



FOLEY & LARDNER LLP
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Approved for Payment

Deputy General Counsel
City of Jacksonville

Dated: 1/31/2020

JEA
21 W. Church Street
Jacksonville, FL 32202

Date: December 16, 2019
Invoice No.: 40306041
Revised
Our Ref. No.: 123214-0101

EMAIL: lustjr@jea.com and acctpaycustsrv@jea.com
lhodges@coi.net JeanP@coj.net

Services through November 30, 2019

Amount due for professional services rendered regarding General Legal Advice	\$340,804.64
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Total Expenses:	\$5,046.45
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Amount Due:	\$345,851.09
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Please reference your account number 123214-0101 and your invoice
number 40306041 with your remittance payable to Foley & Lardner LLP.
Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Professional Services Detail

11/01/19	BJG	Calls with client re: respondent Q&A and daily check-in; discussions and correspondence with J. McCarthy re: response to vendor question; attention to Q&A review, NDA, and FERC consent issues.	4.60	\$2,756.55
11/01/19	CMKI	Tel conf with AAG Mussetto regarding AGO issues.	0.70	\$580.13
11/01/19	RHH	Attention to negotiator training materials.	0.50	\$325.13
11/01/19	RHH	Work on Florida Co-op analysis and structure.	0.80	\$520.20
11/01/19	RHH	Work on miscellaneous matters related to negotiation process and next steps in process and timeline adjustments given delays.	0.70	\$455.18
11/01/19	RHH	Attention to question and answer review.	1.20	\$780.30
11/02/19	DCC	Review HQs Lease regarding assignment rights; review chart regarding identification of major parcels not currently owned by JEA; review PSAs on publicly owned utility assets regarding treatment of certain issues.	2.80	\$2,106.30
11/04/19	BJG	Daily check-in call with client; attention to co-op matters, scheduling of management presentations, and outstanding public records issues; review Q&A log and employee indemnification materials.	4.80	\$2,876.40
11/04/19	CMKI	Tel confs and communications with Vinyard regarding AGO issues; project issues; continued review/consideration/communications regarding FPSC meeting issues and strategy.	1.00	\$828.75
11/04/19	DCC	Review and revise APA language; review other similar APAs on title treatment.	2.70	\$2,031.08
11/04/19	JWA	Address lease provisions.	0.60	\$367.20
11/04/19	KEH	Telephone conference with Lynn Rhode and Herschel Vinyard and ethics opinions regarding negotiating team membership.	0.70	\$455.18

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11/04/19	LBH	Attention to outstanding underwriting questions; telephone conference with title insurance company underwriter regarding status of outstanding questions and commitments and review of each question ; review correspondence and draft revisions regarding Brandy Branch Commitment from title insurance company underwriter; revise Brandy Branch Commitment and forward revisions to D. Cook for review and approval.	1.30	\$364.65
11/04/19	RHH	Work on negotiator appointments, analyze ethics office questions and views, discuss and review relevant law.	1.70	\$1,105.43
11/04/19	RHH	Work on miscellaneous procurement process questions; attention to calls and email.	0.90	\$585.23
11/04/19	RHH	Attention to negotiator training; multiple telephone calls.	0.90	\$585.23
11/04/19	TMMU	Work on cooperative option analysis.	0.80	\$540.60
11/04/19	TMS	Reviewed and responded to emails from Mr. Mullooly regarding federal and state issues related to cooperative status as it applies to JEA's potential community ownership restructuring opportunities.	0.50	\$344.25
11/05/19	BJG	Daily check-in call; call with Macquarie re NDA; IPO discussion call; attention to negotiation team instruction memo and outstanding questions from client.	5.90	\$3,535.58
11/05/19	DCC	Telephone calls on assignment of lease; review same; review and revise APA language; review '97 ordinance to address title change from COJ to JEA.	2.50	\$1,880.63
11/05/19	GFD	Research issues raised by Pillsbury in connection with two scheduled conference calls; participate in conference call regarding potential IPO issues; participate in conference call to discuss legal issues related to formation of cooperative.	2.80	\$2,499.00
11/05/19	JWA	Review real estate provisions in PSA.	1.40	\$856.80
11/05/19	KEH	Research regarding application of WARN Act to governmental entities.	1.00	\$650.25

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11/05/19	LBH	Attention to request to review Ordinance regarding sufficiency to reflect ownership; correspond with title insurance company underwriter regarding request to review Ordinance.	0.30	\$84.15
11/05/19	RHH	Attention to ethics questions of City of Jacksonville.	1.50	\$975.38
11/05/19	RHH	Prepare and attend IPO analysis telephone conference; follow up analysis and discussion in order to finalize assessment.	1.30	\$845.33
11/05/19	RHH	Prepare and attend Co-op analysis telephone conference; follow up analysis and discussion in order to finalize assessment.	1.00	\$650.25
11/05/19	RHH	Attend procurement update call; attention to multiple action items related to negotiators, process, Q&A, management presentation, etc.	1.50	\$975.38
11/05/19	TMMU	Analysis on Florida cooperative option; preparation for and telephone conference with JPMorgan regarding same; follow up on same.	3.40	\$2,297.55
11/05/19	TMS	Researched case law, statutory history and other sources regarding potential conversion of municipal power entity into a rural cooperative; participated in phone calls related to same.	4.50	\$3,098.25
11/05/19	WCR	Review, discuss and provide comments on real estate provisions of Purchase Agreement.	1.30	\$845.33
11/06/19	BJG	Review and finalize negotiation instructions; attention to Q&A, ethics opinion, and indemnification issues.	5.60	\$3,355.80
11/06/19	CMKI	Continued review/consideration FSPC meeting outline and related issues and materials; conf with Clark and Deason regarding FSPC meeting issues and strategy.	2.20	\$1,823.25
11/06/19	CWL	Review matters relating to legal opinion to be delivered in connection with the performance unit plan and securities law matters in connection therewith including separate security matters; telephone call to M. Bilas regarding same.	0.70	\$535.50
11/06/19	DCC	Attend to review of various emails and title issues, confirm quit claim acceptable, prepare for and attend call with David Edwards regarding assignment and other lease related issues.	1.40	\$1,053.15
11/06/19	DER	Opinion committee review/consideration to proposed opinion.	0.50	\$369.75

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11/06/19	JWA	Review real estate provisions in PSA.	1.20	\$734.40
11/06/19	KEH		0.50	\$325.13
11/06/19	LBH	Attention to Ordinance correspondence with title insurance company underwriter and D. Cook regarding status of review; correspond with D. Cook regarding underwriting response; attention the Brandy Branch title revisions suggested by title insurance company underwriter and D. Cook's response to same; attention to Bartram revisions approved by underwriter; revise and transmit commitment to D. Cook for review and approval; attention to Southwest parcel comments received from underwriter and transmit same to D. Cook for review and approval; correspond with title insurance company underwriter regarding status of all outstanding underwriting requests for revisions.	2.90	\$813.45
11/06/19	MN	Edited negotiation memorandum and internally discussed potential issues with adding a fourth negotiator.	0.50	\$161.50
11/06/19	RHH	On site at JEA to prepare and handle negotiator training and negotiation process questions; attention to negotiator appointments and path to a fourth negotiator; work on draft letter to Florida Ethics Commission.	4.00	\$2,601.00
11/06/19	TMMU	Preparation for and conference call with JEA and JPMorgan team; follow-up analysis on regulatory issues.	3.40	\$2,297.55
11/06/19	TMS	Prepared for and participated in conference call discussing community ownership options, with particular focus on potential 'conversion' to electric cooperative status.	1.00	\$688.50
11/06/19	WCR	Review and discuss revisions to real estate provisions in Purchase Agreement.	0.70	\$455.18
11/07/19	BJG	Daily check in and weekly update calls with client; review and revise Q&A for vendors; revise draft ethics opinion request.	5.30	\$3,176.03
11/07/19	CMKI	Continued review/consideration FPSC meeting outline and related issues and materials in preparation for FPSC meeting; meeting at FPSC with Baez, Futrell, Helton, Hetrick; conf with Clark and Deason regarding post meeting issues.	3.50	\$2,900.63

