And move on to what's now --  
 3 BY MR. BLODGETT:  
 4 Q There was one -- just one question. So do you  
 5 know if any of those winning RFP bidders, the four we  
 6 mentioned, provided any services in connection with that  
 7 RFP?  
 8 A I don't know what -- what you mean.  
 9 Q So they were selected as winners of that RFP --  
 10 A Right.  
 11 Q -- to provide financial services. Did they  
 12 ever provide any financial services described in that  
 13 RFP?  
 14 A Not -- not that I'm -- not when I was there.  
 15 We never -- we never connected and offered anything to  
 16 them.  
 17 Q Why did they never provide the services that  
 18 were discussed in that RFP?  
 19 A Because we never moved forward. You know,  
 20 again, we were going to respond to the offers that came  
 21 in or what have you and we never moved forward. And  
 22 became somewhat controversial, the whole thing became  
 23 controversial so we didn't pursue it. Never hired them,  
 24 never asked them to do anything, but they're available  
 25 to us. But we never did, that I'm aware, while I was  
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1 there.  
 2 Q Understood.  
 3 Do you remember who was involved in the  
 4 decision to not move forward with any of the financial  
 5 services discussed in that RFP?  
 6 A It was never even brought up to move forward so  
 7 no one had to say don't. It was let someone --  
 8 Q Understood maybe.  
 9 A Yeah, it was not a good time.  
 10 Q And do you remember the time frame that  
 11 decision was made?  
 12 A To not?  
 13 Q To not move forward.  
 14 A It -- it wouldn't have been an effort that we  
 15 decided not to do. We just -- we just stood back from  
 16 the whole process.  
 17 Q Understood.  
 18 MR. RUSSELL: Why don't we take about a  
 19 ten-minute break, five-minute break now and get up.  
 20 THE WITNESS: What time is it?  
 21 MR. RUSSELL: 3:30.  
 22 THE WITNESS: How long do you think we'll be  
 23 here?  
 24 MR. RUSSELL: Another hour.  
 25 THE WITNESS: That'll work.  
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1 MR. RUSSELL: Is that okay?  
 2 THE WITNESS: Yeah.  
 3 (Recess taken.)  
 4 BY MR. RUSSELL:  
 5 Q Take what we had marked as Exhibit 9, which is  
 6 this letter that approved the --  
 7 A Yep.  
 8 Q -- the buyers. And it's -- perhaps it's some  
 9 sort of odd coincidence, but Number 10 in your package  
 10 there, looks like what you have right in front of you  
 11 and the date line of the approval of the successful  
 12 bidders for the City's RFP is February 1, 2018. And we  
 13 have a document we got produced to us from JEA that  
 14 shows that successful bidder, JP Morgan Securities, the  
 15 day after their approval for the City's RFP, signing a  
 16 confidentiality with JEA.  
 17 A For what? For what?  
 18 (Exhibit 10 was marked for identification.)  
 19 Q For -- sources -- in connection with the  
 20 transaction. The transaction's described broadly as the  
 21 disposition of JEA. The study in JEA.  
 22 A That they hired?  
 23 Q Yeah, they hired.  
 24 A They -- they hired them.  
 25 Q Were you aware that, I guess, JEA had hired the  
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1 same entity that the City had hired?  
 2 A No, no.  
 3 Q Can --  
 4 A But I'm not -- again, JP Morg- -- I mean, if  
 5 you're going to go into this process, they're going to  
 6 be -- those names are going to be around.  
 7 Q All right. And the other one, I didn't bring  
 8 it here, but they also hired Morgan Stanley, I don't  
 9 know if it was on the day after, but from your  
 10 perspective, Mike, that's just a coincidence?  
 11 A Yeah. I -- I don't -- I don't -- I don't know  
 12 what they did. And you -- you're suggesting they may  
 13 have piggybacked --  
 14 Q That's what I'm trying --  
 15 A -- or were they separate? They could have.  
 16 Q Okay.  
 17 A Although, again, we did -- yeah, they could  
 18 have -- I don't -- I don't know what they do -- what  
 19 they did.  
 20 Q Okay. Let me just understand. Piggyback was a  
 21 concept brand new to me today. What you're talking  
 22 about, JEA could have taken the response that these  
 23 entities made to the City's RFP and gone and chosen to  
 24 hire them?  
 25 A I -- I -- I say they could have. JEA has their  
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1 own procurement --  
 2 Q Right.  
 3 A -- rules. I would think they're very similar  
 4 to the City as a whole, but you -- but you'd have to  
 5 look at their procurement rules to see. I know -- I  
 6 know ours. I don't know theirs, but I would think  
 7 they're very, very similar or even more restrictive. I  
 8 do not -- I do not know.  
 9 Q Okay.  
 10 A And -- and -- and I wouldn't be surprised if  
 11 they didn't already have those companies on some sort of  
 12 retainer for things. They're a huge business.  
 13 Q Right.  
 14 A And they go to New York all the time. They  
 15 issue bonds all the time. So they could have -- very  
 16 easily have just started a company they already have an  
 17 affiliation with on something new.  
 18 Q Such as the bonding issue, got to be  
 19 something --  
 20 A Whatever on financial, whatever.  
 21 Q Right.  
 22 MR. RUSSELL: Do we know if that's true,  
 23 Kevin?  
 24 MR. BLODGETT: Well, I see no evidence about  
 25 that.

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1 BY MR. BLODGETT:  
 2 Q It wasn't at a board meeting. We don't -- we  
 3 just received this document, isolated form --  
 4 A I -- I -- yeah.  
 5 Q -- in a recent Morgan Stanley production in  
 6 response to a subpoena. And it's dated February, I  
 7 believe, 15th, 2018. And what it discusses is, like, a  
 8 step-by-step process of how to explore privatizing,  
 9 capitalizing selling JEA.  
 10 A So very much like this?  
 11 Q Well, that's just providing an evaluation of  
 12 JEA and some discussion.  
 13 A And a -- and a -- and a description of how  
 14 to --  
 15 Q Right. I mean --  
 16 A -- move to sell. This is strictly on how you  
 17 dispose of it.  
 18 Q Right. It's much more detailed than Exhibit  
 19 11. And it does have a separate evaluation of JEA in  
 20 that document. I think it said page 64 at the end.  
 21 A Well, this is dated the day after this.  
 22 Q Right. And so one of my questions is: Did you  
 23 know PFM was retained to do an evaluation of JEA when  
 24 Morgan Stanley did a separate evaluation that was issued  
 25 the day after?

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1 MR. RUSSELL: Okay. We'll see if that's the  
 2 case. That's a good ways to go.  
 3 BY MR. RUSSELL:  
 4 Q What you have next, Mike, is Exhibit 11. And  
 5 this was a group of JEA discussion materials.  
 6 A Is this the meeting where they had shown  
 7 different variations of options or a different meeting?  
 8 MR. BLODGETT: This is a different meeting.  
 9 THE WITNESS: Okay.  
 10 MR. BLODGETT: Same company. Morgan Stanley  
 11 was involved.  
 12 (Exhibit 11 was marked for identification.)  
 13 BY MR. RUSSELL:  
 14 Q Right. Do you -- have you seen this document  
 15 before?  
 16 A Uh-uh. Uh-uh.  
 17 Q Okay. It says if he haven't seen it, move on.  
 18 So if you haven't seen --  
 19 A I haven't seen it.  
 20 Q Okay. And you never -- don't have any  
 21 knowledge whether it would have been given to anybody  
 22 else in Mayor Curry's administration?  
 23 A No, I -- I do not know.  
 24 Q Okay.  
 25 A This was a meeting they had, the board had.

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1 A No.  
 2 Q Okay.  
 3 A Well, that again, goes back to -- they -- they  
 4 could have been on -- PFM was on a long-term contract  
 5 with JEA. They couldn't -- I wouldn't be surprised if  
 6 this group wasn't either, that as many times as JEA goes  
 7 to Wall Street, goes to New York to issue bonds and --  
 8 and protect their ratings, that I would think all these  
 9 companies, not necessarily KPMG, but the two Morgans  
 10 would have been hired by them numerous times. But, no,  
 11 I -- I am not familiar with this.  
 12 BY MR. RUSSELL:  
 13 Q Okay. So I guess in connection with what you  
 14 described earlier is your task for the mayor to pay  
 15 attention to what JEA was doing, JEA providing you with  
 16 this document didn't happen?  
 17 A No, not that I can -- not that I can recall.  
 18 Q Okay. And --  
 19 A And I'm shocked that it's the day after. I  
 20 don't understand the logic of that.  
 21 Q And given the fact that this work was done for  
 22 JEA, you would expect that JEA paid for this work?  
 23 A Yes.  
 24 Q Okay.  
 25 A And this as well.

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1 Q All right. Okay. I think we're done with all  
 2 those and ready to move on to 12 now. And I have a few  
 3 questions about Exhibit 12, which is actually just a  
 4 transcript of a news story. If you turn, Mike, to page  
 5 3 of the --  
 6 A What was -- this was written by Shelby  
 7 Danielsen from --  
 8 (Exhibit 12 was marked for identification.)  
 9 Q I think the actual -- she was the news caster  
 10 who gave this report and this is --  
 11 A Oh, it's a TV report.  
 12 Q TV report, right.  
 13 A Okay. Okay.  
 14 Q Let me see if we have covered what was there.  
 15 Oh, yeah. It says that she says, Mike, and you may  
 16 agree, it says, on November 11th --  
 17 A Where -- okay. You're read --  
 18 Q Page 2 -- no, page 3. It's page 3.  
 19 A On November -- on November 11, two lobbyists.  
 20 Q Yes. Who formally -- let me start over, now  
 21 that we got there.  
 22 On November 11th, two lobbyists, who formerly  
 23 worked for the mayor's office, visit JEA.  
 24 Do you know who those lobbyists were?  
 25 A Two lobbyists who used to work for the mayor.  
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1 When was this? This was in March of '18. So it was a  
 2 month after this.  
 3 Q Right.  
 4 MR. BLODGETT: Well, that entry is from  
 5 November of 2017. It's referring to meetings  
 6 happening in November of 2017.  
 7 A Oh, so would be November of '17, a couple  
 8 months before this, two lobbyists, who formerly worked  
 9 for the mayor's office. No. I'm not sure who used to  
 10 work for the mayor's office that would have been -- was  
 11 it this mayor?  
 12 Q In 2017, it would be this mayor.  
 13 A No. I mean, when it says worked --  
 14 Q Oh, I see. It could be a different mayor.  
 15 A That's what I'm asking.  
 16 Q Used to work for this mayor.  
 17 A I don't know who they are.  
 18 Q I understood it -- okay.  
 19 A I -- I have no idea who that is.  
 20 Q That's fine. Let me see what I need to ask  
 21 about that one.  
 22 A (Witness reading.)  
 23 Well, he recommended to look at it. Did he  
 24 recommend to sell it?  
 25 MR. BLODGETT: That might --  
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1 A Yeah.  
 2 Q He recommended -- what's the quote exactly? I  
 3 can probably tell it better.  
 4 A Is it -- is it here?  
 5 MR. BLODGETT: We have the meeting minutes from  
 6 that meeting --  
 7 THE WITNESS: No, that's okay. No, I'm not  
 8 supposed to ask questions. That's all right.  
 9 That's just -- that's pretty strong. I don't know  
 10 if he would have said sell it, other than  
 11 potentially sell it or something.  
 12 Q Investigate, I think.  
 13 A Yeah. I would think so.  
 14 Q He didn't say sell it.  
 15 A Yeah. I didn't think so.  
 16 Q Look into it, so an overstatement. I don't  
 17 think I had that one highlighted. I'm just trying to  
 18 figure out the rest of these. And I think we've now  
 19 answered that.  
 20 Okay. That Mace would visit JEA because he's  
 21 in the PFM silo of selling utilities. And by the time  
 22 of this article, that's underway. So -- oh, one other  
 23 thing they mentioned, I don't know if you know anything  
 24 about it, it was discussed with the mayor's staff, that  
 25 Sam declined to appear for the City Council, I guess it  
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1 was --  
 2 A It was Crescimbeni.  
 3 Q -- Crescimbeni's and testify.  
 4 Do you recall any testimony about why Sam chose  
 5 to do that? I mean, testified -- any discussions?  
 6 Excuse me.  
 7 A No.  
 8 Q Okay.  
 9 A No.  
 10 Q Okay. And we've talked about from the  
 11 e-mails about you and Mr. Mace, on the 24th of  
 12 January, visiting at the airport with the investment  
 13 firm Moelis.  
 14 A If you -- if you're saying they were there, I  
 15 mean, I don't recall.  
 16 Q Do you recall? I thought you said you recalled  
 17 that they were there.  
 18 A Well, the name -- yeah, I know that there were  
 19 a number of them there. The Morgans, you know, Morgan  
 20 Stanley, for sure. That's an unusual name. And I do  
 21 believe there was a company there with an unusual name  
 22 and I think it was them.  
 23 Q Okay. In the bottom two paragraphs there,  
 24 you're looking at it on the last page, Mike?  
 25 A Page 4?  
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1 Q Page 4, yes, sir.  
 2 MR. BLODGETT: And these are the January  
 3 entries towards the top.  
 4 MR. RUSSELL: Right.  
 5 A Okay. Okay. (Witness reading.)  
 6 Okay. Well, I'm not sure what that means.  
 7 That's not -- is that the meeting we're talking about?  
 8 Q Yes.  
 9 A Oh, okay. Because I don't remember meeting  
 10 these people any other time. This is still the meeting  
 11 we're talking about?  
 12 Q Yes.  
 13 A Okay.  
 14 Q I think we covered it. Actually, it's the next  
 15 two --  
 16 A (Witness reading.)  
 17 Q -- before February, it says two days.  
 18 Do you recall that meeting?  
 19 A Yeah. I think it was just a courtesy meeting  
 20 to meet.  
 21 Q And --  
 22 A I think it was just for the -- just as a  
 23 courtesy for the mayor to meet these people.  
 24 Q Okay. And Greg Black, who's referred to in  
 25 that bullet point, he's a governor affairs consultant  
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1 lobbyist, who did he represent as a lobbyist?  
 2 A I -- I do not know.  
 3 Q Okay.  
 4 A I do not know.  
 5 Q He just came to -- after meeting with Brian,  
 6 then he came to meet with you and that was a short  
 7 meeting. Oh, I see. I saw it has two. And they met  
 8 separately with Alan Howard. You weren't part of the  
 9 meeting with Alan Howard, who was chairman of the  
 10 board?  
 11 A I was in -- over the time period, I was in a  
 12 meeting or two with Paul and Alan.  
 13 Q All right.  
 14 A I don't remember ever meeting without Paul. I  
 15 met in JEA's board -- with JEA's board and I don't  
 16 remember meeting Alan ever in JEA. I only remember  
 17 meetings with Alan Howard in Sam's office.  
 18 Q Okay.  
 19 A And Paul would have been there.  
 20 Q What do you recall about those meetings in  
 21 Sam's office with you and Paul McElroy?  
 22 A Discussing the idea of the possibility of a  
 23 sale.  
 24 Q Okay. Okay. That's all the questions I want  
 25 to ask about that. That was 12.  
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1 Next one I can find is 13.  
 2 A Oh, wow.  
 3 (Exhibit 13 was marked for identification.)  
 4 Q Getting close.  
 5 A No, I was going to say there's a lot of little  
 6 ones in here to get to 20.  
 7 Q They're little. They're little. There it is.  
 8 13. And we've already identified a document  
 9 that's just the PFM reports we've already established  
 10 that --  
 11 A Yes. That was the public -- and reported  
 12 public --  
 13 MR. RUSSELL: Are there any more questions you  
 14 have for the PFM report?  
 15 MR. BLODGETT: When we were talking about the  
 16 exhibit before that, which is the article?  
 17 MR. RUSSELL: Yes.  
 18 MR. BLODGETT: Have you moved on from that?  
 19 MR. RUSSELL: Yes.  
 20 MR. BLODGETT: Okay. No, I have -- I have no  
 21 questions about the PFM report.  
 22 MR. RUSSELL: Okay. So we covered that  
 23 already, Mike.  
 24 BY MR. RUSSELL:  
 25 Q And the next one we have -- oh, this is an  
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1 e-mail, it's got Number 14 on it, Mike. And it shows  
 2 that -- oh, here it is at the very end. It's okay.  
 3 This a chain of e-mails, Mike, shows that there was a  
 4 public request made for JEA documents. And Melissa  
 5 Dykes sends that to you. And it involves a request for  
 6 the -- oh, RFP engagement letters for the evaluation of  
 7 JEA. And do you know why this e-mail got to you from  
 8 Melissa Dykes?  
 9 A It's about the evaluation -- the valuation,  
 10 which is the public financial report --  
 11 (Exhibit 14 was marked for identification.)  
 12 Q PFM report, yes.  
 13 A -- that only --  
 14 Q And there's an initial --  
 15 A No, only sending it to me possibly as a  
 16 heads-up because I was, again, going over there and  
 17 observing and -- and seeing what they were doing with  
 18 this preparation of this report. Other than that, I  
 19 don't know. We didn't engage them or hire them or pay  
 20 them or anything. I -- I don't know. We wouldn't have  
 21 had any connection with the -- the connection of PFM and  
 22 JEA for their report.  
 23 Q Okay. When you --  
 24 A Other than -- other than just information.  
 25 I do -- I do not know.  
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1 Q Okay. You don't recall discussing this  
 2 document request with Melissa Dykes?  
 3 A No. What -- what is the request?  
 4 MR. BLODGETT: So --  
 5 A Where is the request?  
 6 MR. BLODGETT: -- if you go to the very last  
 7 page, it says, Please provide us the following  
 8 public records and there's a request of --  
 9 A Requesting valuation, the RFP, which JEA must  
 10 have done. We didn't do -- you know, I mean, I don't  
 11 know how they got to the PFM to do that product. I  
 12 don't know how they hired them.  
 13 Q Right.  
 14 A JEA engagement letter.  
 15 (Witness reading.)  
 16 They sort of combined the two. You know what I  
 17 mean?  
 18 Q Yes, that's what I'm leading up to.  
 19 A You could -- you could say that at the very end  
 20 of that request they were looking for the thing that we  
 21 had PFM do for us --  
 22 Q Right.  
 23 A -- that would be our only connection.  
 24 Q And that was what I was trying to find out. In  
 25 connection with this getting to you from Melissa Dykes,  
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1 did you and Melissa Dykes discuss whether the RFP that  
 2 we've marked as Exhibit 6, done for the City of  
 3 Jacksonville, was responsive and had -- should be given  
 4 in connection with this public record?  
 5 A It -- she may have -- she may have read this  
 6 and thought that it wasn't hers. And it should be --  
 7 and it would be ours. That would be the only reason  
 8 that, I think, she could have sent it to me.  
 9 Q Okay. And then ultimately, it sounds like you  
 10 don't know what happened in connection with this  
 11 request --  
 12 A No.  
 13 Q -- of those documents?  
 14 A No.  
 15 Q What documents to request or recommend --  
 16 A Or who ended up responding to it.  
 17 Q Okay.  
 18 A But the -- but the request went to JEA.  
 19 Q Right.  
 20 A Didn't go to us.  
 21 Q But then it came to you --  
 22 A Well, she sent --  
 23 Q -- from JEA?  
 24 A -- me this train, but --  
 25 (Witness reading.)  
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1 So she must have thought it was ours.  
 2 Q Okay. And now since it was yours, do you  
 3 know -- it was yours, it was the City of Jacksonville --  
 4 A Yeah.  
 5 Q -- you don't have any idea --  
 6 A No.  
 7 Q -- what happened?  
 8 A No, if it was -- if, in fact, it was accurately  
 9 the one we were doing, it would have gone to Joey. I  
 10 would have seen this and given it to Joey because we  
 11 didn't have any -- we didn't have any -- we would only  
 12 be able to send them the PFM because we didn't do a  
 13 City -- we didn't have an RFP. There wasn't a City RFP  
 14 issued, City of Jacksonville RFP. We -- we did not do a  
 15 City of Jacksonville RFP for valuation of a public  
 16 utility, unless it's the one that we're talking about  
 17 and we didn't do that.  
 18 Q It would be the JEA. Okay. So the request, I  
 19 understand, the difficulty, it's mixed, it's asking  
 20 about percentage --  
 21 A Well, it's mixed. And if they're asking for --  
 22 for the PFM one, we would have responded, the City of  
 23 Jacksonville doesn't have an RFP for the valuation of  
 24 utilities in general, garages in general or JEA. PFM  
 25 did one that would have incorporated lots of options.  
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1 Q Got you.  
 2 A That's how I would see that.  
 3 Q All right. And what we've marked as Exhibit 15  
 4 is an exchange of e-mails. And the part I'm interested  
 5 in, Mike, is the first part of it, would be on the back  
 6 of the page, is from Kyle Billy, the City Council  
 7 auditor.  
 8 Are you familiar with this e-mail to you  
 9 from --  
 10 A I'd have to go back and read it specifically.  
 11 I know it pissed me off when I saw it.  
 12 (Exhibit 15 was marked for identification.)  
 13 Q Okay.  
 14 A Saw it the night in the press, as a matter of  
 15 fact.  
 16 Q Let's get pissed off again. Well, you might  
 17 want to read it because I want to ask you about why you  
 18 were pissed.  
 19 A Because he -- he implied things that it  
 20 wasn't -- that it wasn't true.  
 21 Q Take your time and read it.  
 22 A (Witness reading.)  
 23 It wasn't -- that's not why it was done.  
 24 That's not why it was done.  
 25 Q Okay. Let me ask a question and the court  
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1 reporter can write it down. What is the premise that  
 2 you're talking about in your response to Kyle Billy's  
 3 e-mail?  
 4 **A** The way Kyle Billy's e-mail reads is that the  
 5 RFP that was done for lots of different reasons was  
 6 solely for the sale of JEA is -- is the interpretation  
 7 that one would have in the reading of Kyle Billy's, in  
 8 the middle of the evening, e-mail. And I think he sent  
 9 it to the press as well.  
 10 **Q** Okay. So the premise and opinions you're  
 11 talking about, the same thing, it was Kyle Billy's  
 12 premise and opinion that the Number 6 RFP related  
 13 solely to the sale of JEA and you're telling me it's  
 14 wrong?  
 15 **A** Yes.  
 16 **Q** Okay. And you still agree with that opinion?  
 17 **A** Yes.  
 18 **Q** Okay.  
 19 **A** He wouldn't have been in any of the meetings on  
 20 all the other opportunities that we were looking at  
 21 potentially. He wouldn't have sat with the airport  
 22 solicitations or the port solicitations or the garage  
 23 solicitations. He wouldn't have been aware of them and  
 24 he wouldn't have sat in any of them.  
 25 **Q** Okay. The next one, 16, and we talked a  
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1 little bit about this earlier, the data room that JEA  
 2 set up --  
 3 **A** Uh-huh.  
 4 (Exhibit 16 was marked for identification.)  
 5 **Q** -- and the date of this memo, e-mail, talking  
 6 about the data room is February the 8th of 2018. Why,  
 7 if you know, Mike, was JEA setting up a data room in  
 8 February of 2018?  
 9 **A** I can only surmise that they were getting ready  
 10 for the possibility of private entities looking at the  
 11 inner workings, the inner financial workings of JEA.  
 12 **Q** Okay. And do you know why JEA would have been  
 13 giving access to this data room to -- let me look at the  
 14 name right here -- Macquarie Infrastructure and Real  
 15 Assets, Inc.? You may know them by their acronym as  
 16 MIRA.  
 17 **A** Macquarie is one of the names that I kept  
 18 hearing as a potential responder to the invitation. I  
 19 wasn't really familiar with them until relatively  
 20 recently. No, I -- I don't know.  
 21 **Q** Okay. But it was about the same time that  
 22 you -- that you recently told us, that you were given on  
 23 behalf of your client --  
 24 **A** No, no, no, no, no.  
 25 **Q** -- that assisted --  
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1 **A** No, no, no. No, no, no, no.  
 2 **Q** Okay. When?  
 3 **A** No, no, no. The data room that I'm talking  
 4 about is '19. This -- this is relating --  
 5 **Q** Okay. I'm sorry.  
 6 **A** -- to, again, a different --  
 7 **Q** You're right.  
 8 **A** Yeah. Yeah. No, there's no connection to the  
 9 invitation to bid that -- the most current invitation to  
 10 bid and this. This is more a connection to the Petway  
 11 request to look into the possible sale.  
 12 **Q** Okay.  
 13 **A** So I don't know anything about it and I don't  
 14 know Macquarie. And the data room had nothing to do  
 15 with me back then.  
 16 **Q** All right. And did you even know that JEA had  
 17 set up --  
 18 **A** No.  
 19 **Q** -- a data room?  
 20 **A** Well, the first time I heard the term, I wasn't  
 21 sure what the heck it was. No, no, nothing -- no idea  
 22 about why this was and what it was for. Could have also  
 23 been relating to bond issues or what have you. You know  
 24 what I mean? Again, JEA is very dependent upon Wall  
 25 Street and their ratings. So they could have data rooms  
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1 set up for Standard Poor and Fitch and Moody's to look  
 2 at more things than normally go public.  
 3 **Q** Okay. 17, you should have that in front of  
 4 you, is a resolution by which Mayor Curry appointed  
 5 Aaron Zahn to the JEA board. Do you recall discussing  
 6 with Mayor Curry his appointment of Aaron Zahn to the  
 7 JEA board?  
 8 **A** No, I wouldn't have known Aaron Zahn at all.  
 9 Didn't --  
 10 (Exhibit 17 was marked for identification.)  
 11 **Q** Do you happen -- go ahead.  
 12 **A** Didn't know -- didn't know him.  
 13 **Q** So you don't have any idea as to reasons  
 14 Mr. Zahn was selected to serve on the board?  
 15 **A** No, I only know he was a board member. So  
 16 there must have been some reason the mayor felt  
 17 comfortable with him to appoint him as a board member,  
 18 but I do not have any connection or understanding of --  
 19 of Aaron Zahn.  
 20 **Q** Do you know anything about Mr. Zahn's  
 21 background in terms of the kind of work he did?  
 22 **A** Only from the public. Stories that he was  
 23 associated with a company in South Florida, somewhere  
 24 else in Florida, that didn't end perfectly well. But I  
 25 don't know -- no, I don't know really anything about  
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1 him.

2 Q Okay. And Exhibit 18 that I referenced is

3 related to Mr. Zahn's appointment as interim CEO for the

4 JEA. Did you ever have a -- were you aware of that,

5 that Mr. Zahn was, in fact, appointed?

6 A I -- I'm aware he was and that he competed for

7 the job. I'm aware of it, yes.

