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**From:** Brooks, Jody L. - VP & Chief Legal Officer <broojl@jea.com>  
**Sent:** Tuesday, July 17, 2018 9:06 PM  
**To:** 'Husein.Cumber@feci.com'; Zahn, Aaron F. - Interim Managing Director/CEO  
**Subject:** Confidential Attorney Client Work Product (Exemption 119.071, FS)  
**Attachments:** TPsforDOE.docx; Susieintro18JulyDOEmtg.docx; 18JulyDOEschedule.docx

Attorney Client communication. Please do not forward.

Jody L. Brooks  
JEA  
Vice President & Chief Legal Officer

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Message from JEA consultant at the direction of counsel:

I have attached a schedule and addresses for tomorrow. I'll look forward to seeing Aaron around 11 and Brian and Husein after your meeting with the Congressman around noon. We'll then have 90 minutes, or so, to further prepare. Also, eat a sandwich.

Brian McCormack has included John Sneed in the meeting. A link to his bio is below.

I have also attached a draft of the way I would like to introduce each of you. It is brief because I want to take minimal time away from the meat of the discussion.

I have also started a note on what I think it is important to include. As I think we have all discussed, it is important to stay positive (Aaron's win/win) but he must also be sure we mean to do what is necessary to get JEA out of the mess it finds itself in and we (JEA) has the political support to do so, the legal means to do so and the will to do so. Not to threaten, of course, but we must not leave doubt that we intend to move forward either constructively or not.

We can further discuss our roles tomorrow and I look forward to seeing you, Susie

<https://www.energy.gov/lpo/contributors/john-sneed><[https://urldefense.proofpoint.com/v2/url?u=https-3A\\_\\_www.energy.gov\\_lpo\\_contributors\\_john-2Dsneed&d=DwMGaQ&c=c0bxDqEgwAsdU6tOGkHalQ&r=oMT\\_4uCF5TDjSFA6ulBpwA&m=iZf2AKzbtJlrS2hwn1y\\_C3EdYRf-L2WLZn5ukn5Pm04&s=H06JR4A7u4Z6soi\\_IMVrIFZQj9nD7HNB2IlhEojvXI&e=>](https://urldefense.proofpoint.com/v2/url?u=https-3A__www.energy.gov_lpo_contributors_john-2Dsneed&d=DwMGaQ&c=c0bxDqEgwAsdU6tOGkHalQ&r=oMT_4uCF5TDjSFA6ulBpwA&m=iZf2AKzbtJlrS2hwn1y_C3EdYRf-L2WLZn5ukn5Pm04&s=H06JR4A7u4Z6soi_IMVrIFZQj9nD7HNB2IlhEojvXI&e=>)>  
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Most important stress points (per Susie)

Current situation is unsustainable for JEA – must do what is necessary to protect ratepayers.

Believe there can be a win/win (acknowledge this is an overused phrase but it accurately describes what we are working toward) that allows the project to move forward and serve the consumers for whom it is a benefit.

Believe protecting the remaining nuclear project under construction must be a priority to Secretary Perry because of FPA section 202 and we want to figure out a way to both protect our utility (8<sup>th</sup> largest in the US) while allowing the construction of Vogtle to continue.

Contemplated several doomsday scenarios but we want to suggest some alternatives for Brian's consideration that may be more palatable – use your example of paying a small amount to protect a project valued at multiples more

If Brian is cavalier or negative, consider telling him that our doomsday scenario includes multiple aggressive, assertive and proactive actions, taken simultaneously, that would likely result in great harm to the project. This is NOT what we, at JEA, want. That's why we are here and we very much want to try to work with DOE to find a solution that works.

More...to discuss in our time before the meeting tomorrow.

Susie intro notes for review and edit

Aaron Zahn

Appointed by Jacksonville Mayor Interim CEO of JEA and has faced the challenges head on and immediately made good progress. The biggest challenge, however, is the one we are here to talk with you about today.

Aaron has a very extensive background – despite his youthful appearance – in the M&A world and in the private equity world which provided him great vision and the ability to think outside the box. He has the courage and work ethic to do what is necessary to do what's right.

Aaron, since his New York days, has been a successful serial entrepreneur and particularly in the utility space...

Husein Cumber

You know Husein, Brian, and he is here today in his capacity as JEA Board Vice Chair. He brings the Board imprimatur, his broad federal experience, his understanding of both the industry and the unique problems that JEA now faces with the subject at hand, Project Vogtle and his good business sense to help think through next steps and...

Brian Hughes

Brian currently serves as Chief of Staff to Jacksonville Mayor Lenny Curry but has spent many years as one of the top political minds in the state of Florida, including serving in very senior roles to Governor Rick Scott and too many legislators and legislative candidates to list. Brian is here because the solution to the challenge that we are discussing today will require political support and strong will and Brian is expert at both.

Thanks for having us Brian...we appreciate your time and I'd like Aaron to frame where we are today. It's a different place than the last time we discussed JEA and Plant Vogtle in that unfortunate meeting in the spring of last year.

Wednesday, July 18<sup>th</sup>

11:00 a.m. Aaron Zahn arrive at Ballard Partners offices, 601 13<sup>th</sup> Street, N.W., Suite 450 North. Visitors stop at entrance desk to be escorted to elevators to gain entry to office

Prep time/call time

Noon Brian Hughes and Husein Cumber arrive Ballard Partners office

Lunch/Prep/Pre meeting discussion

1:30 p.m. Depart for Department of Energy meeting  
1000 Independence Avenue, S.W.

1:45 p.m. Arrive DOE, get badged, proceed to meeting room

Meeting with

Secretary Perry's Chief of Staff Brian McCormack  
John Sneed, DOE Loan Programs Office

2:00 p.m. Introductions

Susie Aaron Zahn, Interim CEO, JEA  
Husein Cumber, Vice Chair, JEA Board of Directors  
Brian Hughes, Jacksonville Mayor Curry's Chief of Staff

2:05 p.m. Aaron Introduction of subject matter/reason for meeting

2:20 p.m. Aaron concludes presentation  
Further comments

Husein Full support of JEA Board to resolve the situation to  
benefit in best interest of JEA ratepayers

Brian Full support of political and business leadership in north  
Florida and across the state

Brian McCormack questions/reactions

Next steps