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11/07/19	GHD	Review and respond to K. Hyde email regarding transfer of benefit plans; telephone conference with K. Hyde and I. Morris regarding same; office conference with I. Morris.	0.60	\$402.90
11/07/19	IJM	Conference with G. Dooge regarding public utility sale issues; phone conference with G. Dooge and K. Hyde regarding sale issues and begin researching and considering same in greater depth.	1.10	\$659.18
11/07/19	KEH	Telephone conference with J. Kendrick regarding benefits plans; review transferability of plans; follow up J. Kendrick regarding the same.	1.10	\$715.28
11/07/19	LBH	Attention to correspondence received from title company underwriter regarding outstanding commitments; review comments from underwriter regarding Brandy Branch, Greenland Energy, Blacksford, and Southwest parcels; attention to revising commitments; transmit underwriting decisions with comments or revised commitments to D. Cook for review and comment.	3.40	\$953.70
11/07/19	RHH	Draft and revise letter to Florida Ethics Commission; analyze voting conflict and ability for 4th negotiator to handle JEA employee benefits and compensation terms, review Florida statute and ethics commission cases.	1.10	\$715.28
11/07/19	RHH	Attention to Q&A review; telephone calls and emails regarding same.	1.10	\$715.28
11/07/19	RHH	Prepare and attend call with bankers and Pillsbury regarding procurement process and negotiator training.	0.50	\$325.13
11/07/19	RHH	Analyze City Council's authority to alter terms of negotiated agreement after award by JEA board, outline issues and begin research of Florida case law and administrative law.	1.20	\$780.30
11/07/19	TMMU	Further analysis on cooperative issues.	1.90	\$1,283.93
11/07/19	TMS	Reviewed, responded to and acted upon emails from JPM and Pillsbury related to Co-Op Strategic Alternatives issues; Prepared for and participated in conference call discussing community ownership options, with particular focus on potential 'conversion' to electric cooperative status.	1.00	\$688.50

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11/08/19	BJG	Daily check-in, co-op; and Q&A review calls with client; attention to Q&A and procurement inquiries from client.	5.10	\$3,056.18
11/08/19	DCC	Prepare for and attend call with client on transfer tax and HQs lease assignment issues, ROFRs and APA real estate provisions; review transfer tax research and analysis of potential structuring so as to minimize costs; review updated information from title company; receipt review of proposed amendment to HQ lease.	4.20	\$3,159.45
11/08/19	GHD	Review employee benefit plan information; conference call with client; telephone conference with client and I. Morris; meeting with I. Morris regarding development of issues matrix.	2.40	\$1,611.60
11/08/19	IJM	Begin reviewing JEA benefit plan information and conference briefly with G. Dooge regarding same; conference call with J. Kendrick, P. Maillis, and G. Dooge regarding benefit plan matters; continue reviewing and researching benefit plan matters for proposed transaction.	3.40	\$2,037.45
11/08/19	KEH	Telephone conference with Jon Kendrick regarding personnel issues.	0.50	\$325.13
11/08/19	LBH	Attention to the status of outstanding commitments and underwriting questions; correspond with title insurance company underwriter regarding status information and request for update.	2.00	\$561.00
11/08/19	RHH	Review IPO materials for presentation to JEA leadership.	0.70	\$455.18
11/08/19	RHH	Attention to calls and issues related to the negotiation process, appointment of negotiation team including 4th negotiator due diligence, finalizing ethics commission memorandum, question and answer review, IPO presentation, Co-op presentation and SLT agreements.	2.90	\$1,885.73
11/08/19	RHH	Attention to review of Co-op analysis documents and memorandum.	0.80	\$520.20
11/08/19	TJBR	Conference with Michael Kirwan regarding separate security analysis for plan and units; review Rule 131.	1.20	\$734.40
11/08/19	TMMU	Preparation for and conference call regarding cooperative memorandum; follow up regarding same.	2.30	\$1,554.23

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11/08/19	TMS	Participate in conference call discussing issues related to co-op restructuring as a potential option for client.	0.50	\$344.25
11/08/19	WCR	Review and discuss issues with documentary stamp taxes and structure of transaction.	1.00	\$650.25
11/11/19	BJG	Attention to conflicts screening and ethics opinion issues; attention to IPO materials.	3.70	\$2,217.23
11/11/19	DCC	Analysis of structure questions as to assignment issues and transfer tax matters; review corrected commitments form Fidelity.	1.20	\$902.70
11/11/19	GFD	Review issues for Morgan Stanley; confer with Robert Hosay; follow-up conference with Robert Hosay and Stuart Marth; follow-up with Stuart Marth.	1.20	\$1,071.00
11/11/19	HDE	Researched treatment of employee benefits, particularly pensions, when privatizing a public entity.	2.00	\$646.00
11/11/19	IJM	Continue reviewing and researching benefit plan matters for proposed transaction; begin drafting benefits matrix describing options for plans.	7.60	\$4,554.30
11/11/19	JWA	Research re documentary stamp tax liability.	2.20	\$1,346.40
11/11/19	KEH		1.80	\$1,170.45
11/11/19	LBH	Attention to 421 North Laura Street commitment; review correspondence regarding title insurance company underwriter approval for commitment revisions; transmit copy of commitment to D. Cook for review; upload commitments reviewed by D. Cook; prepare for uploading to data room.	2.80	\$785.40
11/11/19	MN	Review statutes and ordinances related to City Council approval of the sale of JEA.	1.00	\$323.00
11/11/19	REGU	Consider issues related to IPO and discuss ownership by JEA of subsidiary entity.	1.10	\$397.38
11/11/19	RHH	Attention to emails, calls and appointment of 4th negotiator and ethics commission process.	0.70	\$455.18
11/11/19	RHH	Attend recurring calls with JEA team, bankers and Pillsbury regarding ITN process and steps.	0.70	\$455.18
11/11/19	RHH	Work on IPO slides related to questions proposed to Foley.	0.70	\$455.18
11/11/19	TMMU	Work on cooperative analysis and memorandum regarding same.	1.20	\$810.90