8 (Exhibit 18 was marked for identification.)

9 Q All right. Did you ever have any discussion

10 with Mayor Curry or hear any discussion in the

11 administration about the appointment of Aaron Zahn as

12 interim CEO of the JEA?

13 A Not specifically about it. I know that that's

14 something that I think the mayor was positively inclined

15 to -- to support, but he and I would never have talked

16 about Aaron Zahn.

17 Q Okay. Are you aware of any conversations that

18 would have occurred between the mayor or other members

19 of his administration and JEA board members about the

20 selection of Aaron Zahn as interim CEO?

21 A No.

22 Q At the time Aaron Zahn was selected as interim

23 CEO, did you have any understanding or hearing

24 discussions of the mayor's staff about Mr. Zahn's

25 attitude towards privatization of JEA?

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1 Q Right.

2 A But I had no -- yeah.

3 Q You don't recall any conversations amongst the

4 mayor's staff?

5 A Not -- not that I would have been part of.

6 Q Or any effort by the mayor's administration

7 that was in support of JE- -- in support of Aaron Zahn's

8 selection as JEA CEO?

9 A No, it would have been normal for any of the

10 independent authorities or boards to know how the mayor

11 felt about the direction they were taking in hiring the

12 CEO. So I'm sure he was given a positive inclination.

13 How aggressive and how often, how pervasive, I wouldn't

14 have been a connector to.

15 Q And you say you're sure because that's just

16 common practice --

17 A It's just common practice that, you know, the

18 appointed officials and all -- appointed -- I guess

19 they're not officials, the appointed board members of

20 all the different entities would have a courtesy

21 normally to know how the mayor felt about major

22 decisions they were making, not that they always had to

23 follow them, but as a courtesy would have checked --

24 Q Okay.

25 A -- normally.

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1 A Not that I participated in. No.

2 Q Okay.

3 A That wouldn't have been something -- again, my

4 work was work-related, not -- it wouldn't have been a

5 normal thing that I would have been a part of.

6 Q I guess the task that you were given in terms

7 of looking after what JEA was doing --

8 A That ended -- that just --

9 Q -- that -- that's done.

10 A -- that just ended.

11 Q Okay. Sorry. When did that end?

12 A It ended with Cres- -- you know, the whole --

13 Q Okay.

14 A -- Crescimbinini committee and how it went south.

15 And, yeah, that was the end of my connection to JEA.

16 Q Okay. And the next document you have in front

17 of you is 19. And it's the board minutes from the

18 November 27th meeting.

19 A Is that --

20 (Exhibit 19 was marked for identification.)

21 Q And we've already talked about that. That was

22 Eric Zahn's selection as permanent CEO. And the answers

23 to that question, we just went over, you didn't know

24 anything about that selection or why it happened?

25 A Well, I knew it was happening just from --

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1 Q Exhibit 20 is a letter, came to us from Cindy

2 Laquidara at Akerman and she lists the consultants and

3 other advisors for JEA Public Power Partners. And as

4 you've told us earlier today and as you've made public

5 at the time, Michael, you were a consultant for JEA

6 Public Power Partners?

7 A That's correct.

8 (Exhibit 20 was marked for identification.)

9 Q And you've described for us today what you

10 did in your consultant role for JEA Public Power

11 Partners?

12 A Yes, for a couple months in '19. In 2019,

13 yes.

14 Q And you were paid for those services?

15 A Yes.

16 Q Did you have a written agreement with JEA

17 Public Power Partners --

18 A Yes.

19 Q -- for services you were providing?

20 A Yes.

21 Q And what was the basis of your compensation for

22 those services?

23 A What do you mean the basis?

24 Q Hourly or fixed fee?

25 A It was a monthly fee.

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1 Q Monthly fee. What was that fee?

2 A \$12,500.

3 Q In the two months, make sure we have this  
4 correct, and we've already gotten it, that you were  
5 provided services to JEA PPP, Power Partners, what  
6 months would those have been, months and year?

7 A It would have ended at the end of December '19,  
8 and it would have been more than two months.

9 Q Okay. How many?

10 A I would think it would probably be five months  
11 would be more like it.

12 Q Okay.

13 A And it had the ability to go up a little bit as  
14 the process continued, if the process continued.

15 Q Process continued?

16 A Meaning if -- if we got -- if we were part of a  
17 ten competitive group, we ended up as two left, you get  
18 a little more. If we were selected and we really were  
19 in negotiations, potentially on agreement, it could go  
20 up again, something like that.

21 BY MR. BLODGETT:

22 Q Just to help me, could you kind of walk me  
23 through some of the services you provided as a  
24 consultant for JEA PPP?

25 A Well, giving them an on-the-ground  
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1 understanding of utility, a history of the utility,  
2 helping to understand the finances of the utility,  
3 understand the debt of the utility, a little bit  
4 about the contracts and a little bit about the prior  
5 efforts and to help literally with the writing of the  
6 responses.

7 Q And I don't want to get you in trouble if  
8 there's, like, a nondisclosure agreement as part of your  
9 contract, so feel free to let me know if I'm  
10 overstepping in this question, but do you know if your  
11 client did any independent financial projections of  
12 JEA's, for example, electric system sales in the  
13 future?

14 A I think every company would have done that.

15 Q Do you recall what your company's projection  
16 showed in terms of what JEA's health would be in the  
17 future?

18 A Not specifically, but healthy enough to return  
19 the investment. So it was -- it was definitely a  
20 positive interpretation of what the future would be.

21 Q So as you're probably aware, JEA senior  
22 leadership team in May, June and July of 2019 were  
23 making representations to the JEA board and sales were  
24 going to decline for a number of reasons, including  
25 alternative energy sources, technology disruptions,

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1 et cetera, do you know if your client assessed those  
2 factors and their impacts on JEA's future performance?

3 A I know -- I know the industry is interested in  
4 growth and there are many areas of the country where  
5 growth isn't happening. So as a utility, even though  
6 conservation is advancing, they're looking at areas  
7 where population's growing and business -- businesses  
8 are growing too. Northeast Florida is definitely one of  
9 those places. So the utilities, in general, are  
10 interested in our geographic area and that's why you had  
11 a whole bunch of them wanting to spend a tremendous  
12 amount of money.

13 My -- the company that I was associated with  
14 for a period of time was no different than the others.  
15 It was a very positive impression of what the future  
16 would be. And this company, as well as others, felt  
17 they were in a better position to deal with the newly  
18 created energy systems and water systems than a public  
19 utility would have been. They felt the private could  
20 change quicker and adapt quicker. So they had a  
21 positive impression of what the future would be and  
22 weren't that concerned about some of the interpretations  
23 that were coming out of JEA or else they wouldn't have  
24 been offering what they offered. I mean --

25 BY MR. RUSSELL:

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1 Q During the period of time that you were serving  
2 as a consultant with JEA Public Power Partners in  
3 connection with the ITN process, were you aware that  
4 Sam Mousa was also serving as a consultant?

5 A I became aware in a conversation -- I saw --  
6 I talked to Sam maybe a total of two minutes over the  
7 last long period of time. In one of those calls, he  
8 called, and it was about a 60-second call, he called me  
9 with a question on pension. Brian Hughes had asked him  
10 a question and he was calling me, asking me the  
11 question.

12 And I said to him -- and I told him that I was  
13 associated with this company and that I had heard you  
14 had been long-time associated with another company,  
15 FP&L. He immediately responded that it hasn't been that  
16 long, it's only been since -- I think he said sometime  
17 in August is what I thought he said. And that was  
18 basically the end of it.

19 BY MR. BUSEY:

20 Q August of '19?

21 A It would have been '19.

22 Q Okay.

23 A And that was the end of it. And I didn't -- I  
24 didn't follow up on it. And we just -- and I answered  
25 his question and I got that.

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1 So I think in a roundabout way -- and I don't  
 2 even know if that's true. You know what I mean? I  
 3 don't know if it's short-term or even if he was, but  
 4 that was the -- that was the conversation.  
 5 BY MR. RUSSELL:  
 6 Q So the conversation never got around to  
 7 answering Sam's question about pension?  
 8 A Oh, yeah. No, I definitely answered the  
 9 question about pension. I don't even recall what the  
 10 question was. A financial question about pension, but  
 11 it wasn't related to JEA.  
 12 Q Okay. That was my question. It was not  
 13 JEA's --  
 14 A No, nothing to do with JEA. It was just an  
 15 understanding of the ordinance, the statute and pension  
 16 not connected --  
 17 Q Okay.  
 18 A -- that I recall at all. Because he didn't  
 19 bring up the connection JEA -- I brought the question  
 20 to him as to, you know --  
 21 Q What pension was the question about, the  
 22 City?  
 23 A It was a pension reform that -- that we  
 24 initiated --  
 25 Q Okay.

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1 A -- when Lenny came in.  
 2 Q During the time you were involved in the  
 3 services in connection with the INT -- ITN, were you  
 4 aware that Tim Baker was also providing services?  
 5 A Not specifically. Not -- I mean, rumors, you  
 6 know, articles, things like that, but never a specific  
 7 conversation. I wouldn't have talked to Tim, basically,  
 8 since I left.  
 9 Q Have you ever spoken with anybody in the Curry  
 10 administration about the ITN process?  
 11 A Not that -- no, I -- I -- I -- I was free at  
 12 the beginning to talk about -- I -- I -- I talked to  
 13 some people, I couldn't even tell you who, about the  
 14 concept of concessions. Never about a company, never  
 15 naming anything, never talking about numbers. And I  
 16 would always relay it to SMG, you know. There's a --  
 17 there's a concept, the concessionaire that could be  
 18 beneficial.  
 19 Q Okay.  
 20 A That was -- that was it. Never about a  
 21 particular response or anything like that.  
 22 Q In those conversations, make sure I understand,  
 23 you always questioned your belief that that kind of  
 24 structure could be beneficial to a City in connection  
 25 with its assets?

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1 A I would always refer to the Public Financial  
 2 Management report that talks about the concept of a  
 3 concessionaire as an option. That's all.  
 4 Q Did you ever have any reason to talk with  
 5 Aaron Zahn about the potential sale or privatization of  
 6 JEA?  
 7 A I've never had a private conversation with  
 8 Aaron Zahn.  
 9 BY MR. BLODGETT:  
 10 Q While Lanny's looking at his notes, I just have  
 11 one question.  
 12 Did you have any input on the drafting or  
 13 substance of the February 2018 PFM report?  
 14 A I participated in some conversations that was  
 15 technique -- not technical in a utility -- grammatical,  
 16 not on substance because I don't know anything  
 17 particularly about it, but on style, yes.  
 18 BY MR. RUSSELL:  
 19 Q We have a few more exhibits, we'll be done. I  
 20 think these are quick. We're going back now to Exhibit  
 21 Number 1. We started at 6.  
 22 A Going way back.  
 23 (Exhibit 1 was marked for identification.)  
 24 Q Do you have those over here perhaps?  
 25 A I have 2. I've got 1.

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1 Q Okay. And Exhibit 1 is some --  
 2 A 2012.  
 3 Q -- minutes. Yes. Were you aware of the  
 4 activities of the City Council Special Committee that  
 5 was being chaired by a Matt Schellenberg concerning  
 6 JEA?  
 7 A I think I was a prosecutor at the time.  
 8 Q Okay. So you had no involvement with --  
 9 A No.  
 10 Q Any involvement or knowledge you had was just  
 11 as --  
 12 A No.  
 13 Q -- as a public official?  
 14 A Yeah, it just impressed me. Yeah. No. I  
 15 was -- I was with Angela at the time. And a -- and a  
 16 house member.  
 17 Q Okay. Do you know who Sean Miller is?  
 18 A Who who is?  
 19 Q Sean Miller.  
 20 A Is he one of the lawyers in the General  
 21 Counsel's Office? Not particularly.  
 22 Q He's a representative of Florida Power &  
 23 Light.  
 24 A Oh, no, no, no, no.  
 25 Q Okay. And you've never attended a meeting with

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1 Sean in which JEA was discussed?  
 2 A No, I've never met anybody from FP&L. I never  
 3 had dinner with anybody, never met anybody, never talked  
 4 to anybody.  
 5 Q Do you have any understanding of why Council  
 6 Member Schellenberg would have had a representative of  
 7 Power -- Florida Power & Light come to talk to this  
 8 committee?  
 9 A No, but I -- I've always known that Matt  
 10 Schellenberg was always interested in the potential  
 11 pursuit of selling JEA. He made that quite known.  
 12 Q Okay. And, to your knowledge, Michael, did  
 13 Council Member Schellenberg have any relationship with  
 14 Florida Power & Light?  
 15 A No, no knowledge.  
 16 Q Okay. 1. Got that. Let me -- 3, I don't have  
 17 it.  
 18 A The Warren Jones one?  
 19 Q I've got it out of order, Mike.  
 20 A Well, here's Exhibit 3. It's one with Warren  
 21 on the picture --  
 22 Q Right.  
 23 A -- which is this one.  
 24 Q Okay. And this was -- just put -- put  
 25 something in context. In Exhibit 3, in this article, it  
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1 says that Mayor Curry, in 2015, asked the entire JEA  
 2 board to resign. Are you aware of that event?  
 3 A I'm aware of it from the press.  
 4 (Exhibit 3 was marked for identification.)  
 5 Q At that point in time, in 2015?  
 6 A In '15?  
 7 Q Yes. Weren't you then --  
 8 A In 2015?  
 9 Q Yes, sir.  
 10 A When he first came in office?  
 11 Q That's about right. He was in office because  
 12 he was, according to the article, our --  
 13 A Not very long, it was '15. When -- when in '15  
 14 was this?  
 15 Q Let's see.  
 16 A Well, doesn't matter, I guess.  
 17 Q He had to be in office to ask the JEA board to  
 18 resign.  
 19 A Yeah, because he takes over in July.  
 20 Q Right.  
 21 A So if it's -- if it's in '15, he's only been in  
 22 a couple months.  
 23 Q Right. And the question I have from that was  
 24 do you have an understanding of why --  
 25 A No.  
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1 Q -- that Mayor Curry discussed the --  
 2 A No --  
 3 Q -- sale of the JEA?  
 4 A -- I don't even recall. You had asked me if he  
 5 had ever asked him prior to this last time happening or  
 6 something.  
 7 Q Right.  
 8 A I wouldn't have even known or remember, no.  
 9 Q Right.  
 10 A No. No, I'm not familiar with it, especially  
 11 if he just came into office.  
 12 Q Okay. We've already covered the issues on 4  
 13 and 5, just so we're clear because we talked about it  
 14 before, Michael, is the statement that you asked about  
 15 that Mr. Petway made when leaving the board. And the  
 16 issue was whether he suggested -- said that JEA should  
 17 be sold or suggested something different. And will you  
 18 tell me what the -- the -- Mr. Petway's request to the  
 19 board was when he left at the meeting?  
 20 A Where is it in this?  
 21 Q It's under 8.  
 22 (Exhibits 4 and 5 were marked for  
 23 identification.)  
 24 A Under 8?  
 25 Q Yes, sir.  
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1 MR. BLODGETT: Page 5, number 8.  
 2 A Okay. (Witness reading.)  
 3 Okay. Now, what's your question?  
 4 Q And that's consistent with what you recall  
 5 Mr. Petway said, the issue was: Did he say it should be  
 6 sold or did he say something different than that? And  
 7 your statement previously was, I don't think that's  
 8 exactly what he said. And this entry in the board  
 9 minutes is more consistent with what you recall  
 10 Mr. Petway said?  
 11 A It -- my understanding was that he felt it was  
 12 appropriate to consider whether -- what -- what the  
 13 future should be with JEA. And it -- really it's not  
 14 a -- it's not outlandish to consider with the changing  
 15 that's happening to the utility, but, yeah, I thought it  
 16 was more open than that reporter said, that he said  
 17 to sell -- to sell it.  
 18 Q Okay. And -- and just for reference, Exhibit 4  
 19 was a list of the City council members from 2015 to  
 20 2019. And are you aware of Mayor Curry or any of his  
 21 staff discussing with City Council members what their  
 22 positions were in regards to the privatization of the  
 23 JEA?  
 24 A Not specifically. Again, I think Matt's  
 25 interest was pretty open. I think Gulliford also would  
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1 have been considered someone that was seriously  
 2 interested in the idea of possibly selling JEA. Other  
 3 than that, I don't know of any other potential obvious  
 4 opinions and I'm not aware of any specific  
 5 conversation.  
 6 Q Okay. Did you ever hear any conversation in  
 7 the nature of counting up the City Council votes and  
 8 determining if there were enough votes on City Council  
 9 that would allow JEA to consult with the mayor's staff?  
 10 A No. And -- and I wouldn't normally have been  
 11 in it.  
 12 Q Okay.  
 13 A That was more of a fourth floor internal  
 14 discussion. I think it would have been premature to  
 15 have that discussion, but I don't know anything about  
 16 it.  
 17 BY MR. BLODGETT:  
 18 Q Do you remember if Mayor Curry or anyone in his  
 19 administration discussed potential privatization with  
 20 Tom Petway before that November 2018 meeting?  
 21 A Not that I -- I have -- no, not that I'm aware  
 22 of. And I never have been in a conversation or a  
 23 meeting where Petway and the mayor or the mayor's inner  
 24 circle discussed the idea. No.  
 25 MR. BLODGETT: I think that's it for me.  
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1 MR. RUSSELL: Thanks, Mike, for coming and  
 2 talking to us and for all you've done for the City  
 3 and the State.  
 4 THE WITNESS: It's been a -- it's been a great  
 5 ride.  
 6 MR. RUSSELL: Thank you for providing  
 7 us with --  
 8 MR. BUSEY: It's not over with yet.  
 9 (Witness excused.)  
 10 (The interview was concluded at 4:20 p.m.)  
 11  
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1 CERTIFICATE OF OATH  
 2 STATE OF FLORIDA)  
 3 COUNTY OF DUVAL )  
 4  
 5 I, Terrie L. Cook, RPR, CRR, FPR, Notary  
 6 Public, State of Florida, certify that MICHAEL WEINSTEIN  
 7 personally appeared before me on June 26, 2020, and was  
 8 duly sworn.  
 9  
 10 WITNESS my hand and official seal on  
 11 July 10, 2020.  
 12  
 13  
 14  
 15  
 16  
 17  
 18  
 19 \_\_\_\_\_  
 20 Terrie L. Cook, RPR, CRR, FPR  
 21 Notary Public, State of Florida  
 22  
 23  
 24  
 25  
 Hedquist & Associates Reporters, Inc.



1 REPORTER'S CERTIFICATE  
 2  
 3 STATE OF FLORIDA  
 4 COUNTY OF DUVAL  
 5  
 6 I, Terrie L. Cook, RPR, CRR, FPR, certify that I  
 7 was authorized to and did stenographically report the  
 8 interview of MICHAEL WEINSTEIN; and that the foregoing  
 9 transcript, pages 1 through 123, is a true record of my  
 10 stenographic notes.  
 11  
 12 I further certify that I am not a relative,  
 13 employee, attorney, or counsel of any of the parties,  
 14 nor am I a relative or employee of any of the parties'  
 15 attorney or counsel connected with the action, nor am I  
 16 financially interested in the action.  
 17  
 18 DATED on July 10, 2020, Jacksonville, Duval  
 19 County, Florida.  
 20  
 21  
 22  
 23 \_\_\_\_\_  
 24 Terrie L. Cook, RPR, CRR, FPR  
 25  
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<b>\$</b>	<b>1:51</b> [1] - 1:11	120:22, 121:18	105:6, 105:8, 105:19, 106:11, 106:16, 106:20, 106:22, 108:7, 116:5, 116:8	40:4, 40:5
<b>\$12,500</b> [1] - 110:2	<b>2</b>	<b>46</b> [1] - 4:3 <b>49</b> [1] - 4:4 <b>4:20</b> [2] - 1:11, 123:10 <b>4th</b> [2] - 68:12	<b>ability</b> [6] - 32:15, 42:5, 42:25, 43:1, 57:1, 110:13 <b>able</b> [8] - 52:9, 57:21, 59:5, 61:8, 61:9, 63:7, 75:11, 100:12 <b>absolutely</b> [4] - 27:13, 52:11, 57:11, 65:17 <b>accelerated</b> [1] - 75:11 <b>accept</b> [1] - 37:14 <b>acceptance</b> [1] - 71:25 <b>accepted</b> [1] - 59:13 <b>accepting</b> [1] - 37:6 <b>access</b> [8] - 61:8, 61:11, 62:23, 66:5, 66:10, 67:3, 67:7, 103:13 <b>according</b> [1] - 119:12 <b>accurate</b> [1] - 29:4 <b>accurately</b> [1] - 100:8 <b>acknowledged</b> [1] - 5:3 <b>acquire</b> [1] - 25:25 <b>acronym</b> [1] - 103:15 <b>action</b> [2] - 125:15, 125:16 <b>active</b> [2] - 30:21, 64:2 <b>actively</b> [1] - 30:6 <b>activities</b> [1] - 117:4 <b>actual</b> [1] - 90:9 <b>adapt</b> [1] - 112:20 <b>added</b> [2] - 37:23, 38:5 <b>addition</b> [1] - 38:3 <b>additional</b> [1] - 38:22 <b>adequate</b> [1] - 60:23 <b>adjacent</b> [1] - 47:10 <b>adjust</b> [1] - 60:22 <b>administration</b> [12] - 6:12, 16:23, 27:17, 27:20, 27:23, 28:11, 87:22, 106:11, 106:19, 108:6, 115:10, 122:19 <b>administrations</b> [2] - 28:13, 28:14 <b>administrative</b> [2] - 14:1, 14:3 <b>advancing</b> [1] - 112:6 <b>advantage</b> [1] - 21:10 <b>advantaged</b> [1] - 56:20 <b>advertise</b> [1] - 40:7 <b>advertised</b> [3] - 40:2,	<b>40:4, 40:5</b> <b>advisor</b> [2] - 12:6, 31:8 <b>advisors</b> [1] - 109:3 <b>Advisory</b> [2] - 11:4, 11:14 <b>affairs</b> [1] - 94:25 <b>affiliation</b> [2] - 58:11, 86:17 <b>aggressive</b> [1] - 108:13 <b>ago</b> [4] - 17:21, 26:16, 30:1, 32:20 <b>agree</b> [2] - 90:16, 102:16 <b>agreement</b> [5] - 30:10, 54:16, 109:16, 110:19, 111:8 <b>agreements</b> [5] - 62:25, 74:5, 75:1 <b>ahead</b> [4] - 16:20, 63:16, 79:1, 105:11 <b>air</b> [1] - 41:20 <b>air-conditioners</b> [1] - 41:20 <b>Airport</b> [1] - 50:6 <b>airport</b> [19] - 11:16, 13:19, 29:25, 30:3, 30:7, 30:19, 30:20, 31:19, 31:21, 32:8, 45:25, 47:15, 51:16, 75:17, 75:20, 76:16, 93:12, 102:21 <b>airport's</b> [2] - 13:14, 30:22 <b>airports</b> [3] - 13:16, 32:16, 45:23 <b>Akerman</b> [1] - 109:2 <b>Alan</b> [5] - 95:8, 95:9, 95:12, 95:16, 95:17 <b>alert</b> [1] - 70:24 <b>Alliance</b> [3] - 5:11, 10:5, 10:6 <b>allocated</b> [1] - 33:20 <b>allow</b> [4] - 42:3, 57:7, 62:23, 122:9 <b>Allowance</b> [1] - 10:10 <b>allowed</b> [3] - 13:15, 58:16, 66:10 <b>allowing</b> [1] - 61:15 <b>alternative</b> [2] - 31:11, 111:25 <b>amended</b> [1] - 66:8 <b>amount</b> [3] - 16:1, 24:2, 112:12 <b>analysis</b> [1] - 31:9 <b>analyze</b> [1] - 61:3 <b>AND</b> [1] - 3:7 <b>Angela</b> [3] - 8:13, 8:15, 117:15
<b>'</b>	<b>2</b> [5] - 4:19, 11:23, 31:6, 90:18, 116:25 <b>20</b> [4] - 4:17, 96:6, 109:1, 109:8 <b>2005</b> [1] - 8:6 <b>2012</b> [1] - 117:2 <b>2015</b> [7] - 9:17, 9:20, 10:21, 119:1, 119:5, 119:8, 121:19 <b>2017</b> [13] - 14:6, 21:20, 30:5, 30:6, 30:23, 32:8, 39:24, 40:15, 41:23, 42:3, 91:5, 91:6, 91:12 <b>2018</b> [17] - 10:21, 11:5, 22:25, 23:3, 23:14, 23:15, 23:18, 29:14, 46:21, 59:19, 80:13, 84:12, 88:7, 103:6, 103:8, 116:13, 122:20 <b>2019</b> [8] - 58:4, 59:21, 59:22, 78:11, 78:12, 109:12, 111:22, 121:20 <b>2020</b> [9] - 1:10, 59:23, 60:4, 62:2, 74:24, 124:7, 124:11, 125:18 <b>23</b> [2] - 78:12, 78:18 <b>24th</b> [2] - 51:20, 93:11 <b>26</b> [2] - 1:10, 124:7 <b>27th</b> [2] - 29:14, 107:18 <b>2nd</b> [2] - 59:21, 59:22	<b>5</b>	<b>5</b> [7] - 3:7, 4:21, 11:23, 46:11, 120:13, 120:22, 121:1	
<b>'15</b> [5] - 10:1, 119:6, 119:13, 119:21 <b>'17</b> [5] - 11:8, 11:10, 15:14, 59:17, 91:7 <b>'18</b> [6] - 10:1, 10:2, 10:22, 11:10, 91:1 <b>'19</b> [5] - 104:4, 109:12, 110:7, 113:20, 113:21 <b>'75</b> [1] - 5:17 <b>'77</b> [1] - 5:25 <b>'90</b> [1] - 6:23 <b>'91</b> [1] - 6:24	<b>2019</b> [8] - 58:4, 59:21, 59:22, 78:11, 78:12, 109:12, 111:22, 121:20 <b>2020</b> [9] - 1:10, 59:23, 60:4, 62:2, 74:24, 124:7, 124:11, 125:18 <b>23</b> [2] - 78:12, 78:18 <b>24th</b> [2] - 51:20, 93:11 <b>26</b> [2] - 1:10, 124:7 <b>27th</b> [2] - 29:14, 107:18 <b>2nd</b> [2] - 59:21, 59:22	<b>6</b>	<b>6</b> [15] - 4:3, 11:20, 11:22, 11:24, 36:2, 46:10, 46:17, 80:4, 80:8, 80:20, 81:24, 81:25, 99:2, 102:12, 116:21 <b>60-second</b> [1] - 113:8 <b>64</b> [1] - 88:20 <b>67</b> [1] - 8:10	
<b>1</b>	<b>3</b>	<b>7</b>	<b>7</b> [5] - 4:4, 46:7, 46:19, 49:20, 49:22 <b>7.6</b> [1] - 68:25	
<b>1</b> [11] - 4:18, 11:23, 46:11, 80:13, 84:12, 116:21, 116:23, 116:25, 117:1, 118:16, 125:9 <b>10</b> [6] - 4:7, 47:2, 84:9, 84:18, 124:11, 125:18 <b>100,000</b> [1] - 73:15 <b>101</b> [1] - 4:12 <b>103</b> [1] - 4:13 <b>105</b> [1] - 4:14 <b>106</b> [1] - 4:15 <b>107</b> [1] - 4:16 <b>109</b> [1] - 4:17 <b>11</b> [5] - 4:8, 87:4, 87:12, 88:19, 90:19 <b>116</b> [1] - 4:18 <b>119</b> [1] - 4:20 <b>11th</b> [2] - 90:16, 90:22 <b>12</b> [6] - 4:9, 6:18, 90:2, 90:3, 90:8, 95:25 <b>120</b> [1] - 4:21 <b>123</b> [1] - 125:9 <b>13</b> [4] - 4:10, 96:1, 96:3, 96:8 <b>14</b> [3] - 4:11, 97:1, 97:11 <b>15</b> [3] - 4:12, 101:3, 101:12 <b>15th</b> [2] - 46:20, 88:7 <b>16</b> [3] - 4:13, 102:25, 103:4 <b>17</b> [3] - 4:14, 105:3, 105:10 <b>18</b> [5] - 4:15, 57:24, 58:2, 106:2, 106:8 <b>19</b> [3] - 4:16, 107:17, 107:20	<b>3</b> [9] - 4:20, 11:23, 90:5, 90:18, 118:16, 118:20, 118:25, 119:4 <b>30</b> [3] - 13:15, 26:17, 26:20 <b>30th</b> [2] - 60:4, 62:1 <b>32202</b> [3] - 1:13, 1:19, 2:6 <b>3300</b> [2] - 1:13, 2:5 <b>345</b> [1] - 1:19 <b>3500</b> [1] - 13:2 <b>3:30</b> [1] - 83:21 <b>3rd</b> [1] - 68:12	<b>8</b>	<b>8</b> [16] - 4:5, 49:23, 50:2, 53:23, 54:4, 54:19, 55:4, 57:1, 57:20, 79:3, 80:1, 80:2, 120:21, 120:24, 121:1 <b>80</b> [1] - 4:5 <b>81</b> [1] - 4:6 <b>84</b> [1] - 4:7 <b>86,000</b> [1] - 54:12 <b>87</b> [1] - 4:8 <b>8th</b> [1] - 103:6	
	<b>4</b>	<b>9</b>	<b>9</b> [7] - 4:6, 80:12, 80:13, 81:3, 81:24, 81:25, 84:5 <b>90</b> [1] - 4:9 <b>904)354-4111</b> [1] - 1:20 <b>904)791-9103</b> [1] - 1:20 <b>96</b> [1] - 4:10 <b>97</b> [1] - 4:11 <b>99</b> [1] - 25:11	
	<b>4</b>	<b>A</b>		
	<b>4</b> [7] - 4:21, 11:23, 93:25, 94:1, 120:12,	<b>Aaron</b> [11] - 105:5,		