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11/11/19	WCR	Discuss conduit entities and transfer tax issues.	1.50	\$975.38
11/12/19	BJG	Daily check-in and Q&A review calls with client; complete draft conflicts screening memorandum for board member and attention to ethics opinion request; draft responses to vendor Q&A; attention to various procurement issues.	8.90	\$5,333.33
11/12/19	CMKI	Review/consideration ITN supplement regarding vogtle options; tel conf with Rhode, Weissman, Clark et al regarding same; tel confs and communications with Clark regarding same; PSC issues.	1.60	\$1,326.00
11/12/19	DCC	Call with MD on numerous real estate matters including title, omnibus document, understanding of transfer taxes; review several revised commitments to ascertain treatment of prior issues raised.	2.40	\$1,805.40
11/12/19	DER	Consideration of issues relating to Florida documentary stamp tax.	1.00	\$739.50
11/12/19	IJM	Continue reviewing and researching benefit plan matters for proposed transaction and drafting benefits matrix describing options for plans.	7.10	\$4,254.68
11/12/19	JAA	Analysis of Code Section 409A compliance of supplemental retirement plan.	0.30	\$183.60
11/12/19	JATU	Review issue of confidentiality of IPO actions and Florida Public Records law.	0.70	\$473.03
11/12/19	JWA	Research re documentary stamp tax liability.	5.50	\$3,366.00
11/12/19	LBH	Attention to revised commitments to be uploaded to data room; correspond with title insurance company underwriter regarding outstanding title revisions; finalize commitments and transmit same to E. Connelly to be uploaded to data website; review title commitment draft received from title company examiner regarding San Marco Chiller plant; attention to title commitment production; review and inventory underlying documents and vesting deed; issue title commitment for D. Cook's review; update status of outstanding items.	2.00	\$561.00
11/12/19	MN	Continued reviewing law related to City Council approval and drafted memorandum regarding City Council's role in approving the award.	3.20	\$1,033.60
11/12/19	RHH	Attention to Q&A review.	0.90	\$585.23

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11/12/19	RHH	Prepare and attend calls related to procurement process, training regarding negotiation process, appointment of negotiators, management presentations and ethics commission review.	1.30	\$845.33
11/12/19	RHH	Attention to 4th negotiator analysis; work on narrative so that negotiator can be appointed.	0.50	\$325.13
11/12/19	TMMU	Further analysis and preparation for conference with JPMorgan regarding cooperative issues.	1.50	\$1,013.63
11/12/19	WCR	Discuss transfer taxes and conduit entities; discuss JEA exemption research.	0.90	\$585.23
11/13/19	BJG	Daily check-in and IPO discussion calls; attention to IPO and coop materials; attention to Q&A from vendors; call with board member regarding conflicts screening.	7.10	\$4,254.68
11/13/19	CMKI	Conf call with Futrell and Clark regarding PSC and project issues; tel confs and communications with Guard (AG) and Mussetto (AG) regarding opinion withdrawal and related issues; tel confs with Vinyard regarding above.	1.30	\$1,077.38
11/13/19	DCC	Attend to structure analysis and impact on transfer taxes; analysis of conveyance for non-strategic RE assets.	1.80	\$1,354.05
11/13/19	IJM	Finish reviewing and researching benefit plan matters for proposed transaction and finish drafting benefits matrix describing options for plans.	3.60	\$2,157.30
11/13/19	JW	Review gun jumping rules. Participate in group conference call.	2.60	\$1,591.20
11/13/19	REGU	Consider issues related to transaction structure; research subsidiary question; conference call to discuss IPO.	2.30	\$830.88
11/13/19	RHH	Attention to emails and issue review requested by JP Morgan and Morgan Stanley; follow up calls.	0.60	\$390.15
11/13/19	RHH	Work on fourth negotiator issues and questions; review and discuss analysis related to conflict review, attention and work related to request to Florida Ethics Commission.	0.80	\$520.20
11/13/19	RHH	Attention to miscellaneous ITN process, public meetings and public records issues.	0.70	\$455.18
11/13/19	TMMU	Work on cooperative analysis; conference calls with Pillsbury and JPMorgan.	4.20	\$2,838.15

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11/14/19	BJG	Daily check-in and weekly update calls with client; review procurement and IPO/coop questions; calls with L. Rhode and J. McCarthy.	6.80	\$4,074.90
11/14/19	CMKI	Tel confs with Clark regarding PSC and project issues; weekly conf call regarding project issues and strategy; tel confs with Vinyard regarding above.	1.00	\$828.75
11/14/19	GHD	Prepare revised draft of benefits matrix; research regarding benefit issues in connection with potential privatization transaction.	3.30	\$2,215.95
11/14/19	IJM	Conference with G. Dooge regarding benefit plan matters and matrix decision chart; research additional benefit plan matters.	1.70	\$1,018.73
11/14/19	KEH	Telephone conference with Sherry Hall; telephone conference with Herschel Vinyard regarding research on COJ section 692.412.	1.60	\$1,040.40
11/14/19	RHH	Attention to matters related to the ITN process.	0.80	\$520.20
11/14/19	RHH	Attention to private placement slides updated by Morgan Stanley.	0.50	\$325.13
11/14/19	RHH	Review work streams and topic related to Co-op analysis. attention to issues and questions around Florida statute requirements and challenges to changing the statute.	0.50	\$325.13
11/14/19	TMMU	Analysis for and work on cooperative memorandum; telephone conference with Pillsbury regarding same.	4.00	\$2,703.00
11/15/19	BJG	Daily check-in call with client; discussion with M. Dykes regarding negotiation phase; discuss methodology for conveying Vogtle information; review Q&A responses.	3.40	\$2,037.45
11/15/19	DCC	Telephone call with D. Edwards on HQs lease and assignment issues; review email regarding JTA ability to have sub.	0.40	\$300.90
11/15/19	GHD	Telephone conference with P. Maillis; email to working group regarding benefit options and considerations; conference call regarding matrix; meeting with I. Morris regarding follow-ups; research regarding SERP.	1.30	\$872.95
11/15/19	IJM	Phone conference with J. Kendrick, P. Maillis, and G. Dooge regarding benefit plan matters and corresponding matrix; review and research additional benefit plan matters, including follow-up questions from phone conference.	2.60	\$1,558.05

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11/15/19	KEH	Participate in calls related to benefits plans; review and revise documents related to coops.	1.60	\$1,040.40
11/15/19	RHH	Review and comment on Co-op analysis and presentation slides.	0.40	\$260.10
11/15/19	RHH	Attention to review of clarifications around Vogtle.	0.50	\$325.13
11/15/19	RHH	Attend daily check-in call; attention to follow up activities.	0.70	\$455.18
11/15/19	RHH	Attention to approximately 400 questions and answers.	1.10	\$715.28
11/15/19	TMMU	Work on cooperative option memorandum and coordinate on review and input for same.	7.00	\$4,730.25
11/15/19	TMS	Researched matters related to 'rural' definition under RUS regulations and under the Rural Electrification Act of 1936 and related issues; drafted memo to Mr. Mullooly per same.	5.00	\$3,442.50
11/16/19	RHH	Telephone conference with H. Vinyard regarding information provided to public.	0.30	\$195.08
11/16/19	RHH	Attention to clarifications and scenarios documents for inclusion in data room and provided to respondents; attention to emails, calls and discussion related to same.	1.50	\$975.38
11/17/19	RHH	Analysis related to scope of authority of ethics office.	0.50	\$325.13
11/17/19	RHH	Prepare and attend telephone conference related to ethics officer involvement.	0.50	\$325.13
11/18/19	BJG	Daily check-in call with client; review alleged misuse of information/public position materials.	1.30	\$779.03
11/18/19	CMKI	Review/consideration/discussion regarding negotiation team issues; ethics commission issues and strategy; PSC protocol issues; tel confs and communications with Vinyard et al regarding same.	1.60	\$1,326.00
11/18/19	DCC	Prepare for and attend telephone call with Pillsbury team on structure and assignment and transfer tax and sales exemptions; review checklist, provide same to Pillsbury.	1.20	\$902.70
11/18/19	GFD	Research and analysis regarding legal issues related to possible IPO per questions raised by Morgan Stanley; preliminary analysis of issue related to trust structure and concerns.	4.20	\$3,748.50