<p><b>animosity</b> [2] - 71:19, 71:23</p> <p><b>answer</b> [4] - 40:20, 67:3, 67:5</p> <p><b>answered</b> [3] - 92:19, 113:24, 114:8</p> <p><b>answering</b> [1] - 114:7</p> <p><b>answers</b> [4] - 69:17, 70:3, 70:25, 107:22</p> <p><b>appear</b> [1] - 92:25</p> <p><b>APPEARANCES</b> [1] - 2:1</p> <p><b>appeared</b> [1] - 124:7</p> <p><b>application</b> [1] - 7:23</p> <p><b>applied</b> [2] - 65:10, 65:15</p> <p><b>applies</b> [1] - 20:18</p> <p><b>apply</b> [2] - 20:21, 60:19</p> <p><b>appoint</b> [1] - 105:17</p> <p><b>appointed</b> [6] - 68:14, 105:4, 106:5, 108:18, 108:19</p> <p><b>appointment</b> [3] - 105:6, 106:3, 106:11</p> <p><b>approached</b> [1] - 19:18</p> <p><b>appropriate</b> [2] - 41:11, 121:12</p> <p><b>approval</b> [2] - 84:11, 84:15</p> <p><b>approved</b> [3] - 37:13, 78:13, 84:6</p> <p><b>area</b> [3] - 42:8, 43:1, 112:10</p> <p><b>areas</b> [2] - 112:4, 112:6</p> <p><b>arena</b> [1] - 30:14</p> <p><b>arrangement</b> [5] - 37:4, 37:5, 37:19, 39:2, 64:15</p> <p><b>article</b> [4] - 92:22, 96:16, 118:25, 119:12</p> <p><b>articles</b> [1] - 115:6</p> <p><b>assessed</b> [1] - 112:1</p> <p><b>asset</b> [5] - 14:22, 57:1, 57:16, 57:20, 74:4</p> <p><b>assets</b> [11] - 31:14, 32:25, 33:3, 33:15, 57:8, 61:4, 66:18, 66:20, 81:15, 81:16, 115:25</p> <p><b>Assets</b> [1] - 103:15</p> <p><b>assistance</b> [1] - 16:17</p> <p><b>assistant</b> [1] - 5:15</p> <p><b>assisted</b> [1] - 103:25</p> <p><b>associated</b> [5] - 28:14, 105:23, 112:13, 113:13,</p>	<p>113:14</p> <p><b>Associates</b> [1] - 1:18</p> <p><b>assume</b> [2] - 42:13, 47:20</p> <p><b>Atlanta</b> [12] - 60:12, 60:13, 60:16, 67:17, 67:18, 67:24, 69:11, 70:14, 72:20, 74:15, 74:16</p> <p><b>attempt</b> [1] - 59:15</p> <p><b>attempts</b> [1] - 59:13</p> <p><b>attended</b> [4] - 51:15, 75:19, 75:25, 117:25</p> <p><b>attending</b> [1] - 50:15</p> <p><b>attention</b> [1] - 89:15</p> <p><b>attitude</b> [1] - 106:25</p> <p><b>attorney</b> [3] - 5:15, 125:13, 125:15</p> <p><b>Attorney's</b> [3] - 6:4, 6:14, 8:12</p> <p><b>attorneys</b> [1] - 74:6</p> <p><b>auditor</b> [1] - 101:7</p> <p><b>auditors</b> [2] - 28:15, 28:16</p> <p><b>August</b> [4] - 59:21, 59:22, 113:17, 113:20</p> <p><b>Austin</b> [12] - 5:15, 5:25, 6:3, 6:23, 7:2, 7:8, 7:10, 14:18, 26:11, 26:22, 27:9, 28:19</p> <p><b>Austin's</b> [1] - 26:7</p> <p><b>authorities</b> [2] - 44:19, 108:10</p> <p><b>Authority</b> [4] - 11:17, 12:8, 45:23, 47:16</p> <p><b>authority</b> [1] - 40:24</p> <p><b>authorized</b> [1] - 125:7</p> <p><b>available</b> [3] - 34:8, 60:8, 82:24</p> <p><b>award</b> [1] - 31:10</p> <p><b>awarded</b> [2] - 7:25, 47:24</p> <p><b>aware</b> [30] - 13:5, 19:21, 29:18, 37:16, 38:5, 39:19, 42:1, 60:12, 67:20, 68:9, 76:24, 77:12, 78:11, 82:25, 84:25, 102:23, 106:4, 106:6, 106:7, 106:17, 111:21, 113:3, 113:5, 115:4, 117:3, 119:2, 119:3, 121:20, 122:4, 122:21</p>	<p style="text-align: center;"><b>B</b></p> <p><b>background</b> [1] - 105:21</p> <p><b>Baker</b> [2] - 17:4, 115:4</p> <p><b>ball</b> [1] - 55:22</p> <p><b>banker</b> [2] - 75:18, 76:17</p> <p><b>bankers</b> [4] - 76:16, 77:2, 77:3, 77:6</p> <p><b>banks</b> [1] - 68:16</p> <p><b>Bar</b> [2] - 6:7, 6:25</p> <p><b>Barnes</b> [3] - 13:7, 52:13, 52:14</p> <p><b>baseball</b> [1] - 30:14</p> <p><b>bases</b> [1] - 38:19</p> <p><b>basis</b> [2] - 109:21, 109:23</p> <p><b>bat</b> [1] - 34:7</p> <p><b>became</b> [13] - 6:23, 7:2, 7:13, 7:18, 8:2, 8:7, 19:20, 23:13, 28:11, 60:11, 82:22, 113:5</p> <p><b>becomes</b> [2] - 9:1, 21:11</p> <p><b>bed</b> [1] - 22:17</p> <p><b>Bedell</b> [1] - 5:20</p> <p><b>beginning</b> [6] - 16:9, 17:22, 56:22, 74:21, 78:10, 115:12</p> <p><b>behalf</b> [2] - 2:2, 103:23</p> <p><b>belief</b> [2] - 53:1, 115:23</p> <p><b>beneficial</b> [2] - 115:18, 115:24</p> <p><b>Bernhard</b> [3] - 54:14, 73:5, 73:10</p> <p><b>best</b> [7] - 51:17, 56:1, 60:24, 61:2, 61:18, 63:7, 67:7</p> <p><b>better</b> [3] - 28:1, 92:3, 112:17</p> <p><b>Better</b> [1] - 28:5</p> <p><b>between</b> [8] - 24:19, 29:19, 35:22, 35:23, 37:19, 42:5, 42:10, 106:18</p> <p><b>beyond</b> [1] - 40:21</p> <p><b>bid</b> [27] - 19:6, 19:20, 19:23, 20:1, 20:3, 20:10, 20:11, 21:5, 21:6, 21:11, 21:13, 24:2, 24:3, 25:12, 25:15, 29:8, 35:2, 35:14, 35:21, 57:15, 58:4, 68:18, 69:5, 69:8, 104:9, 104:10</p> <p><b>bidder</b> [1] - 84:14</p>	<p><b>bidders</b> [20] - 34:9, 34:10, 34:17, 35:7, 36:11, 57:7, 64:23, 65:11, 66:19, 67:25, 68:5, 68:16, 68:17, 74:6, 80:19, 80:21, 80:22, 81:12, 82:5, 84:12</p> <p><b>bids</b> [5] - 35:7, 37:7, 37:14, 40:4, 58:5</p> <p><b>big</b> [1] - 13:17</p> <p><b>billion</b> [8] - 53:23, 54:4, 54:19, 55:4, 57:1, 57:20, 68:25</p> <p><b>billions</b> [1] - 41:7</p> <p><b>Billy</b> [1] - 101:6</p> <p><b>Billy's</b> [4] - 102:2, 102:4, 102:7, 102:11</p> <p><b>bit</b> [9] - 26:10, 27:16, 41:2, 41:9, 47:18, 103:1, 110:13, 111:3, 111:4</p> <p><b>bizarre</b> [4] - 55:14, 62:17, 63:1, 65:17</p> <p><b>Black</b> [1] - 94:24</p> <p><b>bled</b> [1] - 58:9</p> <p><b>blessed</b> [1] - 10:14</p> <p><b>Blodgett</b> [1] - 2:4</p> <p><b>BLODGETT</b> [51] - 3:8, 11:1, 11:22, 28:23, 33:19, 36:24, 37:1, 37:2, 39:7, 39:16, 42:21, 44:5, 44:12, 45:6, 46:2, 46:13, 46:18, 49:14, 49:19, 49:23, 51:2, 54:10, 59:21, 63:14, 63:16, 63:22, 64:2, 64:7, 65:7, 74:2, 79:4, 79:23, 82:3, 86:24, 87:8, 87:10, 88:1, 91:4, 91:25, 92:5, 94:2, 96:15, 96:18, 96:20, 98:4, 98:6, 110:21, 116:9, 121:1, 122:17, 122:25</p> <p><b>board</b> [33] - 21:18, 21:22, 22:23, 23:16, 29:13, 29:20, 50:22, 51:25, 54:1, 78:12, 78:13, 78:18, 87:25, 88:2, 95:10, 95:15, 105:5, 105:7, 105:14, 105:15, 105:17, 106:19, 107:17, 108:19, 111:23, 119:2, 119:17, 120:15, 120:19, 121:8</p>	<p><b>boards</b> [1] - 108:10</p> <p><b>bond</b> [3] - 28:2, 64:14, 104:23</p> <p><b>bonding</b> [1] - 86:18</p> <p><b>bonds</b> [2] - 86:15, 89:7</p> <p><b>bottom</b> [2] - 47:3, 93:23</p> <p><b>Bowl</b> [6] - 7:23, 7:25, 8:2, 8:3, 8:5, 27:25</p> <p><b>branches</b> [1] - 10:17</p> <p><b>brand</b> [1] - 85:21</p> <p><b>break</b> [2] - 83:19</p> <p><b>Brian</b> [4] - 17:3, 17:4, 95:5, 113:9</p> <p><b>bridge</b> [1] - 20:2</p> <p><b>bridges</b> [1] - 11:17</p> <p><b>briefly</b> [1] - 6:1</p> <p><b>bring</b> [4] - 13:17, 15:20, 85:7, 114:19</p> <p><b>broad</b> [1] - 53:9</p> <p><b>broadly</b> [2] - 52:25, 84:20</p> <p><b>broken</b> [1] - 68:5</p> <p><b>brought</b> [4] - 24:7, 52:11, 83:6, 114:19</p> <p><b>budget</b> [2] - 13:3, 33:23</p> <p><b>budgeted</b> [1] - 33:21</p> <p><b>building</b> [4] - 20:20, 25:1, 62:5, 62:12</p> <p><b>Building</b> [1] - 5:20</p> <p><b>buildings</b> [1] - 57:21</p> <p><b>bullet</b> [1] - 94:25</p> <p><b>bunch</b> [2] - 10:12, 112:11</p> <p><b>burdensome</b> [1] - 69:14</p> <p><b>BUSEY</b> [23] - 3:7, 5:7, 9:23, 10:24, 11:2, 16:20, 17:8, 18:15, 19:16, 21:12, 23:7, 24:5, 26:1, 26:18, 54:7, 59:20, 61:10, 62:6, 70:16, 71:21, 73:7, 113:19, 123:8</p> <p><b>Busey</b> [3] - 1:12, 2:3, 2:4</p> <p><b>business</b> [4] - 25:23, 57:15, 86:12, 112:7</p> <p><b>businesses</b> [1] - 112:7</p> <p><b>busy</b> [1] - 16:7</p> <p><b>buy</b> [10] - 13:20, 20:2, 20:17, 30:20, 53:22, 55:19, 56:25, 57:20</p> <p><b>buyer</b> [2] - 56:16, 56:17</p> <p><b>buyers</b> [4] - 76:11, 76:21, 84:8</p>
---	--	---	---	--

<p><b>buyers'</b> [1] - 69:16  <b>buying</b> [4] - 41:19, 41:20, 57:15  <b>buyout</b> [1] - 69:20  <b>BY</b> [65] - 3:7, 5:7, 9:16, 9:23, 11:2, 16:21, 17:8, 17:15, 18:15, 18:24, 19:16, 20:15, 21:12, 24:1, 24:5, 25:14, 26:1, 26:6, 26:19, 28:23, 32:22, 33:19, 35:10, 37:2, 38:16, 39:16, 42:16, 42:21, 43:21, 46:2, 46:18, 50:1, 54:7, 60:1, 61:10, 61:24, 62:6, 63:14, 63:17, 64:8, 65:7, 67:13, 70:16, 71:15, 73:7, 73:16, 74:2, 75:15, 79:4, 80:3, 82:1, 82:3, 84:4, 87:3, 87:13, 88:1, 89:12, 96:24, 110:21, 112:25, 113:19, 114:5, 116:9, 116:18, 122:17</p>	<p><b>chain</b> [1] - 97:3  <b>chaired</b> [2] - 23:12, 117:5  <b>chairman</b> [1] - 95:9  <b>change</b> [2] - 69:19, 112:20  <b>changing</b> [2] - 41:6, 121:14  <b>characterization</b> [2] - 15:1, 15:5  <b>checked</b> [1] - 108:23  <b>Chicago</b> [1] - 7:20  <b>chief</b> [4] - 7:3, 13:25, 14:1, 14:3  <b>Children</b> [1] - 8:8  <b>Chinese</b> [1] - 44:17  <b>chose</b> [4] - 36:1, 80:21, 81:2, 93:4  <b>chosen</b> [2] - 80:22, 85:23  <b>Christmas</b> [1] - 7:7  <b>Cindy</b> [1] - 109:1  <b>circle</b> [1] - 122:24  <b>cities</b> [1] - 35:22  <b>city</b> [2] - 10:20, 16:11  <b>CITY</b> [1] - 1:2  <b>City</b> [74] - 7:9, 7:11, 7:12, 11:5, 12:6, 12:7, 13:25, 14:12, 17:1, 19:19, 20:1, 20:4, 20:5, 20:17, 20:21, 23:12, 23:17, 30:6, 30:13, 30:21, 31:2, 31:14, 32:25, 33:3, 33:15, 33:20, 34:15, 34:18, 34:21, 35:23, 37:5, 37:14, 37:18, 37:20, 40:17, 40:23, 41:3, 41:25, 43:18, 45:12, 47:7, 47:16, 48:24, 53:23, 53:25, 54:2, 54:3, 54:4, 54:25, 78:1, 78:6, 78:8, 80:14, 80:19, 81:7, 85:1, 86:4, 92:25, 99:2, 100:3, 100:13, 100:14, 100:15, 100:22, 101:6, 114:22, 115:24, 117:4, 121:19, 121:21, 122:7, 122:8, 123:2  <b>City's</b> [9] - 14:7, 20:25, 39:5, 39:25, 47:5, 80:5, 84:12, 84:15, 85:23  <b>City-owned</b> [1] - 54:2  <b>Clay</b> [3] - 6:5, 9:3, 78:21</p>	<p><b>clear</b> [1] - 120:13  <b>client</b> [22] - 60:5, 63:23, 63:24, 64:10, 64:22, 65:1, 66:17, 67:22, 67:25, 68:9, 68:18, 68:25, 69:5, 70:24, 71:17, 73:23, 74:9, 74:24, 75:10, 103:23, 111:11, 112:1  <b>client's</b> [2] - 64:9, 71:20  <b>clients</b> [2] - 67:15, 75:4  <b>close</b> [3] - 17:5, 77:23, 96:4  <b>closest</b> [1] - 73:18  <b>code</b> [1] - 65:15  <b>codes</b> [1] - 20:21  <b>cohorts</b> [1] - 14:12  <b>coincidence</b> [2] - 84:9, 85:10  <b>collateral</b> [1] - 75:1  <b>combined</b> [3] - 47:6, 47:8, 98:16  <b>comfortable</b> [3] - 35:3, 35:18, 105:17  <b>coming</b> [15] - 11:15, 13:19, 13:20, 17:24, 29:23, 29:24, 43:2, 43:8, 45:7, 48:11, 69:2, 69:3, 80:9, 112:23, 123:1  <b>comment</b> [2] - 22:4, 59:17  <b>commission</b> [2] - 7:15, 7:19  <b>COMMITTEE</b> [1] - 1:3  <b>committee</b> [5] - 23:12, 23:13, 62:10, 107:14, 118:8  <b>Committee</b> [2] - 2:2, 117:4  <b>common</b> [6] - 37:5, 41:16, 41:18, 41:22, 108:16, 108:17  <b>communication</b> [1] - 42:10  <b>communications</b> [1] - 30:22  <b>community</b> [1] - 5:13  <b>commuted</b> [1] - 6:20  <b>companies</b> [14] - 11:15, 12:18, 13:12, 13:19, 13:20, 17:20, 34:1, 36:15, 52:17, 56:21, 61:15, 73:13, 86:11, 89:9  <b>Company</b> [2] - 11:25, 75:19</p>	<p><b>company</b> [35] - 12:4, 18:3, 18:10, 18:22, 21:9, 30:11, 35:1, 41:12, 42:11, 43:17, 54:8, 54:9, 54:11, 54:15, 54:18, 54:20, 54:22, 55:1, 57:19, 58:12, 58:18, 60:15, 61:2, 73:5, 77:22, 86:16, 87:10, 93:21, 105:23, 111:14, 112:13, 112:16, 113:13, 113:14, 115:14  <b>company's</b> [1] - 111:15  <b>compensation</b> [1] - 109:21  <b>compete</b> [3] - 19:7, 20:10, 20:13  <b>competed</b> [1] - 106:6  <b>competing</b> [1] - 66:6  <b>competition</b> [1] - 36:16  <b>competitive</b> [7] - 20:24, 34:2, 35:2, 35:14, 35:20, 77:5, 110:17  <b>competitively</b> [1] - 21:5  <b>competitiveness</b> [1] - 68:18  <b>competitors</b> [2] - 21:11, 75:21  <b>complaining</b> [1] - 60:5  <b>complete</b> [2] - 59:23, 80:4  <b>complicated</b> [1] - 57:16  <b>concept</b> [7] - 27:1, 27:9, 50:25, 85:21, 115:14, 115:17, 116:2  <b>concepts</b> [1] - 70:9  <b>concerned</b> [1] - 112:22  <b>concerning</b> [1] - 117:5  <b>concerns</b> [1] - 75:5  <b>concession</b> [5] - 30:3, 30:15, 30:17, 30:19, 54:3  <b>concessionaire</b> [14] - 13:17, 30:10, 31:15, 31:18, 33:12, 34:14, 53:24, 54:16, 60:19, 60:20, 74:8, 74:25, 115:17, 116:3  <b>concessionaires</b> [2] - 30:22, 77:18  <b>concessions</b> [3] -</p>	<p>11:16, 33:13, 115:14  <b>concluded</b> [1] - 123:10  <b>conclusion</b> [1] - 23:15  <b>condition</b> [1] - 61:4  <b>conditioners</b> [1] - 41:20  <b>cone</b> [6] - 55:12, 55:25, 56:3, 65:8, 65:10, 74:1  <b>conference</b> [1] - 51:16  <b>confidentiality</b> [1] - 84:16  <b>confirm</b> [1] - 52:9  <b>confirming</b> [1] - 50:5  <b>cong</b> [1] - 32:15  <b>Congress</b> [1] - 13:15  <b>congressional</b> [1] - 32:15  <b>connected</b> [6] - 24:11, 24:15, 72:3, 82:15, 114:16, 125:15  <b>connection</b> [29] - 17:18, 22:5, 24:19, 29:19, 37:18, 38:8, 43:17, 62:4, 64:21, 67:11, 78:14, 78:24, 82:6, 84:19, 89:13, 97:21, 98:23, 98:25, 99:4, 99:10, 104:8, 104:10, 105:18, 107:15, 113:3, 114:19, 115:3, 115:24  <b>connector</b> [1] - 108:14  <b>cons</b> [2] - 23:3, 23:11  <b>consensus</b> [3] - 42:4, 42:17, 42:18  <b>consequences</b> [2] - 19:24, 19:25  <b>conservation</b> [1] - 112:6  <b>consider</b> [6] - 27:6, 31:24, 76:11, 76:21, 121:12, 121:14  <b>consideration</b> [4] - 27:18, 33:4, 33:5, 54:19  <b>considered</b> [4] - 14:15, 26:21, 47:9, 122:1  <b>considers</b> [1] - 47:7  <b>consistent</b> [2] - 121:4, 121:9  <b>consolidated</b> [1] - 5:13  <b>consolidation</b> [3] - 14:14, 26:18, 26:20  <b>consult</b> [1] - 122:9  <b>consultant</b> [12] - 22:8,</p>
<b>C</b>				
<p><b>capital</b> [2] - 57:21, 61:9  <b>Capital</b> [3] - 54:14, 73:5, 73:10  <b>capitalizing</b> [1] - 88:9  <b>care</b> [1] - 8:19  <b>career</b> [4] - 5:15, 6:1, 10:15, 16:11  <b>careful</b> [1] - 24:17  <b>Carla</b> [6] - 5:19, 56:5, 56:6, 56:10, 66:15  <b>cars</b> [2] - 37:10, 41:19  <b>case</b> [1] - 87:2  <b>caster</b> [1] - 90:9  <b>caved</b> [2] - 63:9, 63:10  <b>center</b> [1] - 20:2  <b>CEO</b> [9] - 5:10, 10:11, 106:3, 106:12, 106:20, 106:23, 107:22, 108:8, 108:12  <b>CERTIFICATE</b> [2] - 124:1, 125:1  <b>certify</b> [3] - 124:6, 125:6, 125:12  <b>cetera</b> [1] - 112:1  <b>CFO</b> [14] - 7:8, 7:11, 7:14, 7:16, 9:5, 9:21, 10:6, 12:25, 13:1, 14:4, 51:21, 80:14</p>				

<p>35:8, 37:6, 41:24, 63:20, 64:11, 94:25, 109:5, 109:10, 110:24, 113:2, 113:4</p> <p><b>consultants</b> [6] - 17:12, 40:24, 62:18, 69:4, 109:2</p> <p><b>consulted</b> [1] - 64:10</p> <p><b>consulting</b> [1] - 60:5</p> <p><b>contemplate</b> [1] - 25:16</p> <p><b>context</b> [2] - 69:7, 118:25</p> <p><b>continued</b> [3] - 110:14, 110:15</p> <p><b>contract</b> [17] - 24:18, 34:25, 35:1, 35:4, 35:5, 35:14, 35:19, 35:20, 37:17, 37:21, 39:5, 39:8, 41:11, 54:3, 54:23, 89:4, 111:9</p> <p><b>contracts</b> [2] - 36:6, 111:4</p> <p><b>contractual</b> [1] - 37:19</p> <p><b>contribution</b> [2] - 69:24, 70:2</p> <p><b>controversial</b> [2] - 82:22, 82:23</p> <p><b>convention</b> [2] - 20:2, 30:14</p> <p><b>conversation</b> [19] - 15:11, 16:1, 16:16, 17:25, 19:5, 22:14, 24:16, 27:13, 28:7, 28:21, 42:13, 113:5, 114:4, 114:6, 115:7, 116:7, 122:5, 122:6, 122:22</p> <p><b>conversations</b> [8] - 16:24, 17:16, 18:25, 39:18, 106:17, 108:3, 115:22, 116:14</p> <p><b>Cook</b> [5] - 1:15, 124:5, 124:19, 125:6, 125:22</p> <p><b>copy</b> [2] - 41:20, 66:24</p> <p><b>correct</b> [6] - 5:16, 51:2, 80:24, 81:1, 109:7, 110:4</p> <p><b>correctly</b> [1] - 12:14</p> <p><b>cost</b> [1] - 35:19</p> <p><b>COUNCIL</b> [1] - 1:2</p> <p><b>Council</b> [9] - 23:12, 92:25, 101:6, 117:4, 118:5, 118:13, 121:21, 122:7, 122:8</p> <p><b>council</b> [5] - 21:4, 28:15, 65:12, 65:16,</p>	<p>121:19</p> <p><b>councilman's</b> [1] - 28:17</p> <p><b>councilmen</b> [1] - 56:12</p> <p><b>councilwoman's</b> [1] - 28:17</p> <p><b>counsel</b> [2] - 125:13, 125:15</p> <p><b>COUNSEL</b> [1] - 2:1</p> <p><b>Counsel's</b> [1] - 117:21</p> <p><b>counties</b> [2] - 6:5, 8:11</p> <p><b>counting</b> [1] - 122:7</p> <p><b>country</b> [4] - 13:16, 15:7, 47:22, 112:4</p> <p><b>County</b> [3] - 9:3, 78:21, 125:19</p> <p><b>COUNTY</b> [2] - 124:3, 125:4</p> <p><b>couple</b> [6] - 13:1, 49:24, 57:20, 91:7, 109:12, 119:22</p> <p><b>course</b> [1] - 78:14</p> <p><b>court</b> [3] - 72:12, 80:1, 101:25</p> <p><b>courtesy</b> [4] - 94:19, 94:23, 108:20, 108:23</p> <p><b>coverage</b> [1] - 47:11</p> <p><b>covered</b> [5] - 6:5, 90:14, 94:14, 96:22, 120:12</p> <p><b>crazy</b> [1] - 66:14</p> <p><b>create</b> [1] - 74:18</p> <p><b>created</b> [5] - 7:14, 7:17, 62:10, 64:3, 112:18</p> <p><b>creation</b> [2] - 62:24, 74:17</p> <p><b>creative</b> [1] - 78:16</p> <p><b>Cres</b> [2] - 23:5, 107:12</p> <p><b>Crescimbeni</b> [3] - 23:6, 23:13, 93:2</p> <p><b>Crescimbeni's</b> [2] - 40:19, 93:3</p> <p><b>Crescimbinini</b> [1] - 107:14</p> <p><b>Crescimbinini's</b> [1] - 62:10</p> <p><b>criminal</b> [1] - 6:12</p> <p><b>criminology</b> [2] - 5:18, 6:13</p> <p><b>criteria</b> [1] - 81:11</p> <p><b>CRR</b> [5] - 1:15, 124:5, 124:19, 125:6, 125:22</p> <p><b>current</b> [1] - 104:9</p> <p><b>Curry</b> [12] - 9:1, 10:21, 16:22, 28:20, 105:4,</p>	<p>105:6, 106:10, 115:9, 119:1, 120:1, 121:20, 122:18</p> <p><b>Curry's</b> [3] - 28:10, 28:21, 87:22</p>	<p>28:20</p> <p><b>Delaney's</b> [1] - 28:8</p> <p><b>delegate</b> [1] - 40:24</p> <p><b>delivery</b> [1] - 31:11</p> <p><b>demise</b> [2] - 62:4, 62:8</p> <p><b>denied</b> [1] - 61:11</p> <p><b>department</b> [1] - 48:14</p> <p><b>dependent</b> [1] - 104:24</p> <p><b>described</b> [7] - 50:18, 56:16, 71:19, 82:12, 84:20, 89:14, 109:9</p> <p><b>description</b> [2] - 12:2, 88:13</p> <p><b>designed</b> [3] - 56:16, 69:16, 74:8</p> <p><b>detail</b> [1] - 71:7</p> <p><b>detailed</b> [2] - 19:9, 88:18</p> <p><b>determine</b> [3] - 77:8, 77:24, 77:25</p> <p><b>determined</b> [1] - 77:9</p> <p><b>determining</b> [1] - 122:8</p> <p><b>development</b> [2] - 7:15, 7:19</p> <p><b>DIA</b> [2] - 32:2</p> <p><b>dialog</b> [1] - 75:8</p> <p><b>different</b> [15] - 13:16, 20:23, 31:16, 50:7, 74:20, 87:7, 87:8, 91:14, 102:5, 104:6, 108:20, 112:14, 120:17, 121:6</p> <p><b>difficult</b> [4] - 60:12, 60:18, 63:7, 69:16</p> <p><b>difficulty</b> [2] - 70:5, 100:19</p> <p><b>dinner</b> [2] - 18:1, 118:3</p> <p><b>direct</b> [2] - 42:10, 67:19</p> <p><b>DIRECT</b> [1] - 5:6</p> <p><b>directed</b> [1] - 52:20</p> <p><b>direction</b> [4] - 12:22, 13:12, 50:23, 108:11</p> <p><b>director</b> [5] - 6:4, 6:14, 10:20, 44:9, 80:14</p> <p><b>disadvantage</b> [1] - 21:10</p> <p><b>discard</b> [1] - 20:7</p> <p><b>disconnected</b> [1] - 62:14</p> <p><b>discuss</b> [1] - 99:1</p> <p><b>discussed</b> [13] - 15:19, 17:17, 17:19, 17:20, 19:2, 46:20, 82:18, 83:5, 92:24, 118:1, 120:1, 122:19, 122:24</p>	<p><b>discusses</b> [1] - 88:7</p> <p><b>discussing</b> [4] - 95:22, 98:1, 105:5, 121:21</p> <p><b>discussion</b> [10] - 16:2, 16:5, 46:16, 52:16, 87:5, 88:12, 106:9, 106:10, 122:14, 122:15</p> <p><b>discussions</b> [7] - 14:5, 29:10, 31:22, 48:5, 76:25, 93:5, 106:24</p> <p><b>displaying</b> [1] - 32:7</p> <p><b>dispose</b> [1] - 88:17</p> <p><b>disposition</b> [4] - 19:1, 31:14, 32:25, 84:21</p> <p><b>disqualified</b> [2] - 55:17, 55:24</p> <p><b>disruptions</b> [1] - 111:25</p> <p><b>distinct</b> [2] - 29:3, 45:19</p> <p><b>diversion</b> [1] - 6:16</p> <p><b>doctorate</b> [2] - 5:18, 6:13</p> <p><b>document</b> [12] - 39:6, 49:13, 79:1, 80:12, 84:13, 87:14, 88:3, 88:20, 89:16, 96:8, 98:2, 107:16</p> <p><b>documents</b> [7] - 46:6, 75:6, 75:11, 80:10, 97:4, 99:13, 99:15</p> <p><b>Doe</b> [1] - 20:3</p> <p><b>Doe's</b> [1] - 41:8</p> <p><b>Don</b> [1] - 5:22</p> <p><b>done</b> [28] - 11:24, 12:22, 12:24, 13:4, 28:18, 45:10, 55:20, 57:6, 58:7, 61:14, 62:10, 62:11, 63:4, 75:2, 80:18, 81:21, 89:21, 90:1, 98:10, 99:2, 101:23, 101:24, 102:5, 107:9, 111:14, 116:19, 123:2</p> <p><b>door</b> [1] - 65:24</p> <p><b>down</b> [4] - 14:19, 27:5, 27:10, 102:1</p> <p><b>downstairs</b> [1] - 16:7</p> <p><b>draft</b> [6] - 25:7, 74:10, 74:19, 74:21, 74:24, 75:11</p> <p><b>drafting</b> [2] - 75:5, 116:12</p> <p><b>Drive</b> [2] - 1:12, 2:5</p> <p><b>due</b> [1] - 63:9</p> <p><b>duly</b> [2] - 5:3, 124:8</p>
<b>D</b>				
<p><b>daily</b> [1] - 16:5</p> <p><b>Daniels</b> [1] - 5:22</p> <p><b>Danielsen</b> [1] - 90:7</p> <p><b>data</b> [12] - 58:10, 58:13, 58:16, 66:5, 103:1, 103:6, 103:7, 103:13, 104:3, 104:14, 104:19, 104:25</p> <p><b>DATE</b> [1] - 1:10</p> <p><b>date</b> [4] - 15:15, 51:20, 84:11, 103:5</p> <p><b>DATED</b> [1] - 125:18</p> <p><b>dated</b> [4] - 46:20, 80:13, 88:6, 88:21</p> <p><b>dates</b> [1] - 57:6</p> <p><b>days</b> [1] - 94:17</p> <p><b>deadline</b> [2] - 40:9, 74:23</p> <p><b>deal</b> [2] - 44:20, 112:17</p> <p><b>debt</b> [3] - 54:25, 55:1, 111:3</p> <p><b>decades</b> [2] - 12:7, 43:18</p> <p><b>December</b> [10] - 11:5, 21:20, 30:5, 39:24, 40:15, 59:17, 63:12, 68:11, 110:7</p> <p><b>decide</b> [1] - 20:5</p> <p><b>decided</b> [2] - 6:18, 83:15</p> <p><b>decides</b> [1] - 20:4</p> <p><b>decision</b> [8] - 42:2, 61:25, 62:22, 62:25, 65:20, 66:1, 83:4, 83:11</p> <p><b>decision-making</b> [1] - 62:25</p> <p><b>decisions</b> [5] - 62:3, 62:16, 62:21, 62:22, 108:22</p> <p><b>decline</b> [1] - 111:24</p> <p><b>declined</b> [1] - 92:25</p> <p><b>definitely</b> [8] - 13:5, 37:21, 52:2, 67:20, 111:19, 112:8, 114:8</p> <p><b>definition</b> [1] - 53:3</p> <p><b>degree</b> [4] - 6:11, 6:19, 6:21</p> <p><b>Delaney</b> [5] - 7:13, 27:16, 27:19, 28:5,</p>	<p>105:6, 106:10, 115:9, 119:1, 120:1, 121:20, 122:18</p> <p><b>Curry's</b> [3] - 28:10, 28:21, 87:22</p>	<p>28:20</p> <p><b>Delaney's</b> [1] - 28:8</p> <p><b>delegate</b> [1] - 40:24</p> <p><b>delivery</b> [1] - 31:11</p> <p><b>demise</b> [2] - 62:4, 62:8</p> <p><b>denied</b> [1] - 61:11</p> <p><b>department</b> [1] - 48:14</p> <p><b>dependent</b> [1] - 104:24</p> <p><b>described</b> [7] - 50:18, 56:16, 71:19, 82:12, 84:20, 89:14, 109:9</p> <p><b>description</b> [2] - 12:2, 88:13</p> <p><b>designed</b> [3] - 56:16, 69:16, 74:8</p> <p><b>detail</b> [1] - 71:7</p> <p><b>detailed</b> [2] - 19:9, 88:18</p> <p><b>determine</b> [3] - 77:8, 77:24, 77:25</p> <p><b>determined</b> [1] - 77:9</p> <p><b>determining</b> [1] - 122:8</p> <p><b>development</b> [2] - 7:15, 7:19</p> <p><b>DIA</b> [2] - 32:2</p> <p><b>dialog</b> [1] - 75:8</p> <p><b>different</b> [15] - 13:16, 20:23, 31:16, 50:7, 74:20, 87:7, 87:8, 91:14, 102:5, 104:6, 108:20, 112:14, 120:17, 121:6</p> <p><b>difficult</b> [4] - 60:12, 60:18, 63:7, 69:16</p> <p><b>difficulty</b> [2] - 70:5, 100:19</p> <p><b>dinner</b> [2] - 18:1, 118:3</p> <p><b>direct</b> [2] - 42:10, 67:19</p> <p><b>DIRECT</b> [1] - 5:6</p> <p><b>directed</b> [1] - 52:20</p> <p><b>direction</b> [4] - 12:22, 13:12, 50:23, 108:11</p> <p><b>director</b> [5] - 6:4, 6:14, 10:20, 44:9, 80:14</p> <p><b>disadvantage</b> [1] - 21:10</p> <p><b>discard</b> [1] - 20:7</p> <p><b>disconnected</b> [1] - 62:14</p> <p><b>discuss</b> [1] - 99:1</p> <p><b>discussed</b> [13] - 15:19, 17:17, 17:19, 17:20, 19:2, 46:20, 82:18, 83:5, 92:24, 118:1, 120:1, 122:19, 122:24</p>	<p><b>discusses</b> [1] - 88:7</p> <p><b>discussing</b> [4] - 95:22, 98:1, 105:5, 121:21</p> <p><b>discussion</b> [10] - 16:2, 16:5, 46:16, 52:16, 87:5, 88:12, 106:9, 106:10, 122:14, 122:15</p> <p><b>discussions</b> [7] - 14:5, 29:10, 31:22, 48:5, 76:25, 93:5, 106:24</p> <p><b>displaying</b> [1] - 32:7</p> <p><b>dispose</b> [1] - 88:17</p> <p><b>disposition</b> [4] - 19:1, 31:14, 32:25, 84:21</p> <p><b>disqualified</b> [2] - 55:17, 55:24</p> <p><b>disruptions</b> [1] - 111:25</p> <p><b>distinct</b> [2] - 29:3, 45:19</p> <p><b>diversion</b> [1] - 6:16</p> <p><b>doctorate</b> [2] - 5:18, 6:13</p> <p><b>document</b> [12] - 39:6, 49:13, 79:1, 80:12, 84:13, 87:14, 88:3, 88:20, 89:16, 96:8, 98:2, 107:16</p> <p><b>documents</b> [7] - 46:6, 75:6, 75:11, 80:10, 97:4, 99:13, 99:15</p> <p><b>Doe</b> [1] - 20:3</p> <p><b>Doe's</b> [1] - 41:8</p> <p><b>Don</b> [1] - 5:22</p> <p><b>done</b> [28] - 11:24, 12:22, 12:24, 13:4, 28:18, 45:10, 55:20, 57:6, 58:7, 61:14, 62:10, 62:11, 63:4, 75:2, 80:18, 81:21, 89:21, 90:1, 98:10, 99:2, 101:23, 101:24, 102:5, 107:9, 111:14, 116:19, 123:2</p> <p><b>door</b> [1] - 65:24</p> <p><b>down</b> [4] - 14:19, 27:5, 27:10, 102:1</p> <p><b>downstairs</b> [1] - 16:7</p> <p><b>draft</b> [6] - 25:7, 74:10, 74:19, 74:21, 74:24, 75:11</p> <p><b>drafting</b> [2] - 75:5, 116:12</p> <p><b>Drive</b> [2] - 1:12, 2:5</p> <p><b>due</b> [1] - 63:9</p> <p><b>duly</b> [2] - 5:3, 124:8</p>	

<p><b>during</b> [8] - 9:12, 26:11, 26:12, 28:7, 40:18, 60:16, 113:1, 115:2</p> <p><b>DUVAL</b> [2] - 124:3, 125:4</p> <p><b>Duval</b> [2] - 6:5, 125:18</p> <p><b>Dykes</b> [8] - 51:22, 51:23, 79:9, 97:5, 97:8, 98:2, 98:25, 99:1</p>	<p>113:18, 113:23</p> <p><b>ended</b> [10] - 19:9, 22:23, 36:12, 62:4, 99:16, 107:8, 107:10, 107:12, 110:7, 110:17</p> <p><b>ends</b> [1] - 20:23</p> <p><b>energy</b> [2] - 111:25, 112:18</p> <p><b>engage</b> [1] - 97:19</p> <p><b>engagement</b> [2] - 97:6, 98:14</p> <p><b>entire</b> [5] - 14:4, 25:16, 25:17, 25:25, 119:1</p> <p><b>entities</b> [5] - 34:11, 41:3, 85:23, 103:10, 108:20</p> <p><b>entity</b> [12] - 8:1, 26:13, 34:9, 35:7, 36:5, 40:14, 48:17, 63:20, 64:3, 73:11, 77:14, 85:1</p> <p><b>entity's</b> [1] - 35:14</p> <p><b>entries</b> [1] - 94:3</p> <p><b>entry</b> [2] - 91:4, 121:8</p> <p><b>Eric</b> [1] - 107:22</p> <p><b>especially</b> [1] - 120:10</p> <p><b>Esquire</b> [3] - 2:3, 2:3, 2:4</p> <p><b>essentially</b> [1] - 74:25</p> <p><b>established</b> [1] - 96:9</p> <p><b>et</b> [1] - 112:1</p> <p><b>evaluate</b> [1] - 14:23</p> <p><b>evaluated</b> [1] - 48:22</p> <p><b>evaluating</b> [3] - 22:7, 27:1, 81:15</p> <p><b>evaluation</b> [10] - 31:10, 34:15, 49:4, 80:18, 88:11, 88:19, 88:23, 88:24, 97:6, 97:9</p> <p><b>evaluators</b> [1] - 48:16</p> <p><b>evening</b> [1] - 102:8</p> <p><b>event</b> [2] - 78:11, 119:2</p> <p><b>eventually</b> [1] - 24:20</p> <p><b>everywhere</b> [1] - 15:7</p> <p><b>evidence</b> [1] - 86:24</p> <p><b>ex</b> [1] - 37:8</p> <p><b>exact</b> [1] - 11:11</p> <p><b>exactly</b> [6] - 39:2, 70:21, 70:25, 81:14, 92:2, 121:8</p> <p><b>Examination</b> [1] - 1:14</p> <p><b>EXAMINATION</b> [2] - 3:7, 5:6</p> <p><b>example</b> [4] - 13:14, 34:19, 44:1, 111:12</p> <p><b>examples</b> [1] - 32:18</p>	<p><b>EXCELON</b> [1] - 18:17</p> <p><b>except</b> [3] - 6:15, 70:11, 71:2</p> <p><b>exchange</b> [1] - 101:4</p> <p><b>excuse</b> [1] - 93:6</p> <p><b>excused</b> [1] - 123:9</p> <p><b>executive</b> [2] - 6:4, 6:14</p> <p><b>executives</b> [1] - 73:10</p> <p><b>Exelon</b> [15] - 18:9, 18:13, 18:17, 19:4, 19:5, 19:18, 21:13, 21:23, 24:2, 24:13, 24:14, 25:4, 25:15, 29:1, 29:8</p> <p><b>exhibit</b> [4] - 11:23, 36:2, 96:16, 109:1</p> <p><b>Exhibit</b> [58] - 4:3, 4:4, 4:5, 4:6, 4:7, 4:8, 4:9, 4:10, 4:11, 4:12, 4:13, 4:14, 4:15, 4:16, 4:17, 4:18, 4:19, 4:20, 11:22, 11:23, 36:2, 46:7, 46:17, 46:19, 49:20, 49:22, 49:23, 50:2, 80:2, 80:20, 81:3, 84:5, 84:18, 87:4, 87:12, 88:18, 90:3, 90:8, 96:3, 97:11, 99:2, 101:3, 101:12, 103:4, 105:10, 106:2, 106:8, 107:20, 109:8, 116:20, 116:23, 117:1, 118:20, 118:25, 119:4, 121:18</p> <p><b>exhibits</b> [2] - 45:6, 116:19</p> <p><b>Exhibits</b> [2] - 4:21, 120:22</p> <p><b>existing</b> [3] - 31:11, 38:4, 41:11</p> <p><b>expand</b> [1] - 47:10</p> <p><b>expect</b> [2] - 81:19, 89:22</p> <p><b>experience</b> [3] - 65:14, 72:19, 81:14</p> <p><b>expertise</b> [7] - 34:5, 37:9, 41:3, 41:14, 42:6, 42:7, 55:3</p> <p><b>experts</b> [4] - 37:11, 43:1, 61:3, 61:5</p> <p><b>explain</b> [2] - 19:21, 77:6</p> <p><b>explained</b> [1] - 38:4</p> <p><b>explanation</b> [1] - 65:23</p> <p><b>explore</b> [2] - 78:16,</p>	<p>88:8</p> <p><b>explored</b> [1] - 78:18</p> <p><b>expressing</b> [1] - 53:1</p> <p><b>extent</b> [1] - 18:23</p> <p><b>extra</b> [2] - 38:20, 38:21</p> <p><b>eye</b> [1] - 51:9</p>	<p>34:4, 62:9</p> <p><b>finances</b> [3] - 9:4, 9:8, 111:2</p> <p><b>Financial</b> [11] - 11:4, 11:14, 11:25, 12:17, 22:8, 22:16, 49:9, 77:17, 81:9, 81:11, 116:1</p> <p><b>financial</b> [23] - 12:7, 13:25, 31:8, 33:21, 34:18, 40:3, 41:18, 45:12, 47:6, 48:20, 51:18, 52:3, 64:15, 81:6, 82:11, 82:12, 83:4, 86:20, 97:10, 103:11, 111:11, 114:10</p> <p><b>financially</b> [1] - 125:16</p> <p><b>fine</b> [3] - 13:18, 53:11, 91:20</p> <p><b>finish</b> [1] - 75:16</p> <p><b>finished</b> [1] - 5:24</p> <p><b>firm</b> [6] - 7:6, 8:20, 8:21, 24:17, 44:16, 93:13</p> <p><b>firms</b> [1] - 11:12</p> <p><b>first</b> [11] - 9:19, 19:18, 24:7, 46:13, 47:16, 60:3, 68:24, 80:22, 101:5, 104:20, 119:10</p> <p><b>fit</b> [2] - 70:3, 70:25</p> <p><b>Fitch</b> [1] - 105:1</p> <p><b>five</b> [7] - 8:7, 8:11, 8:16, 51:24, 79:8, 83:19, 110:10</p> <p><b>five-minute</b> [1] - 83:19</p> <p><b>fixed</b> [1] - 109:24</p> <p><b>flat</b> [2] - 38:18, 38:21</p> <p><b>Fleming</b> [1] - 9:3</p> <p><b>flexibility</b> [2] - 41:2, 41:9</p> <p><b>floor</b> [10] - 15:23, 15:24, 15:25, 16:3, 16:4, 17:1, 17:3, 17:6, 24:22, 122:13</p> <p><b>Florida</b> [18] - 1:13, 1:19, 2:6, 6:7, 6:20, 6:25, 18:6, 19:2, 47:11, 105:23, 105:24, 112:8, 117:22, 118:7, 118:14, 124:6, 124:19, 125:19</p> <p><b>FLORIDA</b> [2] - 124:2, 125:3</p> <p><b>fly</b> [1] - 73:14</p> <p><b>fly-by-the-night</b> [1] - 73:14</p> <p><b>focus</b> [1] - 77:16</p>
<b>E</b>			<b>F</b>	
<p><b>e-mail</b> [8] - 50:2, 97:1, 97:7, 101:8, 102:3, 102:4, 102:8, 103:5</p> <p><b>e-mails</b> [3] - 93:11, 97:3, 101:4</p> <p><b>early</b> [1] - 58:17</p> <p><b>easier</b> [1] - 60:19</p> <p><b>easily</b> [1] - 86:16</p> <p><b>East</b> [1] - 1:19</p> <p><b>economic</b> [2] - 7:15, 7:19</p> <p><b>economy</b> [1] - 47:5</p> <p><b>Ed</b> [11] - 5:15, 5:25, 6:3, 6:23, 7:2, 7:8, 14:16, 14:17, 14:18, 28:2</p> <p><b>effect</b> [1] - 74:1</p> <p><b>efficiencies</b> [2] - 54:24, 55:2</p> <p><b>effort</b> [6] - 19:8, 29:2, 62:5, 62:8, 83:14, 108:6</p> <p><b>efforts</b> [5] - 19:4, 28:25, 29:3, 29:10, 111:5</p> <p><b>eight</b> [2] - 21:25, 25:3</p> <p><b>either</b> [4] - 25:9, 52:8, 64:5, 89:6</p> <p><b>electric</b> [6] - 25:17, 25:24, 47:8, 54:13, 73:12, 111:12</p> <p><b>elements</b> [1] - 35:18</p> <p><b>elephant</b> [1] - 26:5</p> <p><b>Emera</b> [1] - 54:12</p> <p><b>employee</b> [2] - 125:13, 125:14</p> <p><b>employees</b> [7] - 22:21, 39:17, 53:25, 54:12, 64:16, 64:19, 73:15</p> <p><b>employment</b> [1] - 5:9</p> <p><b>end</b> [17] - 21:17, 54:2, 61:22, 61:23, 64:4, 66:14, 68:11, 72:4, 88:20, 97:2, 98:19, 105:24, 107:11, 107:15, 110:7,</p>			<p><b>facilities</b> [5] - 25:21, 30:13, 61:16, 67:3, 67:8</p> <p><b>fact</b> [8] - 36:7, 40:21, 56:5, 77:13, 89:21, 100:8, 101:15, 106:5</p> <p><b>factors</b> [1] - 112:2</p> <p><b>fair</b> [1] - 15:5</p> <p><b>fall</b> [1] - 14:6</p> <p><b>familiar</b> [10] - 11:13, 12:3, 12:20, 25:22, 44:14, 64:4, 89:11, 101:8, 103:19, 120:10</p> <p><b>far</b> [7] - 15:9, 27:19, 34:22, 64:23, 69:11, 73:21, 74:19</p> <p><b>favor</b> [1] - 56:17</p> <p><b>FAX</b> [1] - 1:20</p> <p><b>February</b> [8] - 10:8, 80:13, 84:12, 88:6, 94:17, 103:6, 103:8, 116:13</p> <p><b>federal</b> [1] - 13:14</p> <p><b>fee</b> [7] - 38:18, 38:21, 109:24, 109:25, 110:1</p> <p><b>feedback</b> [7] - 68:23, 68:25, 69:1, 69:2, 70:5, 70:6, 70:7</p> <p><b>feedbacks</b> [2] - 68:21, 69:12</p> <p><b>fellow</b> [1] - 73:4</p> <p><b>felt</b> [14] - 53:10, 54:5, 54:16, 54:23, 59:3, 59:4, 63:1, 72:19, 105:16, 108:11, 108:21, 112:16, 112:19, 121:11</p> <p><b>few</b> [5] - 26:16, 46:7, 75:16, 90:2, 116:19</p> <p><b>figure</b> [2] - 32:4, 92:18</p> <p><b>figuring</b> [1] - 27:7</p> <p><b>final</b> [8] - 60:25, 61:2, 61:18, 63:7, 63:9, 65:20, 67:7, 72:16</p> <p><b>finally</b> [1] - 9:5</p> <p><b>finance</b> [7] - 10:20, 19:10, 44:18, 44:20, 48:14, 48:19, 80:14</p> <p><b>Finance</b> [3] - 12:5,</p>	