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11/18/19	GHD	Review emails from P. Maillis regarding OPEB; email to I. Morris regarding same; office conference with I. Morris regarding same; review OPEB materials; review OPEB valuations; meeting with I. Morris regarding same; research.	1.40	\$940.10
11/18/19	IJM	Review additional benefit plan materials from P. Maillis, including those relating to OPEB and SERP matters and conference with G. Dooge regarding same; revise and edit benefits matrix.	4.00	\$2,397.00
11/18/19	JATU	Review email and consider potential public records issues regarding IPO structure.	0.20	\$135.15
11/18/19	KEH	Represent JEA at meeting of TEU. Research FLORIDA Ethics Commission opinions regarding negotiation team.	2.10	\$1,365.53
11/18/19	LCRI	Conference with G. Dooge regarding compliance issues of 457 plan.	0.30	\$198.90
11/18/19	MN	Began researching laws relating to public employee's disclosure of information to the press.	1.50	\$484.50
11/18/19	RHH	Attention to ethics commission position to render a formal opinion; calls and discussions and planning.	0.70	\$455.18
11/18/19	RHH	Attention to research and analysis related to disclosure of confidential information; review city ordinance 602.401 and Florida statute 112.313; discuss and review law.	1.00	\$650.25
11/18/19	RHH	Prepare and attend conference call regarding procurement process logistics, questions and planning; follow up calls and emails.	1.00	\$650.25
11/18/19	RHH	Attention to ITN process related to negotiations and presentations.	0.80	\$520.20
11/18/19	TMMU	Work on presentation materials; conferences regarding same; updates to memorandum.	3.40	\$2,297.55
11/18/19	WCR	Discuss transfer tax issues; prepare for conference call regarding transfer taxes; participate in conference call regarding transfer taxes; discuss sales tax issues.	1.90	\$1,235.48
11/19/19	BJG	Conduct subject matter expert training; attention to ethics opinion matters; attention to misuse of information analysis; discussions with client regarding conduct of negotiation phase.	7.10	\$4,254.68
11/19/19	DCC	Call with Jordan Pope regarding structure step up in basis issues.	0.30	\$225.68

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11/19/19	GFD	Correspondence to Morgan Stanley addressing certain issues on agenda for IPO issue conference call; participate in conference call re potential IPO alternative and related legal and business issues; follow up on issues raised during conference call regarding potential creation of trust as funding vehicle for pension plan through secondary offering of shares.	3.50	\$3,123.75
11/19/19	GHD	Prepare revised draft of benefit plan matrix; email regarding same; research regarding Code Section 415(m) and 457(b) requirements; email to J. Lutrin regarding matrix; further revisions to matrix.	2.90	\$1,947.35
11/19/19	IJM	Review updated benefits matrix and cross-check applicable benefit plans.	0.40	\$239.70
11/19/19	JH	Attention to applicable legal authorities regarding tax treatment of forming cooperatives and correspondence and telephone call regarding same.	1.60	\$1,183.20
11/19/19	KEH	Attend Finance committee meeting; numerous calls and research into negotiating team membership.	3.80	\$2,470.95
11/19/19	MBK	Review research related to opinion; coordinate further opinion research; review structuring and potential transaction issues with Gardner Davis.	2.30	\$1,847.48
11/19/19	MN	Continued reviewing law relating to public employee's disclosure of information to the media.	3.80	\$1,227.40
11/19/19	REGU	Conference call to discuss IPO; research sales tax issues with regards to sale of assets; consider issues related to pension plan; research issues regarding performance units and registration.	3.10	\$1,119.88
11/19/19	RHH	Prepare and attend call with Scampi team regarding activities and action items.	0.60	\$390.15
11/19/19	RHH	Prepare and attend Scampi management presentation preparation.	0.70	\$455.18
11/19/19	RHH	Prepare and attend subject matter expert training.	0.70	\$455.18
11/19/19	RHH	Prepare and attend IPO analysis and preparation call.	0.70	\$455.18
11/19/19	RHH	Attention to matters related to Florida Ethics Commission position related to formal opinion; analysis, calls and discussions regarding same.	0.80	\$520.20

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11/19/19	RHH	Analysis related to breach of confidentiality and related items.	0.70	\$455.18
11/19/19	TMMU	Work on presentation materials and cooperative tax matters; conferences regarding same.	3.60	\$2,432.70
11/20/19	BJG	Daily check-in call; calls with L. Rhode and procurement team to discuss negotiation process and next steps; review memorandum regarding privilege of Vogtle discussions; review IPO materials.	5.40	\$3,235.95
11/20/19	GFD	Continue research of issues related to use of liquidating trust as part of IPO sales process, including Florida Constitutional prohibition on municipal ownership of shares, interpretation of "ownership," use of independent trustee, and possibility of making rate payers the beneficiaries of liquidity trust and potential alternative solutions; follow up with Morgan Stanley; prepare slides for Morgan Stanley presentation; discussion of issues with Kevin Hyde.	5.30	\$4,730.25
11/20/19	GHD	Email to P. Maillis and J. Kendrick regarding benefits matrix; office conference with H. Demsien regarding research project; conference call with client regarding SERP and post-retirement medical.	1.20	\$805.80
11/20/19	HDE	Research treatment of SERP, specifically, can the SERP be treated as one plan with both 415(m) and excess 401(a)(17) amounts.	1.50	\$484.50
11/20/19	IJM	Review benefits matrix in preparation for conference call; conference call with J. Kendrick, P. Maillis, and G. Dooge regarding benefits matrix and discussion of plans therein; conference with G. Dooge regarding follow-up matters and begin reviewing same.	2.40	\$1,438.20
11/20/19	JH	Review slide deck regarding Community Ownership Strategic Alternative Analysis prepared by JP Morgan and correspondence regarding same; revise slides regarding organization and related matters; conference call regarding presentation.	2.40	\$1,774.80
11/20/19	KEH	Telephone conference with JP Morgan and Morgan Stanley regarding structure of co-op; telephone conference with Lynn Rhode regarding employment agreements.	2.30	\$1,495.58
11/20/19	MN	Attended call to discuss negotiation team and using people outside of the JEA as negotiators.	0.40	\$129.20