<p><b>focused</b> [1] - 28:11</p> <p><b>Foley</b> [4] - 24:12, 24:17, 24:24</p> <p><b>follow</b> [3] - 67:14, 108:23, 113:24</p> <p><b>following</b> [2] - 72:17, 98:7</p> <p><b>follows</b> [3] - 5:4, 47:15, 47:17</p> <p><b>football</b> [1] - 24:9</p> <p><b>footprint</b> [1] - 47:11</p> <p><b>FOR</b> [1] - 4:2</p> <p><b>foregoing</b> [1] - 125:8</p> <p><b>forever</b> [1] - 35:9</p> <p><b>form</b> [2] - 54:15, 88:3</p> <p><b>formal</b> [1] - 27:10</p> <p><b>formally</b> [1] - 90:20</p> <p><b>formed</b> [1] - 54:11</p> <p><b>formerly</b> [2] - 90:22, 91:8</p> <p><b>Forsyth</b> [1] - 1:19</p> <p><b>fortunate</b> [1] - 10:14</p> <p><b>forward</b> [7] - 6:2, 27:16, 82:19, 82:21, 83:4, 83:6, 83:13</p> <p><b>four</b> [7] - 8:14, 36:13, 36:15, 36:22, 51:24, 79:8, 82:5</p> <p><b>fourth</b> [8] - 15:24, 15:25, 16:3, 16:4, 17:1, 17:6, 24:22, 122:13</p> <p><b>FP&amp;L</b> [2] - 113:15, 118:2</p> <p><b>FPL</b> [2] - 15:10, 18:5</p> <p><b>FPR</b> [5] - 1:15, 124:5, 124:19, 125:6, 125:22</p> <p><b>frame</b> [11] - 21:14, 30:6, 30:7, 30:23, 59:8, 59:14, 60:4, 60:17, 61:18, 75:12, 83:10</p> <p><b>free</b> [2] - 111:9, 115:11</p> <p><b>Friday</b> [1] - 1:10</p> <p><b>friends</b> [1] - 17:13</p> <p><b>front</b> [4] - 72:11, 84:10, 105:3, 107:16</p> <p><b>FSU</b> [2] - 5:18, 5:24</p> <p><b>funds</b> [1] - 33:21</p> <p><b>future</b> [7] - 111:13, 111:17, 111:20, 112:2, 112:15, 112:21, 121:13</p>	<p>102:22</p> <p><b>garages</b> [6] - 13:21, 31:21, 32:3, 33:1, 33:16, 100:24</p> <p><b>General</b> [1] - 117:20</p> <p><b>general</b> [4] - 39:7, 100:24, 112:9</p> <p><b>generally</b> [2] - 45:13, 59:8</p> <p><b>generated</b> [3] - 29:25, 32:14, 59:15</p> <p><b>generating</b> [1] - 57:23</p> <p><b>gentlemen</b> [1] - 80:15</p> <p><b>geographic</b> [1] - 112:10</p> <p><b>given</b> [13] - 66:18, 66:19, 68:24, 74:12, 75:12, 78:4, 87:21, 89:21, 99:3, 100:10, 103:22, 107:6, 108:12</p> <p><b>Godbold</b> [1] - 5:23</p> <p><b>Goldman</b> [2] - 79:19, 80:23</p> <p><b>government</b> [10] - 5:14, 10:16, 13:15, 16:11, 34:24, 34:25, 41:3, 41:18, 45:12, 48:17</p> <p><b>governmental</b> [2] - 35:13, 36:5</p> <p><b>governor</b> [1] - 94:25</p> <p><b>grade</b> [1] - 51:11</p> <p><b>grammatical</b> [1] - 116:15</p> <p><b>grant</b> [2] - 5:19, 5:20</p> <p><b>great</b> [2] - 73:21, 123:4</p> <p><b>Greg</b> [1] - 94:24</p> <p><b>Greive</b> [4] - 12:25, 13:7, 52:13, 80:16</p> <p><b>ground</b> [1] - 110:25</p> <p><b>group</b> [10] - 44:17, 44:18, 55:17, 66:12, 70:8, 77:2, 87:5, 89:6, 110:17</p> <p><b>growing</b> [2] - 112:7, 112:8</p> <p><b>growth</b> [2] - 112:4, 112:5</p> <p><b>guess</b> [9] - 28:25, 37:3, 49:12, 84:25, 89:13, 92:25, 107:6, 108:18, 119:16</p> <p><b>Guidi</b> [1] - 7:6</p> <p><b>Gulliford</b> [1] - 121:25</p>	<p><b>hand</b> [4] - 46:8, 79:2, 80:1, 124:10</p> <p><b>hang</b> [1] - 74:7</p> <p><b>hang-ups</b> [1] - 74:7</p> <p><b>happily</b> [1] - 72:2</p> <p><b>hard</b> [1] - 11:19</p> <p><b>Harris</b> [2] - 7:6</p> <p><b>head</b> [4] - 7:18, 14:10, 23:19, 64:2</p> <p><b>headed</b> [1] - 7:16</p> <p><b>heading</b> [1] - 10:4</p> <p><b>headlines</b> [1] - 78:25</p> <p><b>heads</b> [1] - 97:16</p> <p><b>heads-up</b> [1] - 97:16</p> <p><b>health</b> [2] - 8:19, 111:16</p> <p><b>healthy</b> [1] - 111:18</p> <p><b>hear</b> [2] - 106:10, 122:6</p> <p><b>heard</b> [9] - 26:14, 26:17, 53:8, 65:14, 67:22, 71:6, 104:20, 113:13</p> <p><b>hearing</b> [4] - 28:10, 70:11, 103:18, 106:23</p> <p><b>heck</b> [1] - 104:21</p> <p><b>Hedquist</b> [1] - 1:18</p> <p><b>held</b> [1] - 23:2</p> <p><b>help</b> [12] - 9:4, 9:7, 9:8, 11:12, 13:12, 13:22, 19:21, 35:11, 55:10, 77:7, 110:22, 111:5</p> <p><b>helped</b> [3] - 53:20, 53:21, 55:10</p> <p><b>helping</b> [3] - 16:18, 58:18, 111:2</p> <p><b>Herschel</b> [12] - 24:8, 24:10, 24:11, 24:19, 70:7, 70:11, 71:3, 72:25</p> <p><b>Herschel's</b> [2] - 24:23, 25:3</p> <p><b>Hester</b> [1] - 10:18</p> <p><b>high</b> [1] - 71:13</p> <p><b>highlighted</b> [1] - 92:17</p> <p><b>Hightower</b> [1] - 14:13</p> <p><b>hire</b> [5] - 34:6, 74:22, 76:17, 85:24, 97:19</p> <p><b>hired</b> [13] - 10:6, 16:18, 36:18, 36:21, 82:23, 84:22, 84:23, 84:24, 84:25, 85:1, 85:8, 89:10, 98:12</p> <p><b>hiring</b> [4] - 33:25, 61:3, 108:11</p> <p><b>history</b> [1] - 111:1</p> <p><b>hold</b> [1] - 71:13</p> <p><b>hole</b> [1] - 55:23</p>	<p><b>hones</b> [1] - 47:17</p> <p><b>honing</b> [1] - 47:13</p> <p><b>Hope</b> [4] - 5:11, 10:4, 10:6, 10:10</p> <p><b>hoping</b> [1] - 21:14</p> <p><b>hour</b> [3] - 38:18, 50:11, 83:24</p> <p><b>hourly</b> [1] - 109:24</p> <p><b>House</b> [3] - 8:14, 8:15</p> <p><b>house</b> [2] - 42:12, 117:16</p> <p><b>Howard</b> [3] - 95:8, 95:9, 95:17</p> <p><b>huge</b> [2] - 73:13, 86:12</p> <p><b>Hughes</b> [2] - 17:4, 113:9</p> <p><b>Hulsey</b> [2] - 1:12, 2:4</p> <p><b>hundred</b> [1] - 13:1</p>	<p><b>inclination</b> [1] - 108:12</p> <p><b>inclined</b> [1] - 106:14</p> <p><b>include</b> [1] - 31:17</p> <p><b>included</b> [1] - 79:9</p> <p><b>including</b> [1] - 111:24</p> <p><b>incorporated</b> [1] - 100:25</p> <p><b>Incorporated</b> [1] - 12:17</p> <p><b>incredible</b> [1] - 57:3</p> <p><b>independent</b> [2] - 108:10, 111:11</p> <p><b>Independent</b> [2] - 1:12, 2:5</p> <p><b>indicated</b> [4] - 42:22, 66:17, 79:6, 79:10</p> <p><b>indicates</b> [1] - 44:8</p> <p><b>individuals</b> [1] - 70:8</p> <p><b>industry</b> [1] - 112:3</p> <p><b>information</b> [9] - 58:9, 58:14, 60:7, 60:11, 63:8, 64:11, 66:11, 73:3, 97:24</p> <p><b>Infrastructure</b> [1] - 103:14</p> <p><b>initial</b> [4] - 22:15, 66:8, 73:4, 97:14</p> <p><b>initiated</b> [2] - 24:18, 114:24</p> <p><b>Initiative</b> [2] - 11:4, 11:14</p> <p><b>inner</b> [3] - 103:11, 122:23</p> <p><b>input</b> [2] - 81:18, 116:12</p> <p><b>inside</b> [1] - 62:19</p> <p><b>insight</b> [1] - 81:10</p> <p><b>inspect</b> [2] - 66:18, 66:20</p> <p><b>instance</b> [1] - 35:22</p> <p><b>instances</b> [1] - 41:23</p> <p><b>instead</b> [2] - 41:24, 68:12</p> <p><b>institution</b> [1] - 58:15</p> <p><b>insufficient</b> [1] - 60:6</p> <p><b>INT</b> [1] - 115:3</p> <p><b>intent</b> [1] - 34:6</p> <p><b>interest</b> [5] - 22:10, 27:4, 32:7, 55:4, 121:25</p> <p><b>interested</b> [16] - 11:18, 19:19, 20:6, 20:9, 20:12, 32:6, 40:7, 57:12, 70:9, 101:4, 112:3, 112:10, 118:10, 122:2, 125:16</p> <p><b>interesting</b> [3] - 24:15, 69:5, 70:10</p>	
<b>G</b>			<b>I</b>		
<p><b>gain</b> [1] - 55:3</p> <p><b>Gainesville</b> [1] - 6:21</p> <p><b>garage</b> [2] - 31:1,</p>			<p><b>idea</b> [24] - 27:2, 36:19, 47:19, 47:20, 48:3, 48:10, 50:25, 55:1, 56:1, 56:25, 60:22, 62:3, 62:17, 62:20, 69:19, 73:25, 77:22, 91:19, 95:22, 100:5, 104:21, 105:13, 122:2, 122:24</p> <p><b>ideas</b> [1] - 70:18</p> <p><b>IDENTIFICATION</b> [1] - 4:2</p> <p><b>identification</b> [18] - 46:17, 49:22, 80:2, 81:3, 84:18, 87:12, 90:8, 96:3, 97:11, 101:12, 103:4, 105:10, 106:8, 107:20, 109:8, 116:23, 119:4, 120:23</p> <p><b>identified</b> [2] - 58:17, 96:8</p> <p><b>identify</b> [2] - 58:16, 80:21</p> <p><b>imagine</b> [1] - 56:14</p> <p><b>immediately</b> [2] - 14:19, 113:15</p> <p><b>impacts</b> [1] - 112:2</p> <p><b>implied</b> [1] - 101:19</p> <p><b>important</b> [2] - 42:23, 47:25</p> <p><b>impressed</b> [1] - 117:14</p> <p><b>impression</b> [2] - 112:15, 112:21</p> <p><b>in-person</b> [1] - 67:24</p> <p><b>Inc</b> [1] - 103:15</p>		
	<b>H</b>				
	<p><b>half</b> [2] - 6:20, 50:11</p>				

<p><b>interim</b> [4] - 106:3, 106:12, 106:20, 106:22</p> <p><b>internal</b> [3] - 49:9, 62:3, 122:13</p> <p><b>internally</b> [2] - 27:14, 29:22</p> <p><b>International</b> [1] - 50:6</p> <p><b>interpretat</b> [1] - 71:24</p> <p><b>interpretation</b> [2] - 102:6, 111:20</p> <p><b>interpretations</b> [1] - 112:22</p> <p><b>INTERVIEW</b> [1] - 1:6</p> <p><b>interview</b> [2] - 123:10, 125:8</p> <p><b>interviews</b> [1] - 43:16</p> <p><b>investigate</b> [1] - 92:12</p> <p><b>investigators</b> [1] - 6:16</p> <p><b>INVESTIGATORY</b> [1] - 1:3</p> <p><b>Investigatory</b> [1] - 2:2</p> <p><b>investment</b> [7] - 68:16, 75:18, 76:16, 77:2, 77:3, 93:12, 111:19</p> <p><b>investments</b> [1] - 41:8</p> <p><b>investors</b> [1] - 55:5</p> <p><b>invitation</b> [5] - 58:4, 69:8, 103:18, 104:9</p> <p><b>invite</b> [1] - 20:12</p> <p><b>invited</b> [4] - 16:4, 19:21, 24:20, 50:14</p> <p><b>involved</b> [7] - 16:23, 47:21, 72:2, 74:17, 83:3, 87:11, 115:2</p> <p><b>involvement</b> [3] - 22:12, 117:8, 117:10</p> <p><b>involves</b> [1] - 97:5</p> <p><b>involving</b> [1] - 47:14</p> <p><b>ironically</b> [1] - 60:18</p> <p><b>Island</b> [1] - 9:3</p> <p><b>isolated</b> [1] - 88:3</p> <p><b>issue</b> [9] - 17:22, 28:2, 42:24, 55:1, 86:15, 86:18, 89:7, 120:16, 121:5</p> <p><b>issued</b> [9] - 13:24, 16:14, 29:17, 48:2, 48:18, 58:5, 59:19, 88:24, 100:14</p> <p><b>issues</b> [2] - 104:23, 120:12</p> <p><b>IT</b> [1] - 13:2</p> <p><b>items</b> [2] - 20:19, 32:24</p> <p><b>ITN</b> [12] - 59:19, 60:3, 64:21, 65:8, 65:11,</p>	<p>65:13, 66:19, 67:11, 71:17, 113:3, 115:3, 115:10</p> <p style="text-align: center;"><b>J</b></p> <p><b>JACKSONVILLE</b> [1] - 1:2</p> <p><b>Jacksonville</b> [19] - 1:13, 1:19, 2:6, 12:6, 13:25, 15:2, 28:1, 28:5, 35:23, 50:5, 80:15, 80:19, 81:7, 99:3, 100:3, 100:14, 100:15, 100:23, 125:18</p> <p><b>Jaguar</b> [1] - 7:20</p> <p><b>jail</b> [1] - 5:21</p> <p><b>Jake</b> [1] - 5:23</p> <p><b>January</b> [9] - 46:20, 51:20, 59:23, 61:22, 62:1, 74:24, 75:17, 93:12, 94:2</p> <p><b>Jarboe</b> [1] - 5:21</p> <p><b>JE</b> [1] - 108:7</p> <p><b>JEA</b> [174] - 1:3, 11:17, 12:8, 14:7, 14:8, 15:5, 16:19, 16:25, 17:22, 19:2, 19:11, 19:20, 20:2, 21:18, 22:4, 22:6, 22:7, 22:15, 23:3, 23:14, 23:22, 24:15, 24:18, 25:16, 26:13, 26:22, 27:18, 28:7, 28:16, 29:1, 29:13, 29:15, 29:19, 34:19, 34:21, 35:24, 36:7, 37:13, 39:18, 47:3, 47:6, 47:14, 47:17, 47:18, 48:1, 50:3, 51:18, 51:24, 52:23, 53:10, 53:15, 54:10, 55:11, 55:15, 57:10, 57:18, 58:17, 59:2, 59:22, 60:16, 61:7, 61:11, 62:12, 62:14, 62:19, 63:11, 64:2, 64:7, 64:11, 64:13, 64:22, 65:11, 65:18, 66:18, 66:20, 66:23, 69:3, 69:4, 69:14, 70:24, 71:17, 75:6, 76:12, 76:17, 77:1, 77:4, 77:7, 77:12, 77:13, 78:3, 78:4, 78:10, 78:12, 78:14, 78:15, 78:17, 78:18, 79:8, 81:18, 84:13, 84:16, 84:21, 84:25, 85:22, 85:25, 87:5, 88:9,</p>	<p>88:12, 88:19, 88:23, 89:5, 89:6, 89:15, 89:22, 90:23, 92:20, 95:16, 97:4, 97:7, 97:22, 98:9, 98:14, 99:18, 99:23, 100:18, 100:24, 102:6, 102:13, 103:1, 103:7, 103:11, 103:12, 104:16, 104:24, 105:5, 105:7, 106:4, 106:12, 106:19, 106:25, 107:7, 107:15, 108:8, 109:3, 109:5, 109:10, 109:16, 110:5, 110:24, 111:21, 111:23, 112:23, 113:2, 114:11, 114:14, 114:19, 116:6, 117:6, 118:1, 118:11, 119:1, 119:17, 120:3, 120:16, 121:13, 121:23, 122:2, 122:9,</p> <p><b>JEA's</b> [10] - 26:3, 50:8, 51:9, 74:5, 95:15, 111:12, 111:16, 112:2, 114:13</p> <p><b>Jeff</b> [1] - 73:4</p> <p><b>Jeff's</b> [1] - 73:8</p> <p><b>Jeremy</b> [2] - 44:13, 45:14</p> <p><b>Jim</b> [1] - 5:21</p> <p><b>job</b> [2] - 13:1, 106:7</p> <p><b>Joe</b> [1] - 52:13</p> <p><b>Joey</b> [9] - 12:25, 13:4, 13:7, 39:14, 42:19, 52:11, 80:16, 100:9, 100:10</p> <p><b>John</b> [2] - 7:13, 20:3</p> <p><b>Jones</b> [1] - 118:18</p> <p><b>JP</b> [9] - 46:19, 47:12, 47:21, 75:24, 75:25, 79:10, 80:23, 84:14, 85:4</p> <p><b>July</b> [6] - 78:12, 78:18, 111:22, 119:19, 124:11, 125:18</p> <p><b>jump</b> [1] - 28:24</p> <p><b>June</b> [3] - 1:10, 111:22, 124:7</p> <p style="text-align: center;"><b>K</b></p> <p><b>keep</b> [4] - 20:7, 46:14, 51:8</p> <p><b>kept</b> [3] - 60:24, 61:6, 103:17</p>	<p><b>Kevin</b> [9] - 2:4, 10:24, 30:10, 32:23, 39:5, 54:15, 59:20, 64:6, 86:23</p> <p><b>KFA</b> [1] - 10:10</p> <p><b>KHA</b> [1] - 10:7</p> <p><b>kicked</b> [1] - 55:24</p> <p><b>Kids</b> [4] - 5:11, 10:4, 10:6, 10:10</p> <p><b>kind</b> [5] - 16:6, 39:21, 105:21, 110:22, 115:23</p> <p><b>kinds</b> [1] - 57:17</p> <p><b>knowing</b> [1] - 15:6</p> <p><b>knowledge</b> [7] - 29:18, 41:14, 75:4, 87:21, 117:10, 118:12, 118:15</p> <p><b>knowledgeable</b> [1] - 5:12</p> <p><b>known</b> [5] - 21:11, 105:8, 118:9, 118:11, 120:8</p> <p><b>KPMG</b> [2] - 80:24, 89:9</p> <p><b>Kyle</b> [5] - 101:6, 102:2, 102:4, 102:7, 102:11</p> <p style="text-align: center;"><b>L</b></p> <p><b>lack</b> [2] - 63:8, 71:21</p> <p><b>laid</b> [3] - 70:10, 77:17, 77:19</p> <p><b>land</b> [1] - 60:21</p> <p><b>language</b> [2] - 32:24, 62:24</p> <p><b>Lanny</b> [2] - 2:3, 61:17</p> <p><b>Lanny's</b> [1] - 116:10</p> <p><b>Laquidara</b> [1] - 109:2</p> <p><b>larger</b> [1] - 32:17</p> <p><b>last</b> [8] - 26:17, 30:2, 50:11, 73:8, 93:24, 98:6, 113:7, 120:5</p> <p><b>lasts</b> [1] - 72:6</p> <p><b>Laurie</b> [1] - 32:3</p> <p><b>law</b> [7] - 6:19, 6:21, 7:6, 8:20, 8:21, 13:15, 44:16</p> <p><b>lawyer</b> [2] - 7:4, 7:5</p> <p><b>lawyers</b> [1] - 117:20</p> <p><b>lead</b> [1] - 27:11</p> <p><b>leadership</b> [5] - 23:17, 55:15, 77:2, 79:8, 111:22</p> <p><b>leading</b> [1] - 98:18</p> <p><b>lean</b> [1] - 43:1</p> <p><b>learned</b> [4] - 58:25, 60:22, 64:20, 65:4</p> <p><b>lease</b> [2] - 7:20, 31:13</p> <p><b>least</b> [3] - 22:17,</p>	<p>37:11, 66:16</p> <p><b>leave</b> [1] - 32:2</p> <p><b>leaving</b> [1] - 120:15</p> <p><b>led</b> [2] - 23:11, 23:12</p> <p><b>left</b> [9] - 7:5, 7:9, 7:18, 7:25, 10:23, 66:5, 110:17, 115:8, 120:19</p> <p><b>legal</b> [1] - 74:22</p> <p><b>legitimacy</b> [1] - 27:1</p> <p><b>legitimate</b> [2] - 30:2, 72:22</p> <p><b>Lenny</b> [7] - 9:1, 9:11, 16:14, 28:21, 51:8, 78:3, 115:1</p> <p><b>less</b> [1] - 29:15</p> <p><b>letter</b> [5] - 25:7, 80:25, 84:6, 98:14, 109:1</p> <p><b>letters</b> [1] - 97:6</p> <p><b>Lex</b> [1] - 10:18</p> <p><b>lieu</b> [1] - 69:24</p> <p><b>lifetime</b> [1] - 59:10</p> <p><b>Light</b> [4] - 18:6, 117:23, 118:7, 118:14</p> <p><b>Liles</b> [3] - 14:18, 14:19, 26:14</p> <p><b>limited</b> [1] - 31:13</p> <p><b>line</b> [7] - 27:5, 27:11, 37:9, 40:20, 42:10, 58:1, 84:11</p> <p><b>list</b> [3] - 16:16, 43:20, 121:19</p> <p><b>listening</b> [2] - 28:6, 70:8</p> <p><b>lists</b> [1] - 109:2</p> <p><b>literally</b> [4] - 40:9, 61:15, 65:23, 111:5</p> <p><b>live</b> [1] - 9:3</p> <p><b>living</b> [1] - 78:21</p> <p><b>lobbyist</b> [2] - 95:1</p> <p><b>lobbyists</b> [5] - 90:19, 90:22, 90:24, 90:25, 91:8</p> <p><b>LOCATION</b> [1] - 1:12</p> <p><b>logic</b> [1] - 89:20</p> <p><b>logical</b> [1] - 15:4</p> <p><b>long-term</b> [2] - 54:23, 89:4</p> <p><b>long-time</b> [1] - 113:14</p> <p><b>look</b> [11] - 15:4, 15:5, 21:18, 22:4, 29:15, 86:5, 91:23, 92:16, 103:13, 104:11, 105:1</p> <p><b>looked</b> [5] - 13:18, 22:8, 25:7, 55:9, 78:8</p> <p><b>looking</b> [19] - 11:12, 13:22, 25:24, 30:6,</p>
---	---	---	--	--

30:8, 31:5, 31:6, 46:9, 47:10, 53:22, 81:14, 93:24, 98:20, 102:20, 103:10, 107:7, 112:6, 116:10 <b>looks</b> [3] - 14:21, 20:4, 84:10 <b>lose</b> [1] - 56:8 <b>lost</b> [2] - 7:8, 10:12	64:15 <b>master's</b> [2] - 6:11, 6:12 <b>materials</b> [1] - 87:5 <b>Matt</b> [2] - 117:5, 118:9 <b>Matt's</b> [1] - 121:24 <b>MATTER</b> [1] - 1:3 <b>matter</b> [3] - 56:5, 101:14, 119:16 <b>matters</b> [1] - 12:7 <b>mayor</b> [27] - 6:23, 7:2, 7:13, 9:1, 14:6, 15:1, 17:5, 17:10, 22:5, 22:10, 26:17, 51:8, 77:11, 78:3, 89:14, 90:25, 91:11, 91:12, 91:14, 91:16, 94:23, 105:16, 106:14, 106:18, 108:10, 108:21, 122:23 <b>Mayor</b> [15] - 10:21, 16:22, 26:7, 26:11, 26:22, 27:9, 28:10, 87:22, 105:4, 105:6, 106:10, 119:1, 120:1, 121:20, 122:18 <b>mayor's</b> [11] - 14:14, 68:15, 90:23, 91:9, 91:10, 92:24, 106:24, 108:4, 108:6, 122:9, 122:23 <b>Maze</b> [6] - 43:23, 43:25, 44:9, 44:22, 46:3, 50:17 <b>McClure</b> [1] - 5:22 <b>McElroy</b> [5] - 23:2, 52:16, 52:25, 79:9, 95:21 <b>McElroy's</b> [2] - 23:8, 52:15 <b>mean</b> [36] - 15:16, 15:18, 17:2, 17:4, 17:10, 30:2, 34:22, 35:11, 37:9, 42:9, 43:16, 47:16, 47:19, 48:16, 51:25, 56:23, 57:14, 57:18, 66:2, 72:3, 72:9, 72:22, 73:25, 82:8, 85:4, 88:15, 91:13, 93:5, 93:15, 98:10, 98:17, 104:24, 109:23, 112:24, 114:2, 115:5 <b>meaning</b> [1] - 110:16 <b>means</b> [2] - 19:6, 94:6 <b>meant</b> [2] - 11:10, 74:21 <b>mechanism</b> [1] - 67:6 <b>Medicine</b> [1] - 8:18	<b>medium</b> [3] - 13:17, 13:18, 32:16 <b>medium-size</b> [1] - 13:18 <b>meet</b> [3] - 94:20, 94:23, 95:6 <b>meeting</b> [54] - 16:4, 21:18, 21:22, 24:12, 24:21, 24:23, 29:13, 29:20, 46:4, 50:3, 50:5, 50:15, 50:19, 51:15, 52:19, 60:16, 62:13, 68:13, 69:11, 70:14, 75:17, 75:19, 76:1, 76:12, 76:14, 77:1, 78:12, 78:19, 79:6, 79:14, 79:20, 87:6, 87:7, 87:8, 87:25, 88:2, 92:5, 92:6, 94:7, 94:9, 94:10, 94:18, 94:19, 95:5, 95:7, 95:9, 95:12, 95:14, 95:16, 107:18, 117:25, 120:19, 122:20, 122:23 <b>meetings</b> [5] - 60:13, 91:5, 95:17, 95:20, 102:19 <b>Melissa</b> [10] - 51:18, 51:21, 51:22, 51:23, 79:9, 97:4, 97:8, 98:2, 98:25, 99:1 <b>member</b> [6] - 6:7, 6:25, 8:14, 105:15, 105:17, 117:16 <b>Member</b> [2] - 118:6, 118:13 <b>members</b> [14] - 17:1, 43:11, 51:24, 52:1, 52:3, 65:12, 65:16, 79:8, 106:18, 106:19, 108:19, 121:19, 121:21 <b>memo</b> [1] - 103:5 <b>memorandum</b> [1] - 38:2 <b>mentioned</b> [14] - 18:22, 26:16, 29:1, 33:1, 44:24, 63:15, 65:8, 69:12, 70:4, 74:9, 77:19, 80:15, 82:6, 92:23 <b>mentors</b> [1] - 8:9 <b>met</b> [4] - 95:7, 95:15, 118:2, 118:3 <b>Miami</b> [2] - 35:1, 35:4 <b>Miami's</b> [1] - 35:4 <b>Michael</b> [15] - 14:13, 43:22, 43:25, 44:3, 44:9, 44:22, 46:3, 50:17, 51:14, 60:3, 61:25, 71:16, 109:5, 118:12, 120:14 <b>MICHAEL</b> [5] - 1:7, 3:6, 5:2, 124:6, 125:8 <b>middle</b> [2] - 41:13, 102:8 <b>might</b> [16] - 19:14, 40:2, 43:22, 44:15, 44:24, 44:25, 52:7, 52:8, 52:10, 58:19, 72:7, 74:14, 74:15, 76:5, 91:25, 101:16 <b>Mike</b> [34] - 5:8, 5:10, 5:12, 11:3, 16:22, 17:16, 24:3, 25:15, 35:12, 36:25, 42:17, 44:8, 50:2, 51:17, 52:15, 53:12, 63:20, 72:17, 75:17, 80:7, 80:11, 81:10, 85:10, 87:4, 90:4, 90:15, 93:24, 96:23, 97:1, 97:3, 101:5, 103:7, 118:19, 123:1 <b>Mike's</b> [1] - 15:1 <b>Miller</b> [6] - 5:19, 7:9, 56:5, 66:15, 117:17, 117:19 <b>mind</b> [3] - 26:10, 29:3, 71:8 <b>mindful</b> [1] - 26:3 <b>minute</b> [2] - 83:19 <b>minutes</b> [6] - 72:6, 92:5, 107:17, 113:6, 117:3, 121:9 <b>MIRA</b> [1] - 103:16 <b>mixed</b> [2] - 100:19, 100:21 <b>Moelis</b> [3] - 75:19, 79:12, 93:13 <b>moments</b> [1] - 26:16 <b>money</b> [9] - 8:20, 8:21, 15:4, 27:23, 38:7, 42:9, 54:24, 55:2, 112:12 <b>monitoring</b> [1] - 77:11 <b>month</b> [1] - 91:2 <b>monthly</b> [3] - 38:18, 109:25, 110:1 <b>months</b> [17] - 21:25, 30:4, 53:20, 55:11, 57:20, 57:24, 58:2, 58:6, 58:7, 91:8, 109:12, 110:3, 110:6, 110:8, 110:10, 119:22 <b>Moody's</b> [1] - 105:1	<b>Morg</b> [1] - 85:4 <b>Morgan</b> [14] - 47:21, 75:24, 75:25, 79:10, 80:23, 84:14, 85:8, 87:10, 88:5, 88:24, 93:19 <b>Morgan's</b> [2] - 46:19, 47:12 <b>Morgans</b> [2] - 89:9, 93:19 <b>most</b> [7] - 5:12, 31:22, 41:2, 41:18, 56:13, 67:24, 104:9 <b>mostly</b> [1] - 78:25 <b>MOU</b> [2] - 37:22, 38:1 <b>Mousa</b> [2] - 14:1, 113:4 <b>move</b> [9] - 77:13, 79:24, 82:2, 83:4, 83:6, 83:13, 87:17, 88:16, 90:2 <b>moved</b> [5] - 9:3, 74:23, 82:19, 82:21, 96:18 <b>moving</b> [2] - 27:16, 80:4 <b>MR</b> [135] - 3:7, 3:8, 5:7, 9:16, 9:23, 10:24, 11:1, 11:2, 11:20, 11:22, 16:20, 16:21, 17:8, 17:15, 18:15, 18:24, 19:16, 20:15, 21:12, 23:5, 23:7, 24:1, 24:5, 25:14, 26:1, 26:6, 26:18, 26:19, 28:23, 32:22, 33:19, 35:10, 36:22, 36:24, 36:25, 37:1, 37:2, 38:16, 39:4, 39:7, 39:16, 42:16, 42:21, 43:21, 44:5, 44:12, 45:6, 46:2, 46:8, 46:13, 46:14, 46:18, 49:14, 49:17, 49:19, 49:23, 49:24, 50:1, 51:2, 54:7, 54:10, 59:16, 59:20, 59:21, 60:1, 61:10, 61:24, 62:6, 63:14, 63:16, 63:17, 63:22, 64:2, 64:5, 64:7, 64:8, 65:7, 67:13, 70:16, 71:15, 71:21, 73:7, 73:16, 74:2, 75:15, 79:4, 79:23, 79:25, 80:3, 81:23, 81:25, 82:1, 82:3, 83:18, 83:21, 83:24, 84:1, 84:4, 86:22, 86:24, 87:1,	
<b>M</b>				
<b>ma'am</b> [1] - 49:15 <b>Mace</b> [3] - 51:14, 92:20, 93:11 <b>Macquarie</b> [3] - 103:14, 103:17, 104:14 <b>mail</b> [8] - 50:2, 97:1, 97:7, 101:8, 102:3, 102:4, 102:8, 103:5 <b>mails</b> [3] - 93:11, 97:3, 101:4 <b>major</b> [1] - 108:21 <b>majority</b> [1] - 25:23 <b>maker</b> [1] - 66:1 <b>manage</b> [2] - 30:15, 41:7 <b>manageable</b> [1] - 60:7 <b>managed</b> [2] - 25:22, 40:17 <b>Management</b> [11] - 11:25, 12:5, 12:17, 22:9, 22:16, 49:10, 62:9, 77:17, 81:9, 81:11, 116:2 <b>management</b> [1] - 13:3 <b>manager</b> [2] - 73:12 <b>manages</b> [1] - 30:13 <b>managing</b> [3] - 30:16, 44:9, 53:24 <b>manner</b> [1] - 38:17 <b>March</b> [7] - 10:7, 23:3, 60:4, 61:18, 61:23, 74:23, 91:1 <b>mark</b> [2] - 49:19, 79:2 <b>marked</b> [25] - 12:12, 36:2, 46:17, 49:22, 80:2, 80:12, 80:20, 81:3, 84:5, 84:18, 87:12, 90:8, 96:3, 97:11, 99:2, 101:3, 101:12, 103:4, 105:10, 106:8, 107:20, 109:8, 116:23, 119:4, 120:22 <b>market</b> [2] - 31:9, 41:7 <b>marketing</b> [2] - 47:24,				



<p>87:3, 87:8, 87:10, 87:13, 88:1, 89:12, 91:4, 91:25, 92:5, 94:2, 94:4, 96:13, 96:15, 96:17, 96:18, 96:19, 96:20, 96:22, 96:24, 98:4, 98:6, 110:21, 112:25, 113:19, 114:5, 116:9, 116:18, 121:1, 122:17, 122:25, 123:1, 123:6, 123:8</p> <p><b>multiple</b> [1] - 68:5</p> <p><b>multiples</b> [1] - 68:4</p> <p><b>must</b> [3] - 98:9, 100:1, 105:16</p>	<p>68:14, 75:6</p> <p><b>neighbor</b> [1] - 65:25</p> <p><b>nervous</b> [1] - 55:17</p> <p><b>never</b> [55] - 20:14, 22:14, 25:6, 25:12, 26:14, 27:10, 29:11, 30:8, 32:20, 34:6, 36:8, 36:21, 46:24, 47:1, 47:23, 48:10, 48:12, 55:11, 55:13, 58:12, 59:3, 59:4, 66:2, 71:7, 74:18, 75:14, 78:8, 82:15, 82:17, 82:19, 82:21, 82:23, 82:24, 82:25, 83:6, 87:20, 106:15, 114:6, 115:6, 115:14, 115:15, 115:20, 116:7, 117:25, 118:2, 118:3, 122:22</p> <p><b>New</b> [6] - 43:14, 44:1, 44:3, 45:9, 86:14, 89:7</p> <p><b>new</b> [13] - 5:21, 7:4, 10:4, 20:2, 20:20, 31:11, 54:15, 54:18, 66:11, 66:12, 85:21, 86:17</p> <p><b>newly</b> [1] - 112:17</p> <p><b>news</b> [2] - 90:4, 90:9</p> <p><b>next</b> [9] - 49:12, 65:24, 80:11, 87:4, 94:14, 96:1, 96:25, 102:25, 107:16</p> <p><b>next-door</b> [1] - 65:24</p> <p><b>NFL</b> [1] - 7:24</p> <p><b>Niedfeldt</b> [2] - 44:13, 45:14</p> <p><b>night</b> [2] - 73:14, 101:14</p> <p><b>non</b> [1] - 8:1</p> <p><b>nondisclosure</b> [2] - 62:25, 111:8</p> <p><b>none</b> [1] - 31:22</p> <p><b>nongovernmental</b> [1] - 8:1</p> <p><b>noninsured</b> [1] - 8:19</p> <p><b>nonlawyer</b> [1] - 6:6</p> <p><b>nonprofit</b> [1] - 8:9</p> <p><b>nonspecific</b> [1] - 39:8</p> <p><b>normal</b> [3] - 48:20, 107:5, 108:9</p> <p><b>normally</b> [5] - 48:18, 105:2, 108:21, 108:25, 122:10</p> <p><b>northeast</b> [1] - 112:8</p> <p><b>Notary</b> [3] - 1:15, 124:5, 124:19</p> <p><b>notes</b> [3] - 44:8,</p>	<p>116:10, 125:10</p> <p><b>nothing</b> [6] - 13:11, 34:20, 34:21, 104:14, 104:21, 114:14</p> <p><b>November</b> [14] - 10:22, 29:13, 30:5, 32:8, 68:11, 90:16, 90:19, 90:22, 91:5, 91:6, 91:7, 107:18, 122:20</p> <p><b>November/December</b> [1] - 30:23</p> <p><b>nuclear</b> [1] - 25:21</p> <p><b>number</b> [8] - 34:1, 36:13, 53:20, 55:10, 78:13, 93:19, 111:24, 121:1</p> <p><b>Number</b> [9] - 11:20, 11:22, 46:10, 80:12, 80:13, 84:9, 97:1, 102:12, 116:21</p> <p><b>numbered</b> [1] - 80:12</p> <p><b>numbers</b> [1] - 115:15</p> <p><b>numerous</b> [1] - 89:10</p>	<p>119:10, 119:11, 119:17, 120:11</p> <p><b>officer</b> [3] - 13:25, 14:1, 14:3</p> <p><b>official</b> [3] - 67:6, 117:13, 124:10</p> <p><b>officials</b> [2] - 108:18, 108:19</p> <p><b>often</b> [2] - 31:22, 108:13</p> <p><b>ON</b> [1] - 1:3</p> <p><b>on-the-ground</b> [1] - 110:25</p> <p><b>once</b> [4] - 10:5, 15:16, 19:20, 62:13</p> <p><b>One</b> [2] - 1:12, 2:5</p> <p><b>one</b> [74] - 17:20, 17:24, 18:22, 19:14, 19:18, 22:2, 22:3, 22:12, 25:10, 29:3, 32:1, 32:11, 32:24, 33:10, 34:17, 38:18, 39:9, 39:10, 42:14, 43:12, 44:4, 45:6, 46:6, 46:9, 48:17, 53:20, 65:9, 66:13, 66:14, 67:2, 68:9, 68:13, 68:14, 68:15, 68:23, 69:12, 71:17, 73:10, 74:3, 74:7, 75:7, 75:21, 77:22, 78:14, 79:5, 79:21, 81:21, 82:4, 83:7, 85:7, 88:22, 91:21, 92:17, 92:22, 96:1, 96:25, 100:9, 100:16, 100:22, 100:25, 102:7, 102:25, 103:17, 112:8, 113:7, 116:11, 117:20, 118:18, 118:20, 118:23</p> <p><b>ones</b> [5] - 32:17, 37:12, 45:25, 96:6</p> <p><b>open</b> [3] - 40:8, 121:16, 121:25</p> <p><b>operation</b> [1] - 25:17</p> <p><b>opinion</b> [7] - 53:9, 53:15, 53:17, 57:12, 71:13, 102:12, 102:16</p> <p><b>opinion's</b> [1] - 71:11</p> <p><b>opinions</b> [3] - 53:13, 102:10, 122:4</p> <p><b>opportunities</b> [1] - 102:20</p> <p><b>opportunity</b> [4] - 31:9, 66:18, 66:20, 74:4</p> <p><b>option</b> [3] - 42:15,</p>	<p>74:12, 116:3</p> <p><b>options</b> [5] - 42:14, 78:13, 78:17, 87:7, 100:25</p> <p><b>order</b> [4] - 58:12, 80:10, 80:18, 118:19</p> <p><b>ordinance</b> [1] - 114:15</p> <p><b>organization</b> [5] - 5:11, 7:16, 8:8, 8:18, 10:4</p> <p><b>original</b> [1] - 66:13</p> <p><b>outcome</b> [1] - 71:9</p> <p><b>outcry</b> [1] - 23:21</p> <p><b>outlandish</b> [1] - 121:14</p> <p><b>outright</b> [1] - 33:15</p> <p><b>outside</b> [1] - 17:12</p> <p><b>overstatement</b> [1] - 92:16</p> <p><b>overstepping</b> [1] - 111:10</p> <p><b>own</b> [6] - 22:7, 54:3, 68:7, 74:11, 74:13, 86:1</p> <p><b>owned</b> [9] - 15:8, 52:17, 53:2, 53:5, 53:6, 53:7, 53:14, 53:16, 54:2</p> <p><b>owner</b> [1] - 14:25</p> <p><b>owners</b> [1] - 7:24</p> <p><b>owns</b> [2] - 54:13, 57:19</p>	
<b>N</b>		<b>O</b>		<b>P</b>	
<p><b>name</b> [21] - 5:8, 7:9, 12:4, 18:11, 43:13, 43:22, 44:10, 44:12, 44:14, 49:14, 52:15, 54:8, 63:22, 64:3, 64:6, 73:4, 73:8, 93:18, 93:20, 93:21, 103:14</p> <p><b>named</b> [1] - 54:15</p> <p><b>names</b> [10] - 32:6, 32:19, 43:10, 43:19, 45:15, 76:2, 76:8, 79:18, 85:6, 103:17</p> <p><b>naming</b> [1] - 115:15</p> <p><b>Nassau</b> [1] - 6:5</p> <p><b>nature</b> [1] - 122:7</p> <p><b>NDA</b> [8] - 56:6, 56:13, 66:2, 66:4, 66:8, 66:9, 66:11, 74:1</p> <p><b>NDAs</b> [1] - 66:12</p> <p><b>necessarily</b> [3] - 30:18, 72:17, 89:9</p> <p><b>need</b> [6] - 15:2, 34:5, 56:11, 61:2, 71:1, 91:20</p> <p><b>needed</b> [7] - 25:8, 34:2, 34:6, 34:8, 34:14, 38:4, 58:9</p> <p><b>negative</b> [2] - 22:22, 23:15</p> <p><b>negatively</b> [3] - 59:13, 70:12, 70:17</p> <p><b>negotiate</b> [1] - 69:8</p> <p><b>negotiated</b> [1] - 7:19</p> <p><b>negotiation</b> [4] - 31:10, 67:10, 67:16, 68:17</p> <p><b>negotiations</b> [3] - 67:20, 67:23, 110:19</p> <p><b>negotiators</b> [3] -</p>	<p><b>OATH</b> [1] - 124:1</p> <p><b>oath</b> [1] - 5:4</p> <p><b>obligation</b> [1] - 26:3</p> <p><b>observe</b> [6] - 22:6, 22:10, 51:6, 51:7, 51:11</p> <p><b>observer</b> [1] - 62:4</p> <p><b>observing</b> [1] - 97:17</p> <p><b>obvious</b> [1] - 122:3</p> <p><b>occurred</b> [1] - 106:18</p> <p><b>odd</b> [1] - 84:9</p> <p><b>OF</b> [7] - 1:6, 2:1, 124:1, 124:2, 124:3, 125:3, 125:4</p> <p><b>Off-the-record</b> [1] - 46:16</p> <p><b>offer</b> [8] - 26:12, 30:2, 36:7, 54:15, 55:21, 63:8, 70:9, 73:21</p> <p><b>offered</b> [3] - 48:15, 82:15, 112:24</p> <p><b>offering</b> [3] - 56:9, 78:15, 112:24</p> <p><b>offers</b> [3] - 33:7, 63:9, 82:20</p> <p><b>Office</b> [4] - 6:4, 6:14, 8:13, 117:21</p> <p><b>office</b> [15] - 6:15, 9:19, 15:23, 24:23, 25:3, 68:15, 90:23, 91:9, 91:10, 95:17, 95:21,</p>	<p><b>oath</b> [1] - 124:1</p> <p><b>oath</b> [1] - 5:4</p> <p><b>obligation</b> [1] - 26:3</p> <p><b>observe</b> [6] - 22:6, 22:10, 51:6, 51:7, 51:11</p> <p><b>observer</b> [1] - 62:4</p> <p><b>observing</b> [1] - 97:17</p> <p><b>obvious</b> [1] - 122:3</p> <p><b>occurred</b> [1] - 106:18</p> <p><b>odd</b> [1] - 84:9</p> <p><b>OF</b> [7] - 1:6, 2:1, 124:1, 124:2, 124:3, 125:3, 125:4</p> <p><b>Off-the-record</b> [1] - 46:16</p> <p><b>offer</b> [8] - 26:12, 30:2, 36:7, 54:15, 55:21, 63:8, 70:9, 73:21</p> <p><b>offered</b> [3] - 48:15, 82:15, 112:24</p> <p><b>offering</b> [3] - 56:9, 78:15, 112:24</p> <p><b>offers</b> [3] - 33:7, 63:9, 82:20</p> <p><b>Office</b> [4] - 6:4, 6:14, 8:13, 117:21</p> <p><b>office</b> [15] - 6:15, 9:19, 15:23, 24:23, 25:3, 68:15, 90:23, 91:9, 91:10, 95:17, 95:21,</p>	<p><b>one</b> [2] - 1:12, 2:5</p> <p><b>one</b> [74] - 17:20, 17:24, 18:22, 19:14, 19:18, 22:2, 22:3, 22:12, 25:10, 29:3, 32:1, 32:11, 32:24, 33:10, 34:17, 38:18, 39:9, 39:10, 42:14, 43:12, 44:4, 45:6, 46:6, 46:9, 48:17, 53:20, 65:9, 66:13, 66:14, 67:2, 68:9, 68:13, 68:14, 68:15, 68:23, 69:12, 71:17, 73:10, 74:3, 74:7, 75:7, 75:21, 77:22, 78:14, 79:5, 79:21, 81:21, 82:4, 83:7, 85:7, 88:22, 91:21, 92:17, 92:22, 96:1, 96:25, 100:9, 100:16, 100:22, 100:25, 102:7, 102:25, 103:17, 112:8, 113:7, 116:11, 117:20, 118:18, 118:20, 118:23</p> <p><b>ones</b> [5] - 32:17, 37:12, 45:25, 96:6</p> <p><b>open</b> [3] - 40:8, 121:16, 121:25</p> <p><b>operation</b> [1] - 25:17</p> <p><b>opinion</b> [7] - 53:9, 53:15, 53:17, 57:12, 71:13, 102:12, 102:16</p> <p><b>opinion's</b> [1] - 71:11</p> <p><b>opinions</b> [3] - 53:13, 102:10, 122:4</p> <p><b>opportunities</b> [1] - 102:20</p> <p><b>opportunity</b> [4] - 31:9, 66:18, 66:20, 74:4</p> <p><b>option</b> [3] - 42:15,</p>	<p><b>p.m</b> [3] - 1:11, 123:10</p> <p><b>P3</b> [1] - 47:8</p> <p><b>package</b> [1] - 84:9</p> <p><b>Page</b> [2] - 3:5, 4:2</p> <p><b>page</b> [13] - 31:6, 47:2, 88:20, 90:4, 90:18, 93:24, 93:25, 94:1, 98:7, 101:6, 121:1</p> <p><b>pages</b> [1] - 125:9</p> <p><b>paid</b> [11] - 34:11, 38:7, 38:10, 38:17, 38:20, 38:22, 39:1, 39:3, 89:22, 109:14</p> <p><b>paper</b> [1] - 41:21</p> <p><b>paragraphs</b> [1] - 93:23</p> <p><b>paranoid</b> [1] - 55:23</p> <p><b>paraphrasing</b> [1] - 29:14</p> <p><b>parent</b> [1] - 18:10</p> <p><b>park</b> [1] - 30:14</p> <p><b>parking</b> [8] - 13:20, 30:24, 31:1, 31:20, 31:21, 32:1, 32:3, 33:1</p> <p><b>part</b> [11] - 16:5, 23:16,</p>	