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11/20/19	REGU	Research subsidiary ownership issue; research sales tax issue in direct acquisition scenario.	1.90	\$686.38
11/20/19	RHH	Telephone conference with A. Zahn; analysis related to appointing one negotiator.	0.50	\$325.13
11/20/19	RHH	Attend Scampi daily check in.	0.50	\$325.13
11/20/19	RHH	Multiple calls and work related to ITN process, negotiation process, Vogtle scenarios, JPM and MS questions, and steps in process.	3.00	\$1,950.75
11/20/19	RHH	Conference with JEA legal team and procurement team regarding status of ITN and action items related to negotiation team; follow up analysis and work.	1.00	\$650.25
11/20/19	TMMU	Work on presentation and memorandum; conferences regarding same.	3.00	\$2,027.25
11/20/19	TMS	Prepared for and participated on co-op issues call.	0.60	\$413.10
11/21/19	BJG	Calls with client to discuss procurement related issues, rules of the road, daily check-in, and weekly update; attention to IPO and coop alternatives.	7.40	\$4,434.45
11/21/19	DCC	Review APA; telephone call with E. Kremer on assignment issues; analysis of footnote questions.	2.30	\$1,730.18
11/21/19	DER	Consider issues/review draft purchase agreement.	6.50	\$4,806.75
11/21/19	EDL	Review of purchase agreement; communications with R. Guyer regarding insurance requirements for same.	0.60	\$504.90
11/21/19	GFD	Prepare slides at request of Morgan Stanley regarding IPO issues; participate in extended conference call with JEA senior management, Morgan Stanley and Pillsbury regarding IPO option; review issues at request of Pillsbury related to model acquisition process in connection with solicitation of offers from bidders and provide feedback to Pillsbury.	7.80	\$6,961.50
11/21/19	GHD	Review draft purchase agreement; email to R. Guyer with comments regarding same; office conference with H. Demsien regarding research project; meeting with I. Morris regarding asset sale agreement.	1.30	\$872.95
11/21/19	HDE	Discuss treatment of government retirement plans transferring to a private entity with Gregg Dooge.	0.30	\$96.90

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11/21/19	IJM	Conference with G. Dooge regarding welfare and retirement plan matters for JEA; begin reviewing and considering additional benefit plan materials from P. Maillis.	2.30	\$1,378.28
11/21/19	JH	Attention to applicable legal authorities regarding tax treatment of cooperatives; conference call regarding potential conversion to cooperative.	2.30	\$1,700.85
11/21/19	KEH	Participate in numerous calls regarding corporate structure and ITN initiatives.	2.50	\$1,625.63
11/21/19	MN	Continued researching and reviewing case law regarding to public employee's disclosure of confidential information to the media and began drafting memorandum; drafted confidentiality agreement.	3.80	\$1,227.40
11/21/19	REGU	Review and revise asset purchase agreement; consider issues related to sales tax question.	9.70	\$3,504.13
11/21/19	RHH	Conference with City of Jacksonville legal team related to negotiation team inquiries and direction; follow up analysis and discussions with JEA and City legal team.	1.20	\$780.30
11/21/19	RHH	Attention to matters, questions and telephone conference related to the IPO option for JEA.	1.00	\$650.25
11/21/19	RHH	Attend daily check-in call and attention to pending action items discussed on call.	0.70	\$455.18
11/21/19	RHH	Prepare and attend weekly update call.	0.40	\$260.10
11/21/19	RHH	Prepare and attend rules of the road teleconference, provide direction and address questions.	0.70	\$455.18
11/21/19	RHH	Attention to Co-op analysis and teleconference with JP Morgan, Morgan Stanley, Pillsbury and JEA team.	0.80	\$520.20
11/21/19	RHH	Teleconference with JEA SLT regarding Councilmember Becton inquiries and direction.	0.50	\$325.13
11/21/19	TMMU	Preparation for and presentation to client regarding cooperative options.	3.00	\$2,027.25
11/21/19	TMS	Prepared for and participated on co-op issues call with clients.	1.60	\$1,101.60
11/21/19	WCR	Review current draft of Purchase Agreement; call with E. Kramer regarding Purchase Agreement; provide comments on Purchase Agreement.	2.30	\$1,495.58

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11/22/19	BJG	Calls with client, procurement staff, and senior leadership team to discuss conduct of negotiation phase; review APA materials; conversation with J. Gabriel regarding negotiation conduct.	5.90	\$3,535.58
11/22/19	DCC	Prepare for and attend call with M. Dykes and RE team on various real estate matters including transfer taxes, assignment/transfer of easements, title insurance status and issues and various questions per the APA; prepare for all hands call on APA.	1.90	\$1,429.28
11/22/19	GFD	Participate in extended conference call with JEA management team and all advisors to discuss issues in draft of purchase agreement to be provided to bidders.	4.40	\$3,927.00
11/22/19	HDE	Research treatment of transfer of retirement plans from non-profit/government entities to for-profit entities.	3.30	\$1,065.90
11/22/19	IJM	Review 457 and pension plan materials from P. Maillis and send summary of points regarding same to G. Dooge.	1.20	\$719.10
11/22/19	JW	Review purchase agreement matters.	2.00	\$1,224.00
11/22/19	KEH	Work on matters related to benefit plans transfer.	1.60	\$1,040.40
11/22/19	MN	Continued drafting summary of laws and cases that apply to public employee's disclosure of information to the media.	3.20	\$1,033.60
11/22/19	REGU	Review comments to purchase agreement; conference call regarding asset purchase agreement.	5.20	\$1,878.50
11/22/19	RHH	Attention to new negotiator appointments and items related to perfecting appointments, multiple calls, discussions and analysis related to same.	2.10	\$1,365.53
11/22/19	RHH	Attention to APA review regarding certain terms relevant to deal, Florida law, public records and the ITN process; attend discussions and call as needed.	0.80	\$520.20
11/23/19	RHH	Attention to IPO analysis feedback provided by Gardner Davis, review public records issues, attention to emails and follow up needed on this issue.	0.40	\$260.10
11/24/19	DCC	Review PSA to address questions asked by Pillsbury and client.	2.10	\$1,579.73

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11/24/19	RHH	Preparation for the week's activities related to council-member workshop; review and discuss documents; provide background and detail to B. Russell.	0.90	\$585.23
11/24/19	RHH	Attention to week's activities and preparation for new negotiator training, appointment of negotiators, and receipt of revised replies.	1.30	\$845.33
11/25/19	BJG	Prepare for and attend negotiation team training; daily check-in call with client; advise regarding city council workshop; calls with procurement staff to discuss outstanding issues; attention to various procurement issues.	4.90	\$2,936.33
11/25/19	DCC	Address APA questions raised by Pillsbury including easements, Quit Claim Deeds and certain real estate related language and issues; review APA ; review reinsurance limits for Fidelity families, calls with team and Fidelity regarding agreement to insure via Quit Claim deed, revise HQs lease assignment language.	4.30	\$3,234.68
11/25/19	DCC	Prepare for and attend call with Pillsbury counsel to address comments/questions on upcoming revised APA.	0.60	\$451.35
11/25/19	EEA	Discussion with Brad Russell regarding the ITN process.	0.50	\$250.75
11/25/19	GFD	Research and respond to follow-up questions from Pillsbury regarding issues in prototype purchase agreement to be provided to bidders in connection with process.	0.90	\$803.25
11/25/19	GHD	Review and respond to K. Hyde inquiry regarding Section 5.04 of proposed sale agreement; review H. Demsien research results; review Recapitalization buy-up legislation.	1.20	\$805.80
11/25/19	HDE	Research other municipal to private utility employee benefits plan treatment.	3.20	\$1,033.60
11/25/19	IJM	Conference briefly with G. Dooge regarding benefits matrix.; research additional benefit plan matters and correspond with G. Dooge regarding same.	1.80	\$1,078.65
11/25/19	REGU	Review and revise asset purchase agreement; draft summary of changes to Pillsbury.	0.80	\$289.00
11/25/19	RHH	Attention to preparing for City Council workshop.	0.50	\$325.13