<p>60:13, 73:13, 95:8, 101:4, 101:5, 107:5, 108:5, 110:16, 111:8</p> <p><b>participants</b> [1] - 65:11</p> <p><b>participate</b> [2] - 67:10, 67:21</p> <p><b>participated</b> [3] - 48:10, 107:1, 116:14</p> <p><b>participating</b> [1] - 46:3</p> <p><b>participation</b> [4] - 12:23, 64:12, 64:22, 64:23</p> <p><b>particular</b> [5] - 39:2, 42:11, 56:17, 56:19, 115:21</p> <p><b>particularly</b> [2] - 116:17, 117:21</p> <p><b>parties</b> [2] - 32:7, 125:13</p> <p><b>parties'</b> [1] - 125:14</p> <p><b>Partners</b> [9] - 54:14, 73:5, 73:10, 109:3, 109:6, 109:11, 109:17, 110:5, 113:2</p> <p><b>partnerships</b> [1] - 31:13</p> <p><b>party</b> [3] - 7:7, 37:6, 41:24</p> <p><b>passed</b> [1] - 13:15</p> <p><b>past</b> [1] - 26:14</p> <p><b>path</b> [1] - 64:9</p> <p><b>Paul</b> [13] - 23:2, 23:7, 52:5, 52:6, 52:15, 52:16, 52:19, 52:25, 79:9, 95:12, 95:14, 95:19, 95:21</p> <p><b>pay</b> [10] - 30:15, 30:16, 34:12, 34:15, 34:18, 89:14, 97:19</p> <p><b>payment</b> [1] - 34:22</p> <p><b>penny</b> [1] - 34:3</p> <p><b>pension</b> [14] - 9:8, 13:3, 42:9, 53:25, 69:19, 69:20, 69:21, 113:9, 114:7, 114:9, 114:10, 114:15, 114:21, 114:23</p> <p><b>people</b> [22] - 5:13, 8:19, 10:12, 13:1, 16:3, 17:25, 18:1, 23:10, 27:14, 30:19, 36:9, 36:10, 40:4, 42:19, 48:19, 56:11, 65:21, 72:18, 76:19, 94:10, 94:23, 115:13</p> <p><b>perceived</b> [1] - 68:17</p> <p><b>percent</b> [1] - 25:11</p> <p><b>percentage</b> [1] -</p>	<p>100:20</p> <p><b>perfect</b> [2] - 13:14, 74:6</p> <p><b>perfectly</b> [1] - 105:24</p> <p><b>performance</b> [1] - 112:2</p> <p><b>performed</b> [2] - 38:8, 49:8</p> <p><b>perhaps</b> [3] - 43:22, 84:8, 116:24</p> <p><b>period</b> [14] - 7:15, 8:22, 26:12, 40:8, 56:9, 57:21, 58:8, 59:24, 62:1, 75:2, 95:11, 112:14, 113:1, 113:7</p> <p><b>periodically</b> [1] - 15:12</p> <p><b>permanent</b> [1] - 107:22</p> <p><b>permission</b> [1] - 22:24</p> <p><b>person</b> [6] - 50:17, 67:24, 68:13, 73:2, 78:21</p> <p><b>person-to-person</b> [1] - 68:13</p> <p><b>personally</b> [2] - 53:12, 124:7</p> <p><b>perspective</b> [2] - 29:9, 85:10</p> <p><b>pervasive</b> [1] - 108:13</p> <p><b>Petway</b> [15] - 19:9, 21:15, 21:16, 21:17, 22:3, 29:2, 29:13, 59:16, 104:10, 120:15, 121:5, 121:10, 122:20, 122:23</p> <p><b>petway's</b> [1] - 120:18</p> <p><b>Petway's</b> [2] - 29:19, 59:17</p> <p><b>PFM</b> [49] - 12:5, 35:6, 37:4, 37:14, 37:17, 37:19, 38:7, 38:17, 39:6, 39:14, 39:18, 40:1, 40:12, 40:14, 40:16, 40:17, 40:25, 41:12, 42:3, 42:7, 42:20, 43:10, 44:9, 44:11, 44:13, 45:4, 45:11, 45:20, 48:11, 48:22, 49:9, 50:17, 57:23, 57:25, 88:23, 89:4, 92:21, 96:9, 96:14, 96:21, 97:12, 97:21, 98:11, 98:21, 100:12, 100:22, 100:24, 116:13</p> <p><b>phenomenal</b> [1] - 10:19</p>	<p><b>phone</b> [2] - 39:14, 72:5</p> <p><b>phonetically</b> [1] - 18:19</p> <p><b>pick</b> [1] - 80:18</p> <p><b>picking</b> [2] - 81:6, 81:8</p> <p><b>picture</b> [1] - 118:21</p> <p><b>piece</b> [1] - 6:16</p> <p><b>pieces</b> [2] - 57:16, 60:21</p> <p><b>piggyback</b> [10] - 34:25, 35:4, 35:11, 35:13, 35:20, 35:25, 36:1, 36:6, 36:7, 85:20</p> <p><b>piggybacked</b> [1] - 85:13</p> <p><b>pile</b> [2] - 11:20, 80:11</p> <p><b>pissed</b> [3] - 101:11, 101:16, 101:18</p> <p><b>place</b> [2] - 15:4, 64:12</p> <p><b>places</b> [1] - 112:9</p> <p><b>plan</b> [3] - 53:25, 64:12, 64:24</p> <p><b>planning</b> [1] - 31:9</p> <p><b>plants</b> [1] - 57:23</p> <p><b>player</b> [1] - 24:9</p> <p><b>plug</b> [1] - 63:11</p> <p><b>plus</b> [1] - 80:10</p> <p><b>point</b> [5] - 27:8, 77:8, 77:13, 94:25, 119:5</p> <p><b>Poor</b> [1] - 105:1</p> <p><b>pop</b> [1] - 17:6</p> <p><b>population's</b> [1] - 112:7</p> <p><b>Port</b> [4] - 11:17, 12:8, 45:23, 47:15</p> <p><b>port</b> [3] - 33:9, 44:19, 102:22</p> <p><b>position</b> [2] - 52:23, 112:17</p> <p><b>positions</b> [2] - 6:2, 121:22</p> <p><b>positive</b> [5] - 70:12, 108:12, 111:20, 112:15, 112:21</p> <p><b>positively</b> [1] - 106:14</p> <p><b>possibility</b> [5] - 55:14, 59:1, 59:3, 95:22, 103:10</p> <p><b>possible</b> [3] - 26:15, 39:10, 104:11</p> <p><b>possibly</b> [5] - 50:25, 65:20, 77:24, 97:15, 122:2</p> <p><b>potential</b> [23] - 14:7, 14:22, 16:18, 16:24, 16:25, 17:17, 17:18, 17:21, 19:1, 26:21,</p>	<p>26:23, 27:11, 30:22, 31:11, 47:13, 47:20, 66:25, 77:4, 103:18, 116:5, 118:10, 122:3, 122:19</p> <p><b>potentially</b> [7] - 19:3, 25:24, 29:1, 33:8, 92:11, 102:21, 110:19</p> <p><b>Power</b> [11] - 18:6, 109:3, 109:6, 109:10, 109:17, 110:5, 113:2, 117:22, 118:7, 118:14</p> <p><b>PPM</b> [2] - 60:5, 63:20</p> <p><b>PPP</b> [6] - 54:10, 64:2, 64:7, 71:17, 110:5, 110:24</p> <p><b>practice</b> [2] - 108:16, 108:17</p> <p><b>precisely</b> [1] - 16:13</p> <p><b>predetermined</b> [1] - 71:10</p> <p><b>preexisting</b> [2] - 37:19, 37:21</p> <p><b>premature</b> [1] - 122:14</p> <p><b>premise</b> [3] - 102:1, 102:10, 102:12</p> <p><b>preparation</b> [1] - 97:18</p> <p><b>prepared</b> [1] - 74:5</p> <p><b>preparing</b> [1] - 77:14</p> <p><b>present</b> [1] - 51:13</p> <p><b>presentation</b> [1] - 70:18</p> <p><b>presentations</b> [1] - 43:15</p> <p><b>presented</b> [3] - 7:24, 25:12, 62:9</p> <p><b>president</b> [4] - 8:2, 8:7, 8:10, 8:17</p> <p><b>press</b> [7] - 64:20, 65:4, 78:22, 78:23, 101:14, 102:9, 119:3</p> <p><b>pretty</b> [10] - 19:9, 26:23, 33:5, 43:17, 52:23, 63:1, 68:12, 78:15, 92:9, 121:25</p> <p><b>previously</b> [1] - 121:7</p> <p><b>price</b> [1] - 69:6</p> <p><b>prioritization</b> [2] - 19:1, 49:11</p> <p><b>prioritize</b> [1] - 29:1</p> <p><b>private</b> [10] - 15:8, 15:9, 30:9, 31:13, 52:17, 58:13, 58:15, 103:10, 112:19, 116:7</p> <p><b>privately</b> [5] - 53:2,</p>	<p>53:6, 53:7, 53:14, 53:16</p> <p><b>privatization</b> [8] - 11:13, 27:18, 30:9, 78:17, 106:25, 116:5, 121:22, 122:19</p> <p><b>privatizing</b> [3] - 29:15, 30:7, 88:8</p> <p><b>privilege</b> [1] - 53:23</p> <p><b>process</b> [51] - 12:18, 19:22, 20:13, 20:17, 20:18, 20:24, 22:13, 22:23, 24:6, 25:4, 26:2, 27:11, 34:2, 34:5, 34:22, 35:19, 37:6, 37:15, 39:22, 40:12, 40:16, 40:17, 40:22, 40:25, 49:4, 49:6, 49:8, 49:10, 57:10, 59:23, 62:17, 63:9, 63:11, 64:21, 65:9, 65:11, 65:13, 65:15, 66:3, 66:22, 77:5, 78:10, 83:16, 85:5, 88:8, 110:14, 110:15, 113:3, 115:10</p> <p><b>procurement</b> [7] - 13:3, 20:18, 20:21, 37:5, 65:15, 86:1, 86:5</p> <p><b>produced</b> [1] - 84:13</p> <p><b>product</b> [1] - 98:11</p> <p><b>production</b> [1] - 88:5</p> <p><b>program</b> [4] - 5:18, 5:24, 6:13, 8:9</p> <p><b>prohibited</b> [2] - 65:12, 73:24</p> <p><b>project</b> [1] - 43:11</p> <p><b>projection</b> [1] - 111:15</p> <p><b>projections</b> [1] - 111:11</p> <p><b>projects</b> [1] - 31:12</p> <p><b>promoted</b> [1] - 25:20</p> <p><b>pronounce</b> [1] - 75:19</p> <p><b>properly</b> [1] - 53:10</p> <p><b>properties</b> [2] - 57:16, 57:19</p> <p><b>property</b> [2] - 69:23, 70:1</p> <p><b>proposal</b> [2] - 11:4, 71:20</p> <p><b>pros</b> [2] - 23:3, 23:11</p> <p><b>prosecution</b> [1] - 6:16</p> <p><b>prosecutor</b> [3] - 8:13, 8:16, 117:7</p> <p><b>prospective</b> [5] - 29:5, 35:7, 76:10, 76:11, 76:21</p>
---	--	---	--	---

<p><b>protect</b> [1] - 89:8</p> <p><b>provide</b> [7] - 31:8, 53:22, 77:4, 82:11, 82:12, 82:17, 98:7</p> <p><b>provided</b> [5] - 34:10, 34:11, 82:6, 110:5, 110:23</p> <p><b>provides</b> [1] - 8:19</p> <p><b>providing</b> [5] - 88:11, 89:15, 109:19, 115:4, 123:6</p> <p><b>pub</b> [1] - 53:5</p> <p><b>Public</b> [20] - 1:15, 11:25, 12:5, 12:17, 22:8, 22:16, 34:4, 49:9, 62:8, 77:17, 81:9, 81:11, 109:3, 109:6, 109:10, 109:17, 113:2, 116:1, 124:6, 124:19</p> <p><b>public</b> [43] - 12:3, 19:10, 20:7, 20:11, 22:21, 22:22, 23:2, 23:10, 23:21, 31:13, 39:23, 40:1, 40:18, 40:21, 44:17, 44:20, 47:19, 53:1, 53:2, 53:3, 55:13, 56:10, 56:14, 58:14, 67:5, 69:25, 78:15, 81:5, 81:15, 96:11, 96:12, 97:4, 97:10, 98:8, 99:4, 100:15, 105:2, 105:22, 109:4, 112:18, 117:13</p> <p><b>publication</b> [1] - 40:24</p> <p><b>publications</b> [2] - 40:2, 40:3</p> <p><b>publicized</b> [1] - 40:21</p> <p><b>publicly</b> [4] - 53:5, 53:14, 53:16, 59:6</p> <p><b>publish</b> [1] - 42:3</p> <p><b>published</b> [2] - 40:15, 41:24</p> <p><b>publishing</b> [1] - 39:22</p> <p><b>pulled</b> [1] - 63:11</p> <p><b>purchase</b> [14] - 19:20, 20:18, 20:19, 20:20, 25:16, 26:13, 30:18, 32:3, 37:10, 55:21, 60:19, 74:5</p> <p><b>purchased</b> [1] - 33:10</p> <p><b>purchaser</b> [1] - 17:21</p> <p><b>purchasers</b> [2] - 30:24, 31:1</p> <p><b>purchases</b> [2] - 17:17, 17:19</p> <p><b>purchasing</b> [2] - 32:7, 60:23</p> <p><b>purpose</b> [1] - 31:7</p>	<p><b>pursue</b> [3] - 50:23, 50:25, 82:23</p> <p><b>pursuing</b> [1] - 16:17</p> <p><b>pursuit</b> [1] - 118:11</p> <p><b>pushed</b> [1] - 61:6</p> <p><b>put</b> [19] - 10:24, 11:7, 12:13, 14:18, 20:10, 22:16, 25:9, 29:8, 32:15, 40:8, 46:10, 48:15, 59:14, 64:12, 65:18, 66:4, 72:14, 118:24</p> <p><b>putting</b> [3] - 72:11, 73:11, 73:24</p>	<p>66:15, 74:4, 90:17, 99:5, 101:10, 101:17, 101:21</p> <p><b>reading</b> [9] - 78:25, 91:22, 94:5, 94:16, 98:15, 99:25, 101:22, 102:7, 121:2</p> <p><b>reads</b> [1] - 102:4</p> <p><b>ready</b> [2] - 90:2, 103:9</p> <p><b>real</b> [3] - 27:4, 58:14, 79:6</p> <p><b>Real</b> [1] - 103:14</p> <p><b>really</b> [16] - 9:2, 10:8, 19:4, 21:10, 24:24, 27:10, 43:9, 52:7, 55:25, 57:12, 65:21, 75:8, 103:19, 105:25, 110:18, 121:13</p> <p><b>reason</b> [6] - 18:22, 53:21, 58:11, 99:7, 105:16, 116:4</p> <p><b>reasonable</b> [5] - 14:22, 15:17, 58:1, 59:3, 59:4</p> <p><b>reasons</b> [3] - 102:5, 105:13, 111:24</p> <p><b>recalled</b> [1] - 93:16</p> <p><b>receive</b> [2] - 54:18, 64:11</p> <p><b>received</b> [3] - 48:24, 71:2, 88:3</p> <p><b>receives</b> [1] - 48:13</p> <p><b>receiving</b> [1] - 72:1</p> <p><b>recent</b> [3] - 30:1, 32:2, 88:5</p> <p><b>recently</b> [2] - 103:20, 103:22</p> <p><b>receptivity</b> [1] - 71:21</p> <p><b>Recess</b> [1] - 84:3</p> <p><b>recognize</b> [2] - 43:19, 43:22</p> <p><b>recollection</b> [1] - 79:7</p> <p><b>recommend</b> [2] - 91:24, 99:15</p> <p><b>recommended</b> [2] - 91:23, 92:2</p> <p><b>record</b> [4] - 20:7, 46:16, 99:4, 125:9</p> <p><b>records</b> [1] - 98:8</p> <p><b>refer</b> [2] - 22:19, 116:1</p> <p><b>reference</b> [1] - 121:18</p> <p><b>referenced</b> [2] - 49:3, 106:2</p> <p><b>referendum</b> [2] - 59:2, 65:22</p> <p><b>referred</b> [3] - 59:18, 61:18, 94:24</p> <p><b>referring</b> [8] - 23:18, 48:9, 57:4, 58:4,</p>	<p>59:24, 61:19, 62:20, 91:5</p> <p><b>reform</b> [1] - 114:23</p> <p><b>regard</b> [2] - 13:22, 71:13</p> <p><b>regarding</b> [3] - 14:7, 46:4, 50:6</p> <p><b>regards</b> [1] - 121:22</p> <p><b>relate</b> [2] - 68:20, 69:25</p> <p><b>related</b> [5] - 69:9, 102:12, 106:3, 107:4, 114:11</p> <p><b>relates</b> [1] - 69:22</p> <p><b>relating</b> [5] - 31:8, 33:22, 70:7, 104:4, 104:23</p> <p><b>relationship</b> [2] - 38:4, 118:13</p> <p><b>relative</b> [2] - 125:12, 125:14</p> <p><b>relatively</b> [2] - 30:1, 103:19</p> <p><b>relay</b> [1] - 115:16</p> <p><b>relayed</b> [1] - 70:19</p> <p><b>rely</b> [1] - 37:12</p> <p><b>remember</b> [27] - 11:3, 12:11, 12:13, 12:14, 14:19, 15:13, 16:13, 18:21, 24:2, 24:16, 25:2, 28:6, 31:25, 32:6, 36:22, 42:2, 50:14, 70:5, 79:19, 83:3, 83:10, 94:9, 95:14, 95:16, 120:8, 122:18</p> <p><b>Renaissance</b> [1] - 28:3</p> <p><b>replacement</b> [1] - 9:9</p> <p><b>report</b> [25] - 19:10, 22:9, 44:4, 45:2, 45:3, 45:4, 45:5, 57:24, 62:9, 68:19, 77:17, 77:19, 90:10, 90:11, 90:12, 96:14, 96:21, 97:10, 97:12, 97:18, 97:22, 116:2, 116:13, 125:7</p> <p><b>reported</b> [4] - 65:9, 68:16, 81:8, 96:11</p> <p><b>reporter</b> [3] - 80:1, 102:1, 121:16</p> <p><b>REPORTER</b> [1] - 49:16</p> <p><b>REPORTER'S</b> [1] - 125:1</p> <p><b>reports</b> [1] - 96:9</p> <p><b>represent</b> [1] - 95:1</p> <p><b>representations</b> [1] - 111:23</p>	<p><b>representative</b> [4] - 68:15, 71:16, 117:22, 118:6</p> <p><b>representatives</b> [5] - 39:17, 76:18, 79:11, 79:12, 79:20</p> <p><b>Representatives</b> [1] - 8:15</p> <p><b>representing</b> [3] - 24:13, 24:14, 42:20</p> <p><b>request</b> [17] - 11:3, 28:17, 28:18, 61:1, 97:4, 97:5, 98:2, 98:3, 98:5, 98:8, 98:20, 99:11, 99:15, 99:18, 100:18, 104:11, 120:18</p> <p><b>requested</b> [1] - 48:18</p> <p><b>requesting</b> [1] - 98:9</p> <p><b>require</b> [2] - 55:5, 69:19</p> <p><b>required</b> [6] - 41:4, 56:6, 58:5, 59:2, 59:11, 69:20</p> <p><b>requirements</b> [1] - 55:12</p> <p><b>resign</b> [2] - 119:2, 119:18</p> <p><b>resolution</b> [1] - 105:4</p> <p><b>resources</b> [1] - 15:2</p> <p><b>respect</b> [1] - 26:21</p> <p><b>respond</b> [2] - 66:24, 82:20</p> <p><b>responded</b> [7] - 36:9, 36:10, 41:5, 70:11, 70:17, 100:22, 113:15</p> <p><b>responder</b> [2] - 67:1, 103:18</p> <p><b>responders</b> [10] - 29:5, 49:11, 53:20, 62:23, 63:6, 65:19, 66:22, 66:25, 67:5, 74:10</p> <p><b>responding</b> [2] - 28:16, 99:16</p> <p><b>response</b> [10] - 46:19, 47:12, 69:9, 69:17, 69:18, 70:19, 85:22, 88:6, 102:2, 115:21</p> <p><b>responses</b> [5] - 48:12, 48:13, 48:24, 49:5, 111:6</p> <p><b>responsibilities</b> [1] - 15:22</p> <p><b>responsibility</b> [2] - 10:3, 78:4</p> <p><b>responsible</b> [2] - 6:15, 13:2</p> <p><b>responsive</b> [1] - 99:3</p>
	<b>Q</b>			
	<p><b>qualified</b> [2] - 36:15, 36:16</p> <p><b>qualify</b> [1] - 34:1</p> <p><b>questionable</b> [1] - 60:21</p> <p><b>questioned</b> [2] - 40:20, 115:23</p> <p><b>questioning</b> [1] - 39:5</p> <p><b>questions</b> [19] - 46:7, 49:25, 52:20, 55:19, 56:18, 66:22, 66:23, 69:15, 69:22, 70:4, 74:3, 75:16, 79:6, 88:22, 90:3, 92:8, 95:24, 96:13, 96:21</p> <p><b>quick</b> [2] - 79:6, 116:20</p> <p><b>quicker</b> [2] - 112:20</p> <p><b>quickest</b> [1] - 42:15</p> <p><b>quickly</b> [5] - 57:7, 60:8, 61:5, 61:6, 61:14</p> <p><b>quickness</b> [2] - 41:5, 42:22</p> <p><b>quiet</b> [1] - 58:19</p> <p><b>quite</b> [4] - 15:22, 25:22, 69:14, 118:11</p> <p><b>quote</b> [2] - 47:4, 92:2</p>			
	<b>R</b>			
	<p><b>race</b> [1] - 69:7</p> <p><b>raise</b> [2] - 15:3, 75:4</p> <p><b>ran</b> [1] - 8:13</p> <p><b>Randall</b> [6] - 13:4, 13:6, 13:7, 42:19, 52:13, 52:14</p> <p><b>rates</b> [1] - 54:1</p> <p><b>rather</b> [1] - 53:5</p> <p><b>ratings</b> [2] - 89:8, 104:25</p> <p><b>re</b> [1] - 40:11</p> <p><b>reach</b> [1] - 73:2</p> <p><b>read</b> [9] - 12:19, 47:4,</p>	<p>66:15, 74:4, 90:17, 99:5, 101:10, 101:17, 101:21</p> <p><b>reading</b> [9] - 78:25, 91:22, 94:5, 94:16, 98:15, 99:25, 101:22, 102:7, 121:2</p> <p><b>reads</b> [1] - 102:4</p> <p><b>ready</b> [2] - 90:2, 103:9</p> <p><b>real</b> [3] - 27:4, 58:14, 79:6</p> <p><b>Real</b> [1] - 103:14</p> <p><b>really</b> [16] - 9:2, 10:8, 19:4, 21:10, 24:24, 27:10, 43:9, 52:7, 55:25, 57:12, 65:21, 75:8, 103:19, 105:25, 110:18, 121:13</p> <p><b>reason</b> [6] - 18:22, 53:21, 58:11, 99:7, 105:16, 116:4</p> <p><b>reasonable</b> [5] - 14:22, 15:17, 58:1, 59:3, 59:4</p> <p><b>reasons</b> [3] - 102:5, 105:13, 111:24</p> <p><b>recalled</b> [1] - 93:16</p> <p><b>receive</b> [2] - 54:18, 64:11</p> <p><b>received</b> [3] - 48:24, 71:2, 88:3</p> <p><b>receives</b> [1] - 48:13</p> <p><b>receiving</b> [1] - 72:1</p> <p><b>recent</b> [3] - 30:1, 32:2, 88:5</p> <p><b>recently</b> [2] - 103:20, 103:22</p> <p><b>receptivity</b> [1] - 71:21</p> <p><b>Recess</b> [1] - 84:3</p> <p><b>recognize</b> [2] - 43:19, 43:22</p> <p><b>recollection</b> [1] - 79:7</p> <p><b>recommend</b> [2] - 91:24, 99:15</p> <p><b>recommended</b> [2] - 91:23, 92:2</p> <p><b>record</b> [4] - 20:7, 46:16, 99:4, 125:9</p> <p><b>records</b> [1] - 98:8</p> <p><b>refer</b> [2] - 22:19, 116:1</p> <p><b>reference</b> [1] - 121:18</p> <p><b>referenced</b> [2] - 49:3, 106:2</p> <p><b>referendum</b> [2] - 59:2, 65:22</p> <p><b>referred</b> [3] - 59:18, 61:18, 94:24</p> <p><b>referring</b> [8] - 23:18, 48:9, 57:4, 58:4,</p>	<p>59:24, 61:19, 62:20, 91:5</p> <p><b>reform</b> [1] - 114:23</p> <p><b>regard</b> [2] - 13:22, 71:13</p> <p><b>regarding</b> [3] - 14:7, 46:4, 50:6</p> <p><b>regards</b> [1] - 121:22</p> <p><b>relate</b> [2] - 68:20, 69:25</p> <p><b>related</b> [5] - 69:9, 102:12, 106:3, 107:4, 114:11</p> <p><b>relates</b> [1] - 69:22</p> <p><b>relating</b> [5] - 31:8, 33:22, 70:7, 104:4, 104:23</p> <p><b>relationship</b> [2] - 38:4, 118:13</p> <p><b>relative</b> [2] - 125:12, 125:14</p> <p><b>relatively</b> [2] - 30:1, 103:19</p> <p><b>relay</b> [1] - 115:16</p> <p><b>relayed</b> [1] - 70:19</p> <p><b>rely</b> [1] - 37:12</p> <p><b>remember</b> [27] - 11:3, 12:11, 12:13, 12:14, 14:19, 15:13, 16:13, 18:21, 24:2, 24:16, 25:2, 28:6, 31:25, 32:6, 36:22, 42:2, 50:14, 70:5, 79:19, 83:3, 83:10, 94:9, 95:14, 95:16, 120:8, 122:18</p> <p><b>Renaissance</b> [1] - 28:3</p> <p><b>replacement</b> [1] - 9:9</p> <p><b>report</b> [25] - 19:10, 22:9, 44:4, 45:2, 45:3, 45:4, 45:5, 57:24, 62:9, 68:19, 77:17, 77:19, 90:10, 90:11, 90:12, 96:14, 96:21, 97:10, 97:12, 97:18, 97:22, 116:2, 116:13, 125:7</p> <p><b>reported</b> [4] - 65:9, 68:16, 81:8, 96:11</p> <p><b>reporter</b> [3] - 80:1, 102:1, 121:16</p> <p><b>REPORTER</b> [1] - 49:16</p> <p><b>REPORTER'S</b> [1] - 125:1</p> <p><b>reports</b> [1] - 96:9</p> <p><b>represent</b> [1] - 95:1</p> <p><b>representations</b> [1] - 111:23</p>	<p><b>representative</b> [4] - 68:15, 71:16, 117:22, 118:6</p> <p><b>representatives</b> [5] - 39:17, 76:18, 79:11, 79:12, 79:20</p> <p><b>Representatives</b> [1] - 8:15</p> <p><b>representing</b> [3] - 24:13, 24:14, 42:20</p> <p><b>request</b> [17] - 11:3, 28:17, 28:18, 61:1, 97:4, 97:5, 98:2, 98:3, 98:5, 98:8, 98:20, 99:11, 99:15, 99:18, 100:18, 104:11, 120:18</p> <p><b>requested</b> [1] - 48:18</p> <p><b>requesting</b> [1] - 98:9</p> <p><b>require</b> [2] - 55:5, 69:19</p> <p><b>required</b> [6] - 41:4, 56:6, 58:5, 59:2, 59:11, 69:20</p> <p><b>requirements</b> [1] - 55:12</p> <p><b>resign</b> [2] - 119:2, 119:18</p> <p><b>resolution</b> [1] - 105:4</p> <p><b>resources</b> [1] - 15:2</p> <p><b>respect</b> [1] - 26:21</p> <p><b>respond</b> [2] - 66:24, 82:20</p> <p><b>responded</b> [7] - 36:9, 36:10, 41:5, 70:11, 70:17, 100:22, 113:15</p> <p><b>responder</b> [2] - 67:1, 103:18</p> <p><b>responders</b> [10] - 29:5, 49:11, 53:20, 62:23, 63:6, 65:19, 66:22, 66:25, 67:5, 74:10</p> <p><b>responding</b> [2] - 28:16, 99:16</p> <p><b>response</b> [10] - 46:19, 47:12, 69:9, 69:17, 69:18, 70:19, 85:22, 88:6, 102:2, 115:21</p> <p><b>responses</b> [5] - 48:12, 48:13, 48:24, 49:5, 111:6</p> <p><b>responsibilities</b> [1] - 15:22</p> <p><b>responsibility</b> [2] - 10:3, 78:4</p> <p><b>responsible</b> [2] - 6:15, 13:2</p> <p><b>responsive</b> [1] - 99:3</p>

<p><b>rest</b> [1] - 92:18  <b>restrictions</b> [1] - 57:17  <b>restrictive</b> [1] - 86:7  <b>result</b> [1] - 74:15  <b>results</b> [3] - 63:5, 63:6, 81:5  <b>retained</b> [1] - 88:23  <b>retainer</b> [1] - 86:12  <b>retaining</b> [2] - 37:14  <b>retention</b> [1] - 77:3  <b>retire</b> [1] - 8:25  <b>retired</b> [7] - 8:16, 8:22, 9:22, 9:25, 10:3, 10:7, 78:21  <b>return</b> [1] - 111:18  <b>review</b> [1] - 31:9  <b>RFP</b> [66] - 10:24, 12:2, 12:14, 13:10, 13:11, 16:14, 19:11, 29:2, 29:16, 29:20, 31:5, 33:21, 33:25, 34:18, 36:2, 37:15, 37:18, 38:9, 39:8, 39:18, 39:21, 40:15, 40:25, 41:23, 42:3, 42:23, 42:24, 43:11, 46:4, 46:20, 46:22, 47:12, 48:2, 48:16, 48:18, 48:20, 48:24, 49:5, 50:6, 50:7, 50:10, 53:21, 55:13, 55:18, 55:19, 80:19, 80:23, 82:5, 82:7, 82:9, 82:13, 82:18, 83:5, 84:12, 84:15, 85:23, 97:6, 98:9, 99:1, 100:13, 100:14, 100:15, 100:23, 102:5, 102:12  <b>RFPs</b> [2] - 39:22, 48:13  <b>ride</b> [1] - 123:5  <b>risk</b> [1] - 13:2  <b>roadwork</b> [1] - 20:19  <b>Robert</b> [1] - 7:6  <b>robustness</b> [1] - 47:5  <b>role</b> [3] - 13:9, 17:9, 109:10  <b>room</b> [13] - 26:5, 51:16, 58:10, 58:13, 58:17, 66:5, 103:1, 103:6, 103:7, 103:13, 104:3, 104:14, 104:19  <b>rooms</b> [1] - 104:25  <b>Rosner</b> [1] - 7:6  <b>roughly</b> [1] - 10:21  <b>round</b> [1] - 55:22  <b>roundabout</b> [1] - 114:1</p>	<p><b>RPR</b> [5] - 1:15, 124:5, 124:19, 125:6, 125:22  <b>Rudy</b> [1] - 5:22  <b>rules</b> [2] - 86:3, 86:5  <b>rumor</b> [1] - 26:14  <b>rumors</b> [1] - 115:5  <b>run</b> [1] - 7:13  <b>running</b> [1] - 53:11  <b>Russ</b> [3] - 14:18, 14:19, 26:14  <b>Russell</b> [1] - 2:3  <b>RUSSELL</b> [61] - 3:7, 9:16, 11:20, 16:21, 17:15, 18:24, 20:15, 23:5, 24:1, 25:14, 26:6, 26:19, 32:22, 35:10, 36:22, 36:25, 38:16, 39:4, 42:16, 43:21, 46:8, 46:14, 49:17, 49:24, 50:1, 59:16, 60:1, 61:24, 63:17, 64:5, 64:8, 67:13, 71:15, 73:16, 75:15, 79:25, 80:3, 81:23, 81:25, 82:1, 83:18, 83:21, 83:24, 84:1, 84:4, 86:22, 87:1, 87:3, 87:13, 89:12, 94:4, 96:13, 96:17, 96:19, 96:22, 96:24, 112:25, 114:5, 116:18, 123:1, 123:6</p>	<p>101:14, 113:5  <b>scale</b> [1] - 47:6  <b>schedule</b> [1] - 69:13  <b>Schellenberg</b> [4] - 117:5, 118:6, 118:10, 118:13  <b>scholarship</b> [1] - 8:9  <b>school</b> [1] - 6:19  <b>scope</b> [1] - 39:12  <b>scorers</b> [1] - 48:16  <b>scratch</b> [1] - 74:25  <b>screening</b> [1] - 12:18  <b>seal</b> [1] - 124:10  <b>Sean</b> [3] - 117:17, 117:19, 118:1  <b>second</b> [1] - 7:14  <b>secret</b> [2] - 58:12, 58:18  <b>section</b> [2] - 31:7, 47:3  <b>sector</b> [1] - 56:14  <b>Securities</b> [1] - 84:14  <b>see</b> [18] - 16:9, 17:6, 39:23, 43:19, 57:2, 61:9, 67:8, 67:22, 78:5, 86:5, 86:24, 87:1, 90:14, 91:14, 91:20, 95:7, 101:2, 119:15  <b>seeing</b> [1] - 97:17  <b>seem</b> [1] - 79:10  <b>select</b> [2] - 35:7, 81:12  <b>selected</b> [5] - 35:6, 82:9, 105:14, 106:22, 110:18  <b>selection</b> [6] - 49:4, 81:18, 106:20, 107:22, 107:24, 108:8  <b>sell</b> [18] - 20:22, 20:25, 23:22, 34:13, 57:25, 59:5, 66:1, 77:8, 77:10, 77:15, 77:25, 88:16, 91:24, 92:10, 92:11, 92:14, 121:17  <b>selling</b> [9] - 21:19, 23:3, 27:4, 51:1, 59:2, 88:9, 92:21, 118:11, 122:2  <b>send</b> [3] - 25:9, 40:6, 100:12  <b>sending</b> [1] - 97:15  <b>sends</b> [1] - 97:5  <b>senior</b> [6] - 52:1, 52:3, 55:15, 77:1, 79:8, 111:21  <b>sense</b> [3] - 6:20, 13:1, 53:9  <b>sensitive</b> [1] - 43:6  <b>sent</b> [3] - 99:8, 99:22,</p>	<p>102:8  <b>sentence</b> [1] - 57:9  <b>separate</b> [4] - 29:10, 85:15, 88:19, 88:24  <b>separately</b> [1] - 95:8  <b>September</b> [1] - 10:22  <b>serious</b> [1] - 28:12  <b>seriously</b> [5] - 27:6, 28:6, 30:8, 56:1, 122:1  <b>serve</b> [1] - 105:14  <b>service</b> [1] - 47:10  <b>services</b> [21] - 31:8, 31:12, 33:22, 34:10, 34:11, 34:18, 38:8, 39:12, 77:4, 82:6, 82:11, 82:12, 82:17, 83:5, 109:14, 109:19, 109:22, 110:5, 110:23, 115:3, 115:4  <b>Services</b> [2] - 11:5, 11:14  <b>servicing</b> [2] - 113:1, 113:4  <b>session</b> [2] - 68:3, 68:10  <b>sessions</b> [6] - 67:10, 67:18, 67:24, 68:1, 68:2, 68:5  <b>set</b> [7] - 24:11, 43:15, 44:20, 54:1, 103:2, 104:17, 105:1  <b>setting</b> [1] - 103:7  <b>severe</b> [1] - 66:6  <b>Shelby</b> [1] - 90:6  <b>shellacking</b> [4] - 22:15, 22:20, 23:20, 59:18  <b>shocked</b> [3] - 81:13, 81:17, 89:19  <b>short</b> [4] - 58:8, 60:7, 95:6, 114:3  <b>short-term</b> [1] - 114:3  <b>shortened</b> [1] - 59:24  <b>shorter</b> [1] - 75:11  <b>showed</b> [1] - 111:16  <b>shown</b> [1] - 87:6  <b>shows</b> [3] - 84:14, 97:1, 97:3  <b>shrink</b> [1] - 62:1  <b>shrinkage</b> [1] - 61:19  <b>shrunk</b> [3] - 60:10, 61:17, 66:12  <b>side</b> [11] - 25:21, 25:22, 25:24, 41:18, 42:11, 44:21, 45:1, 45:9, 45:11, 45:12, 52:3  <b>sides</b> [1] - 41:19</p>	<p><b>sign</b> [1] - 58:16  <b>signed</b> [1] - 37:17  <b>signing</b> [1] - 84:15  <b>silence</b> [6] - 55:12, 55:25, 56:3, 65:8, 65:10, 65:15  <b>silo</b> [2] - 50:18, 92:21  <b>silos</b> [2] - 45:19, 45:21  <b>similar</b> [3] - 31:12, 86:3, 86:7  <b>similarly</b> [1] - 81:17  <b>site</b> [1] - 75:1  <b>sitting</b> [1] - 56:1  <b>situated</b> [1] - 53:11  <b>six</b> [2] - 21:25, 25:3  <b>size</b> [2] - 13:18, 32:16  <b>sizes</b> [1] - 13:16  <b>small</b> [2] - 13:17, 34:1  <b>smaller</b> [1] - 32:17  <b>SMG</b> [3] - 30:10, 30:11, 115:16  <b>Smith</b> [2] - 1:12, 2:4  <b>sold</b> [5] - 47:22, 77:9, 120:17, 121:6  <b>solely</b> [2] - 102:6, 102:13  <b>solicitation</b> [2] - 25:4, 31:10  <b>solicitations</b> [6] - 29:23, 43:2, 43:6, 102:22, 102:23  <b>solicited</b> [1] - 31:23  <b>someone</b> [7] - 32:2, 38:6, 56:25, 69:3, 69:4, 83:7, 122:1  <b>sometime</b> [1] - 113:16  <b>somewhat</b> [2] - 40:7, 82:22  <b>somewhere</b> [2] - 40:19, 105:23  <b>sorry</b> [5] - 28:24, 49:14, 80:8, 104:5, 107:11  <b>sort</b> [6] - 16:8, 23:21, 34:14, 84:9, 86:11, 98:16  <b>sounded</b> [1] - 78:15  <b>sounds</b> [4] - 23:6, 28:9, 29:2, 99:9  <b>source</b> [2] - 27:24, 47:7  <b>sources</b> [2] - 84:19, 111:25  <b>South</b> [1] - 105:23  <b>south</b> [1] - 107:14  <b>speaking</b> [1] - 59:9  <b>spearheading</b> [1] - 43:11  <b>SPECIAL</b> [1] - 1:3  <b>Special</b> [2] - 2:2,</p>
<b>S</b>				
	<p><b>Sachs</b> [2] - 79:19, 80:23  <b>salary</b> [1] - 38:19  <b>sale</b> [25] - 14:7, 16:25, 23:14, 26:21, 26:24, 27:12, 27:18, 28:7, 31:13, 33:4, 33:15, 33:18, 47:8, 47:13, 48:2, 48:3, 74:4, 77:4, 95:23, 102:6, 102:13, 104:11, 116:5, 120:3  <b>sales</b> [2] - 111:12, 111:23  <b>Sam</b> [10] - 14:1, 14:6, 16:13, 24:11, 24:19, 25:7, 92:25, 93:4, 113:4, 113:6  <b>Sam's</b> [3] - 95:17, 95:21, 114:7  <b>sat</b> [2] - 102:21, 102:24  <b>saw</b> [7] - 25:6, 48:12, 56:5, 95:7, 101:11,</p>			

<p>117:4  <b>specific</b> [4] - 16:16, 40:9, 115:6, 122:4  <b>specifically</b> [7] - 75:5, 81:13, 101:10, 106:13, 111:18, 115:5, 121:24  <b>speed</b> [1] - 62:22  <b>spell</b> [2] - 18:16, 73:8  <b>spend</b> [1] - 112:11  <b>spent</b> [1] - 34:3  <b>spoken</b> [1] - 115:9  <b>sporing</b> [1] - 78:13  <b>square</b> [1] - 55:23  <b>squeeze</b> [1] - 55:22  <b>stability</b> [1] - 47:6  <b>stadium</b> [1] - 30:14  <b>staff</b> [11] - 6:17, 7:3, 8:10, 51:25, 53:24, 74:22, 92:24, 106:24, 108:4, 121:21, 122:9  <b>Standard</b> [1] - 105:1  <b>Stanley</b> [8] - 75:25, 79:11, 80:23, 85:8, 87:10, 88:5, 88:24, 93:20  <b>start</b> [1] - 90:20  <b>started</b> [8] - 5:14, 9:12, 19:8, 22:4, 66:3, 66:7, 86:16, 116:21  <b>starting</b> [1] - 5:14  <b>starts</b> [1] - 21:6  <b>STATE</b> [2] - 124:2, 125:3  <b>state</b> [2] - 5:15, 36:6  <b>State</b> [6] - 6:4, 6:14, 8:12, 123:3, 124:6, 124:19  <b>statement</b> [4] - 21:17, 29:19, 120:14, 121:7  <b>statewide</b> [1] - 8:10  <b>statute</b> [1] - 114:15  <b>stay</b> [5] - 7:4, 53:25, 54:1, 78:14  <b>stayed</b> [1] - 7:14  <b>stays</b> [1] - 69:21  <b>stenographic</b> [1] - 125:10  <b>stenographically</b> [1] - 125:7  <b>step</b> [2] - 88:8  <b>step-by-step</b> [1] - 88:8  <b>Stephen</b> [1] - 2:3  <b>stepped</b> [2] - 52:5  <b>steps</b> [1] - 27:10  <b>sticker</b> [1] - 46:10  <b>still</b> [17] - 12:9, 19:6, 54:1, 54:2, 54:3,</p>	<p>54:4, 56:8, 66:4, 66:5, 69:25, 70:1, 70:2, 73:23, 74:1, 77:24, 94:10, 102:16  <b>stint</b> [1] - 9:9  <b>Stock</b> [1] - 8:8  <b>stood</b> [1] - 83:15  <b>stop</b> [1] - 23:17  <b>stopped</b> [1] - 64:22  <b>stories</b> [1] - 105:22  <b>story</b> [4] - 55:11, 73:19, 73:24, 90:4  <b>strategic</b> [2] - 47:8, 47:9  <b>Strategic</b> [1] - 11:4  <b>strategy</b> [1] - 16:2  <b>Street</b> [4] - 1:19, 43:15, 89:7, 104:25  <b>strictly</b> [1] - 88:16  <b>strike</b> [1] - 24:10  <b>strong</b> [6] - 26:23, 33:5, 43:17, 53:15, 71:23, 92:9  <b>structure</b> [2] - 18:25, 115:24  <b>stuck</b> [1] - 32:20  <b>student</b> [1] - 10:15  <b>study</b> [5] - 22:9, 23:14, 28:15, 28:16, 84:21  <b>style</b> [1] - 116:17  <b>submit</b> [3] - 19:22, 40:4, 66:23  <b>submitted</b> [3] - 21:9, 24:4, 68:24  <b>submitting</b> [1] - 19:19  <b>subpoena</b> [1] - 88:6  <b>substance</b> [2] - 116:13, 116:16  <b>substantial</b> [3] - 15:23, 47:7, 76:2  <b>successful</b> [6] - 34:17, 80:18, 80:22, 81:12, 84:11, 84:14  <b>SUEZ</b> [1] - 54:11  <b>suggested</b> [4] - 29:14, 29:15, 120:16, 120:17  <b>suggesting</b> [1] - 85:12  <b>Suite</b> [2] - 1:13, 2:5  <b>suited</b> [1] - 77:7  <b>suits</b> [1] - 25:4  <b>Super</b> [6] - 7:23, 7:25, 8:2, 8:3, 8:5, 27:25  <b>support</b> [5] - 6:17, 9:2, 106:15, 108:7  <b>supposed</b> [1] - 92:8  <b>surmise</b> [1] - 103:9  <b>surprised</b> [6] - 22:7, 49:1, 51:9, 79:22, 86:10, 89:5</p>	<p><b>surrounded</b> [1] - 15:9  <b>Susan</b> [1] - 7:9  <b>suspect</b> [1] - 16:15  <b>suspicion</b> [1] - 63:3  <b>sworn</b> [2] - 5:3, 124:8  <b>system</b> [3] - 31:20, 47:8, 111:12  <b>systems</b> [2] - 112:18</p> <p style="text-align: center;"><b>T</b></p> <p><b>table</b> [1] - 56:2  <b>TAKEN</b> [1] - 1:10  <b>talks</b> [3] - 31:7, 32:24, 116:2  <b>task</b> [2] - 89:14, 107:6  <b>taxed</b> [1] - 70:1  <b>taxes</b> [2] - 15:3, 69:23  <b>team</b> [14] - 7:21, 23:17, 48:24, 51:18, 55:15, 62:9, 68:17, 73:11, 73:13, 73:14, 79:7, 79:8, 81:6, 111:22  <b>technical</b> [1] - 116:15  <b>technique</b> [1] - 116:15  <b>technology</b> [1] - 111:25  <b>Teco</b> [1] - 54:13  <b>template</b> [1] - 74:4  <b>ten</b> [5] - 13:16, 32:16, 72:6, 83:19, 110:17  <b>ten-minute</b> [1] - 83:19  <b>tenure</b> [1] - 26:7  <b>term</b> [5] - 7:14, 54:23, 89:4, 104:20, 114:3  <b>terms</b> [7] - 20:17, 29:12, 56:15, 71:19, 105:21, 107:6, 111:16  <b>terrie</b> [1] - 1:15  <b>Terrie</b> [11] - 46:8, 49:16, 49:17, 49:18, 49:19, 79:2, 81:25, 124:5, 124:19, 125:6, 125:22  <b>testified</b> [2] - 5:4, 93:5  <b>testify</b> [2] - 72:11, 93:3  <b>testimony</b> [1] - 93:4  <b>that'll</b> [1] - 83:25  <b>THE</b> [14] - 5:5, 44:14, 46:12, 49:16, 49:18, 49:21, 81:24, 83:20, 83:22, 83:25, 84:2, 87:9, 92:7, 123:4  <b>theirs</b> [1] - 86:6  <b>themselves</b> [1] - 25:20  <b>they've</b> [2] - 10:12, 39:1  <b>thinks</b> [1] - 52:18</p>	<p><b>third</b> [4] - 15:23, 22:12, 37:6, 41:24  <b>third-party</b> [2] - 37:6, 41:24  <b>thousands</b> [1] - 57:16  <b>three</b> [19] - 9:9, 9:21, 10:1, 14:9, 19:4, 19:12, 19:14, 19:17, 27:14, 28:25, 29:3, 29:10, 29:16, 36:13, 44:2, 68:21, 76:6, 76:8, 79:16  <b>three-year</b> [1] - 9:9  <b>throughout</b> [4] - 14:9, 15:17, 16:11, 47:22  <b>throw</b> [2] - 19:4, 33:9  <b>tie</b> [1] - 28:7  <b>Tim</b> [4] - 17:3, 17:4, 115:4, 115:7  <b>TIME</b> [1] - 1:11  <b>timing</b> [7] - 29:12, 55:20, 56:19, 56:20, 56:24, 57:2, 57:4  <b>title</b> [1] - 11:11  <b>today</b> [3] - 85:21, 109:4, 109:9  <b>together</b> [3] - 54:14, 73:11, 73:14  <b>Tom</b> [6] - 19:9, 29:1, 29:13, 29:19, 59:15, 122:20  <b>took</b> [4] - 10:3, 27:10, 55:25, 58:10  <b>top</b> [1] - 94:3  <b>topic</b> [7] - 14:11, 15:12, 15:16, 15:17, 15:20, 16:10  <b>total</b> [1] - 113:6  <b>totally</b> [1] - 62:14  <b>touches</b> [1] - 72:16  <b>towards</b> [5] - 47:3, 66:14, 71:19, 94:3, 106:25  <b>town</b> [1] - 62:15  <b>train</b> [2] - 21:7, 99:24  <b>transaction</b> [2] - 47:13, 84:20  <b>transaction's</b> [1] - 84:20  <b>transcript</b> [2] - 90:4, 125:9  <b>transition</b> [1] - 9:13  <b>transmission</b> [1] - 57:22  <b>travel</b> [1] - 44:3  <b>traveled</b> [5] - 43:14, 43:25, 44:15, 44:25, 45:9  <b>treasurer</b> [6] - 12:24, 37:24, 41:1, 48:19,</p>	<p>48:23, 80:16  <b>treasury</b> [5] - 13:3, 33:24, 41:1, 42:11  <b>tremendous</b> [2] - 16:1, 112:11  <b>trouble</b> [1] - 111:7  <b>true</b> [6] - 26:22, 55:7, 86:22, 101:20, 114:2, 125:9  <b>truncate</b> [1] - 62:1  <b>truncated</b> [1] - 58:3  <b>truth</b> [1] - 5:3  <b>try</b> [3] - 22:15, 31:6, 73:3  <b>trying</b> [9] - 55:22, 59:22, 70:3, 71:8, 72:14, 77:24, 85:14, 92:17, 98:24  <b>turn</b> [2] - 47:2, 90:4  <b>turned</b> [2] - 9:9, 42:23  <b>TV</b> [2] - 90:11, 90:12  <b>two</b> [31] - 6:20, 17:20, 19:3, 27:14, 28:12, 28:21, 31:21, 44:2, 45:19, 52:19, 66:13, 66:16, 69:11, 73:13, 79:5, 89:9, 90:19, 90:22, 90:25, 91:8, 93:23, 94:15, 94:17, 95:7, 95:12, 98:16, 110:3, 110:8, 110:17, 113:6  <b>two-and-a-half</b> [1] - 6:20  <b>tying</b> [1] - 72:24  <b>type</b> [1] - 71:20  <b>typical</b> [1] - 40:23  <b>typically</b> [2] - 40:25, 48:13</p> <p style="text-align: center;"><b>U</b></p> <p><b>ultimately</b> [4] - 23:13, 29:8, 34:10, 99:9  <b>unbelievable</b> [5] - 56:4, 56:7, 56:13, 57:11, 57:13  <b>under</b> [6] - 6:6, 33:4, 57:18, 80:19, 120:21, 120:24  <b>undergraduate</b> [1] - 6:11  <b>understood</b> [6] - 16:19, 38:15, 83:2, 83:8, 83:17, 91:18  <b>undertook</b> [1] - 78:10  <b>underway</b> [1] - 92:22  <b>unheard</b> [1] - 57:23  <b>unions</b> [1] - 22:21  <b>unit</b> [1] - 64:12</p>
---	---	--	--	--

<p><b>unless</b> [2] - 41:11, 100:16</p> <p><b>unsol</b> [1] - 19:22</p> <p><b>unsolicited</b> [10] - 19:6, 19:20, 19:23, 20:1, 20:3, 20:11, 21:5, 21:13, 25:12, 33:7</p> <p><b>unusual</b> [6] - 15:19, 16:10, 17:2, 17:5, 93:20, 93:21</p> <p><b>up</b> [47] - 7:16, 10:4, 10:25, 14:11, 14:12, 15:12, 15:16, 15:20, 16:10, 17:6, 17:24, 19:9, 20:23, 22:14, 22:23, 24:11, 24:20, 26:10, 36:12, 43:15, 44:20, 45:7, 52:15, 62:22, 64:21, 67:14, 68:6, 69:1, 69:6, 72:17, 75:16, 77:12, 83:6, 83:19, 97:16, 98:18, 99:16, 103:2, 103:7, 104:17, 105:1, 110:13, 110:17, 110:20, 113:24, 114:19, 122:7</p> <p><b>ups</b> [1] - 74:7</p> <p><b>utilities</b> [14] - 44:18, 47:10, 47:21, 52:17, 53:1, 53:3, 53:5, 53:13, 54:13, 57:17, 57:22, 92:21, 100:24, 112:9</p> <p><b>utility</b> [16] - 25:16, 44:25, 45:9, 50:18, 53:4, 56:17, 100:16, 111:1, 111:2, 111:3, 112:5, 112:19, 116:15, 121:15</p>	<p><b>views</b> [1] - 52:17</p> <p><b>Vinyard</b> [2] - 24:10, 24:11</p> <p><b>visit</b> [3] - 57:8, 90:23, 92:20</p> <p><b>visiting</b> [1] - 93:12</p> <p><b>Vogtle</b> [1] - 26:3</p> <p><b>Volunteers</b> [1] - 8:18</p> <p><b>vote</b> [1] - 65:25</p> <p><b>voted</b> [1] - 78:18</p> <p><b>votes</b> [2] - 122:7, 122:8</p>	<p><b>WITNESS</b> [15] - 3:5, 5:5, 44:14, 46:12, 49:18, 49:21, 81:24, 83:20, 83:22, 83:25, 84:2, 87:9, 92:7, 123:4, 124:10</p> <p><b>woman</b> [1] - 7:9</p> <p><b>word</b> [2] - 53:4, 65:3</p> <p><b>work-related</b> [1] - 107:4</p> <p><b>workings</b> [3] - 49:9, 103:11</p> <p><b>works</b> [7] - 20:13, 35:22, 39:25, 40:1, 44:17, 44:18, 44:19</p> <p><b>workshop</b> [3] - 23:2, 23:8, 23:10</p> <p><b>worse</b> [1] - 66:3</p> <p><b>worth</b> [3] - 41:8, 77:25, 78:6</p> <p><b>worthless</b> [1] - 71:12</p> <p><b>wow</b> [2] - 55:6, 96:2</p> <p><b>write</b> [3] - 74:11, 74:12, 102:1</p> <p><b>writing</b> [1] - 111:5</p> <p><b>written</b> [6] - 55:18, 55:19, 56:16, 80:25, 90:6, 109:16</p> <p><b>wrote</b> [3] - 45:1, 45:8</p>	<p>106:22, 116:5, 116:8</p> <p><b>Zahn's</b> [5] - 105:20, 106:3, 106:24, 107:22, 108:7</p> <p><b>zone</b> [1] - 55:12</p> <p><b>zoom</b> [1] - 31:6</p>
<b>V</b>	<b>W</b>	<b>X</b>	
<p><b>vague</b> [1] - 27:9</p> <p><b>valuation</b> [4] - 97:9, 98:9, 100:15, 100:23</p> <p><b>value</b> [7] - 13:13, 16:19, 16:25, 28:16, 47:7, 47:9, 81:15</p> <p><b>valuing</b> [1] - 77:14</p> <p><b>vari</b> [1] - 77:20</p> <p><b>variable</b> [1] - 77:20</p> <p><b>variations</b> [1] - 87:7</p> <p><b>variety</b> [1] - 16:17</p> <p><b>vast</b> [1] - 25:23</p> <p><b>vehicles</b> [1] - 13:2</p> <p><b>verify</b> [1] - 67:9</p> <p><b>viable</b> [1] - 20:5</p>	<p><b>wait</b> [3] - 60:10, 63:21</p> <p><b>walk</b> [8] - 39:21, 57:1, 57:21, 60:8, 60:11, 61:8, 61:15, 110:22</p> <p><b>walked</b> [1] - 25:6</p> <p><b>Walker</b> [2] - 24:8</p> <p><b>walking</b> [1] - 67:2</p> <p><b>Wall</b> [3] - 43:15, 89:7, 104:24</p> <p><b>walled</b> [1] - 44:17</p> <p><b>wants</b> [4] - 15:2, 20:19, 20:21</p> <p><b>Warren</b> [2] - 118:18, 118:20</p> <p><b>wastewater</b> [1] - 47:9</p> <p><b>Water</b> [1] - 54:12</p> <p><b>water</b> [6] - 25:17, 25:20, 25:22, 47:9, 73:12, 112:18</p> <p><b>ways</b> [2] - 77:20, 87:2</p> <p><b>Weaver</b> [2] - 7:20, 7:22</p> <p><b>website</b> [1] - 40:8</p> <p><b>weeks</b> [1] - 29:16</p> <p><b>Weinstein</b> [2] - 5:10, 72:18</p> <p><b>WEINSTEIN</b> [5] - 1:7, 3:6, 5:2, 124:6, 125:8</p> <p><b>weird</b> [1] - 58:14</p> <p><b>well-suited</b> [1] - 77:7</p> <p><b>whole</b> [9] - 23:14, 57:10, 63:8, 69:19, 82:22, 83:16, 86:4, 107:12, 112:11</p> <p><b>willing</b> [1] - 71:18</p> <p><b>winners</b> [1] - 82:9</p> <p><b>winning</b> [2] - 34:10, 82:5</p> <p><b>wise</b> [1] - 43:16</p> <p><b>Witness</b> [8] - 91:22, 94:5, 94:16, 98:15, 99:25, 101:22, 121:2, 123:9</p> <p><b>witness</b> [1] - 1:14</p>	<p><b>XLIX</b> [1] - 8:4</p> <p><b>Xterra</b> [1] - 18:10</p> <p><b>XXXIX</b> [3] - 8:4, 8:5</p>	
		<b>Y</b>	
		<p><b>year</b> [9] - 6:22, 7:4, 7:5, 9:9, 9:10, 9:14, 9:24, 21:24, 110:6</p> <p><b>years</b> [20] - 6:18, 6:21, 8:7, 8:11, 8:14, 8:16, 9:22, 14:9, 17:19, 17:21, 18:13, 26:17, 26:21, 28:18, 29:9, 30:1, 32:20, 37:22</p> <p><b>York</b> [6] - 43:14, 44:1, 44:3, 45:10, 86:14, 89:7</p> <p><b>young</b> [2] - 8:23, 8:25</p> <p><b>Yuknis</b> [2] - 73:4, 73:9</p> <p><b>YUKNIS</b> [1] - 73:9</p>	
		<b>Z</b>	
		<p><b>Zahn</b> [12] - 105:5, 105:6, 105:8, 105:14, 105:19, 106:5, 106:11, 106:16, 106:20,</p>	