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11/25/19	RHH	Attention to miscellaneous procurement process matters given timeline and receipt of revised replies.	1.00	\$650.25
11/25/19	RHH	Work on issues remaining and appointment of new negotiators and educating negotiators and training negotiators; calls and emails related to same.	1.00	\$650.25
11/25/19	WBR	Prepare email to K. Hyde, R. Hosay, B. Grossman regarding public meeting with city council.	1.00	\$497.25
11/25/19	WBR	Attend public meeting with city council.	2.50	\$1,243.13
11/25/19	WCR	Review and discuss comments to real estate provisions of Purchase Agreement.	0.40	\$260.10
11/26/19	BJG	Prepare for and attend rules of the road discussion and daily check-in call; attend negotiation strategy session; advise regarding various procurement issues; review revised replies.	7.90	\$4,734.08
11/26/19	DCC	Review and revise assignment HQs Building Lease; telephone call with J. Pope regarding BJP parcels and assignment language; review revised APA.	1.80	\$1,354.05
11/26/19	GHD	Review additional materials regarding defined benefit and defined contribution plan limitations; conference call regarding same; research regarding 457(b) plan; revise matrix.	3.40	\$2,283.10
11/26/19	IJM	Prepare for conference call regarding benefits matrix and plans; conference call with J. Kendrick, P. Maillis, and G. Dooge regarding benefits matrix and plans; conference with G. Dooge regarding changes to benefits matrix and revise and edit same.	3.50	\$2,097.38
11/26/19	KEH	Telephone conference regarding benefit plans; telephone conference with Pillsbury regarding asset purchase agreement and [REDACTED]	0.90	\$585.23
11/26/19	LBH	Attention to outstanding title search invoices.	0.30	\$84.15
11/26/19	MN	Researched law regarding the disqualification of late bids and summarized findings to R. Hosay.	3.70	\$1,195.10
11/26/19	REGU	Consider issues related to asset purchase agreement; review Foley comments.	0.60	\$216.75

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11/26/19	RHH	Attention to review of final versions of APA and other collateral agreements, territorial, distribution, system coordination, transmission, billing and collections, and franchise.	0.70	\$455.18
11/26/19	RHH	Support negotiator training and other miscellaneous process questions regarding receiving revised replies.	0.90	\$585.23
11/27/19	BJG	Discuss negotiation phase conduct and access to SMEs with client; attend procurement update call; attend negotiation strategy session; coordinate negotiation clarification sessions; attention to revised reply issues; review revised replies.	8.30	\$4,973.78
11/27/19	DCC	Review revised Purchase and Sale Agreement as to certain real estate matters; call with Pillsbury regarding same.	0.50	\$376.13
11/27/19	GHD	Office conference with Ms. L. Riley regarding 1.457-10 regulations; revise benefit matrix; email regarding same.	1.20	\$805.80
11/27/19	IJM	Briefly review updated matrix and conference briefly with G. Dooge regarding same.	0.30	\$179.78
11/27/19	KEH	Confer with Herschel Vinyard regarding procurement procedures; review and revise employment related matters for disclosure schedules.	2.10	\$1,365.53
11/27/19	LCRI	Confer with G. Dooge regarding treatment of 457 plans upon sale of government entity to for-profit.	0.20	\$132.60
11/27/19	MN	Discussed findings from case law relating to disqualification of late bids and JEA's options with R. Hosay.	0.30	\$96.90
11/27/19	RHH	Prepare and attend Scampi daily check-in; work on action items related to data room items, process issues and next steps.	0.50	\$325.13
11/27/19	RHH	Prepare and attend procurement update call; attention to follow up and follow on activities.	0.50	\$325.13
11/27/19	RHH	Work on revised reply meetings issues regarding procedure, scheduling and who attends; multiple calls with JEA executives, city of Jacksonville counsel and Pillsbury.	1.80	\$1,170.45
11/27/19	RHH	Attention to late received revised replies; review, analyze and discuss analysis; work with procurement regarding steps moving forward.	1.80	\$1,170.45

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11/28/19	RHH	Work on revised reply review and preparation for negotiation sessions with all Respondents.	1.70	\$1,105.43
11/28/19	RHH	Prepare for IG and Ethics officer training in relation to negotiation sessions; research and analyze risk to process if inconsistent with attendance and participation in dialogue.	0.80	\$520.20
11/29/19	BJG	Attend negotiation strategy session and negotiation sessions with JEA PPP, NextEra, and MIRA; attention to negotiation issues and calls with procurement staff and JEA advisors.	5.80	\$3,475.65
11/29/19	CMKI	Review/consideration revised ITN replies and related supplemental documentation; communications with Weissman regarding same.	4.00	\$3,315.00
11/29/19	GFD	Respond to questions from Veronica Nunn at Pillsbury regarding prototype purchase agreement draft.	0.70	\$624.75
11/29/19	RHH	Attention to open issues and coordination of negotiation strategy meeting; prepare and attend same; multiple calls and discussions.	1.80	\$1,170.45
11/29/19	RHH	Prepare, attend and handle matters related to negotiation session with 8 Respondents; multiple calls and discussions to execute.	3.50	\$2,275.88
11/29/19	RHH	Prepare and attend conference call with OGC regarding process and negotiation meeting attendance.	0.50	\$325.13
11/29/19	RHH	Attention to questions and positions regarding IG and Ethics Officer attending negotiation session.	0.50	\$325.13
11/30/19	DCC	Attend to review of real estate information, including title commitment and HQ Building lease and outstanding items.	2.30	\$1,730.18
11/30/19	RHH	Review questions posed by Nextera, discuss and review answers proposed; answer process questions regarding providing answers.	0.50	\$325.13
Services Total:			546.00	\$340,804.64

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Dollars
Christopher M. Kise	CMKI	Partner	16.90	\$828.75	\$14,005.89
Chauncey W. Lever, Jr.	CWL	Partner	0.70	\$765.00	\$535.50

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David C. Cook	DCC	Partner	36.70	\$752.25	\$27,607.62
Danielle R. Whitley	DER	Partner	8.00	\$739.50	\$5,916.00
Ethan D. Lenz	EDL	Partner	0.60	\$841.50	\$504.90
Gardner F. Davis	GFD	Partner	30.80	\$892.50	\$27,489.00
Gregg H. Dooge	GHD	Partner	20.20	\$671.50	\$13,564.30
John A. Tucker	JATU	Partner	0.90	\$675.75	\$608.18
James Howard	JH	Partner	6.30	\$739.50	\$4,658.85
John J. Wolfel	JW	Partner	4.60	\$612.00	\$2,815.20
Kevin E. Hyde	KEH	Partner	24.10	\$650.25	\$15,671.07
Leigh C. Riley	LCRI	Partner	0.50	\$663.00	\$331.50
Michael B. Kirwan	MBK	Partner	2.30	\$803.25	\$1,847.48
Robert H. Hosay	RHH	Partner	80.00	\$650.25	\$52,020.26
Timothy M. Spear	TMS	Partner	14.70	\$688.50	\$10,120.95
W. Christopher Rabil	WCR	Partner	10.00	\$650.25	\$6,502.53
Joshua A. Agen	JAA	Of Counsel	0.30	\$612.00	\$183.60
Thomas M. Mullooly	TMMU	Of Counsel	42.70	\$675.75	\$28,854.54
Benjamin J. Grossman	BJG	Senior Counsel	115.20	\$599.25	\$69,033.66
Joanna A. White	JWA	Senior Counsel	10.90	\$612.00	\$6,670.80
Hannah R. Demsien	HDE	Associate	10.30	\$323.00	\$3,326.90
Mallory Neumann	MN	Associate	21.40	\$323.00	\$6,912.20
Richard E. Guyer	REGU	Associate	24.70	\$361.25	\$8,922.90
William B. Russell, Jr.	WBR	Associate	3.50	\$497.25	\$1,740.38
Isaac J. Morris	IJM	Special Counsel	43.00	\$599.25	\$25,767.78
Timothy J. Bramwell	TJBR	Special Counsel	2.50	\$612.00	\$1,530.00
Lisa B. Hunt	LBH	Paralegal	15.00	\$280.50	\$4,207.50
Jonathan P. Steverson	JPS	Lobbyist	0.00	\$518.50	\$0.00
Erika E. Alba	EEA	Other	0.50	\$501.50	\$250.75
Totals			546.00		\$340,804.64

Expenses Incurred

Description	Amount
Electronic Legal Research Services	\$3,538.00
DEPOSITIONS / TRANSCRIPTS, EXAMS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORTER.	\$285.00
DEPOSITIONS / TRANSCRIPTS, EXAMS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORTER.	\$220.00
MEALS -- VENDOR: ROBERT H. HOSAY 11/06/19 BREAKFAST -- ROBERT H. HOSAY. \$3.21	\$10.00
MEALS -- VENDOR: ROBERT H. HOSAY 11/06/19 BREAKFAST -- ROBERT H. HOSAY. \$27.49	\$0.00
TRANSPORTATION / TRAVEL EXPENSES -- VENDOR: ROBERT H. HOSAY - LODGING - 10/22/19-11/06/19 (LODGING, PARKING, CAR RENTAL FUEL). \$382.35	\$281.72

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MEALS -- VENDOR: ROBERT H. HOSAY 10/17/19 DINNER WITH JEA TEAM AND B. GROSSMAN -- ROBERT H. HOSAY, BENJAMIN J. GROSSMAN, JEA: HERSCHEL VINEYARD.	\$63.48
DEPOSITIONS / TRANSCRIPTS, EXAMS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORT.	\$263.25
DEPOSITIONS / TRANSCRIPTS, EXAMS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORTER.	\$115.00
DEPOSITIONS / TRANSCRIPTS, EXAMS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORTER FOR JEA MEETINGS.	\$75.00
TRANSCRIPTS - VENDOR: DIANE M. TROPIA, INC. - COURT REPORTER FOR JEA MEETINGS.	\$195.00
Expenses Incurred Total	\$5,046.45



FOLEY & LARDNER LLP
ONE INDEPENDENT DRIVE, SUITE 1300
JACKSONVILLE, FL 32202-5017
TELEPHONE (904) 359-2000
FACSIMILE (904) 359-8700
WWW.FOLEY.COM

JEA

Date: December 16, 2019
Invoice No.: 40306041
Our Ref. No.: 123214-0101

Should you wish to remit your payment via check, please mail checks to:

Foley & Lardner LLP
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Entry : 10/23/19 10:06 AM
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INVOICE

Robert Hosay
106 E. College Ave, Ste 900
Tallahassee, FL 32301
United States

Room No. 1203
Arrival 2019-11-05
Departure 2019-11-06
Page No. 1 of 1
Folio Window 1
Folio No. 29227837

Confirmation No. 4718983301
Group Name

Date	Description		Charges	Credits
11-05-2019	Accommodation		196.02	
11-05-2019	City Surcharge		1.96	
11-05-2019	Occupancy Sales Tax		13.86	
11-05-2019	Occupancy City Tax		11.88	
11-06-2019	- Market Breakfast Food	Room# 1203 : CHECK# 11179	3.21	
11-06-2019	- SHOR Breakfast Food	Room# 1203 : CHECK# 8040	27.49	
11-06-2019	American Express	XXXXXXXXXXXX1006		-254.42

Total	254.42	-254.42
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Balance	0.00
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I agree that my liability for this bill is not waived and I agree to be held personally liable in the event that the indicated person, company or association fails to pay for any part or the full amount of these charges.

World of Hyatt Summary

Membership: XXXXXX501C
Bonus Codes:
Qualifying Nights: 1
Eligible Spend: 196.02
Redemption Eligible: 33.45

Summary Invoice, please see front desk for eligibility details.



Invoice

Diane M. Tropia, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropia
(904) 821-0300

Date: 11/09/2019
Invoice No.: 11004
Due Date: 12/09/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Attendance of Reporter, Proceedings: Teleconference, JEA, at the Offices of JEA, 21 W. Church Street, 16th Floor, North Conference Room, Jacksonville, FL, October 28, 2019	\$75.00	\$75.00
25	Transcript Original	\$5.00	\$125.00
1	Multipage Transcript	\$50.00	\$50.00
1	Courier	\$13.25	\$13.25

Total **\$263.25**
Balance Due **\$263.25**

Please contact us for more information about payment options.

Thank you for your business.



Invoice

Diane M. Tropia, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropia
(904) 821-0300

Date: 11/09/2019
Invoice No.: 11005
Due Date: 12/09/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Attendance of Reporter, Scheduled Meeting at the Offices of JEA, 21 West Church Street, 16th Floor, North Conference Room, Jacksonville, FL, October 24, 2019, 1:00 - 2:30 p.m.	\$115.00	\$115.00

Total \$115.00
Balance Due \$115.00

Please contact us for more information about payment options.

Thank you for your business.



Invoice

Diane M. Tropa, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropa
(904) 821-0300

Date: 11/12/2019
Invoice No.: 11006
Due Date: 12/12/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Attendance of Reporter, Proceedings: JEA Teleconference Meeting, at the Offices of JEA, 21 West Church Street, 16th Floor, Jacksonville, FL, October 30, 2019	\$75.00	\$75.00
32	Transcript Original	\$5.00	\$160.00
1	Multipage Transcript	\$50.00	\$50.00

Total \$285.00

Balance Due \$285.00

Please contact us for more information about payment options.

Thank you for your business.

Invoice

Diane M. Tropa, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropa
(904) 821-0300

Date: 11/17/2019
Invoice No.: 11010
Due Date: 12/17/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Attendance of Reporter, Proceedings: JEA Teleconference Meeting, at the Offices of JEA, 21 West Church Street, 16th Floor, North Conference Room, Jacksonville, FL, November 5, 2019	\$75.00	\$75.00
19	Transcript Original	\$5.00	\$95.00
1	Multipage Transcript	\$50.00	\$50.00

Total \$220.00

Balance Due \$220.00

Please contact us for more information about payment options.

Thank you for your business.

Invoice

Diane M. Tropia, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropia
(904) 821-0300

Date: 11/20/2019
Invoice No.: 11011
Due Date: 12/20/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Scheduled Shade Meeting, at the offices of JEA, 21 West Church Street, 16th Floor, West Conference Room, Jacksonville, FL, Nov 18, 2019, 12:00	\$75.00	\$75.00

Total \$75.00

Balance Due \$75.00

Please contact us for more information about payment options.

Thank you for your business.

THE LOOP PIZZA GRILL
SAN MARCO
2014 San Marco Blvd.
Jacksonville, FL
(904) 399-5667

72

Host: REG 2
72

10/17/2019

7:07 PM

20150

Walnut Gorgonzola	9.29
Add Gr Salmon	7.50
Soda (2 @2.69)	5.38
BBQ Chicken	9.49
8" BBQ Chicken	
Walnut Gorgonzola	9.29
Fresh Grilled Chicken	4.00
Bowl Tomato Bisque	5.79
Cup Soup Other	4.29
Side Garden	4.29

Subtotal	59.32
Tax	4.16

EAT IN Total 63.48

AMEX 63.48
Auth:085670

Thank you for your business!
Be Happy! Eat Well! Enjoy!

--- Check Closed ---

JLA

6458 US HWY 129 North
Live Oak FL 32066

MARATHON PETR0250035
00000250035
6458 U.S. 129
Live Oak, FL
10/23/2019 748485276
08:14:15 PM

XXXX XXXXXX X1006
AMEX

INVOICE 201113
AUTH 00-560463
REF030191023192011

PUMP# 10
REGULAR 19.2556
PRICE/GAL \$2.499

FUEL TOTAL \$ 48.12

CREDIT \$ 48.12

COMPLETION
Entry: SWIPE
Batch: 3 Seq Num: 19
ZIP CODE APPROVED

Have a Nice Day

JGA
add mileage
ARM office to
JGA.

6458 US HWY 129 North
Live Oak FL 32080

MARATHON PETRO250035
00000250035
6458 U.S. 129
Live Oak , FL
11/06/2019 748519688
03:27:18 PM

XXXX XXXXXX X1006
AMEX

INVOICE 152443
AUTH 00-502104
REF100061106191524

PUMP# 24
REGULAR 16.6116
PRICE/GAL \$2.559

FUEL TOTAL \$ 42.51

CREDIT \$ 42.51

COMPLETION
Entry: SWIPE
Batch: 18 Seq Num: 6
ZIP CODE APPROVED

Have a Nice Day

RH

Enterprise Garage
Thank You
DATE: 10/23/19
TIME: 10:01 AM

Receipt No. 6/399/84
* Original *
TAX included 28.00

Credit 28.00
Trans ID : 625140114
Card No. : xxxxxxxxxxxxx1006
Card Type: AMEX

Dea

Invoice

Diane M. Tropa, Inc.
Post Office Box 2375
Jacksonville, FL 32203
Diane M. Tropa
(904) 821-0300

Date: 11/20/2019
Invoice No.: 11012
Due Date: 12/20/2019

Foley & Lardner, LLP
One Independent Drive
Suite 1300
Jacksonville, FL 32202

Attn: Colleen Rodriguez

Qty	Description	Unit Price	Total
1	Proceedings, JEA Shade Meeting, at the offices of JEA, 21 West Church Street, 16th Floor, West Conference Room, Jacksonville, FL, November 6, 2019	\$75.00	\$75.00
14	Transcript Original	\$5.00	\$70.00
1	Multipage Transcript	\$50.00	\$50.00

Total \$195.00

Balance Due \$195.00

Please contact us for more information about payment options.

Thank you for your business.

Elite Parking - Hyatt
225 E Coastline Dr
Jacksonville, 32202

PS 2: 11/06/19 08:32
Cashier 27
Receipt 068236

Short-term parking tkt
1 - No. 094678
11/05/19 21:05
11/06/19 08:32
Period 0d11h28
(Ust.) \$20.00

Sub Total \$20.00
Ust. \$0.00

Total \$20.00

Payment Received
AMEX \$20.00

XXXXXXXXXX1006
Merch:820011524380
Auth:567859

Type: Swiped

All Amounts in USD.
Deliv. Date=Receipt Date

CH06120C - 1/1

Duval Street Garage

DATE: 10/22/19

TIME: 06:36 PM

Receipt No. 22/206/83/3

* Original *

Ticket: 30122082

Entry : 10/22/19 09:44 AM

LPR :

TAX included 10.00

Credit 10.00

Trans ID : 500043111

Card No. : xxxxxxxxxxxx9248

Card Type: MASTER CARD

Please Drive Safety

U2A

Date	Initials	Name / Invoice Number	Code	Quantity	Rate	Amount	Description	Cost Index
11/12/2019	09818	Joanna A. White	30	1.00	100.00	100.00	Electronic Legal Research Services - Lexis/Nexis	26082051
12/16/2019		Invoice=40306041		1.00	100.00	100.00		
11/12/2019	09818	Joanna A. White	30	1.00	650.00	650.00	Electronic Legal Research Services - Lexis/Nexis	26082052
12/16/2019		Invoice=40306041		1.00	650.00	650.00		
11/12/2019	09818	Joanna A. White	30	1.00	26.50	26.50	Electronic Legal Research Services - Lexis/Nexis	26082053
12/16/2019		Invoice=40306041		1.00	26.50	26.50		
11/12/2019	09818	Joanna A. White	30	1.00	50.00	50.00	Electronic Legal Research Services - Lexis/Nexis	26082054
12/16/2019		Invoice=40306041		1.00	50.00	50.00		
11/12/2019	09818	Joanna A. White	30	1.00	26.50	26.50	Electronic Legal Research Services - Lexis/Nexis	26082055
12/16/2019		Invoice=40306041		1.00	26.50	26.50		
11/12/2019	09818	Joanna A. White	30	1.00	26.50	26.50	Electronic Legal Research Services - Lexis/Nexis	26082056
12/16/2019		Invoice=40306041		1.00	26.50	26.50		
11/12/2019	09818	Joanna A. White	30	1.00	100.00	100.00	Electronic Legal Research Services - Lexis/Nexis	26082057
12/16/2019		Invoice=40306041		1.00	100.00	100.00		
11/13/2019	22953	Richard E. Guyer	30	1.00	966.00	966.00	Electronic Legal Research Services - Westlaw	26083047
12/16/2019		Invoice=40306041		1.00	966.00	966.00		
11/18/2019	22953	Richard E. Guyer	30	1.00	143.00	143.00	Electronic Legal Research Services - Westlaw	26083048
12/16/2019		Invoice=40306041		1.00	143.00	143.00		
11/19/2019	23904	Timothy M. Spear	30	1.00	347.00	347.00	Electronic Legal Research Services - Westlaw	26089916
12/16/2019		Invoice=40306041		1.00	347.00	347.00		
11/21/2019	22953	Richard E. Guyer	30	1.00	959.50	959.50	Electronic Legal Research Services - Westlaw	26089917
12/16/2019		Invoice=40306041		1.00	959.50	959.50		
11/22/2019	22953	Richard E. Guyer	30	1.00	71.50	71.50	Electronic Legal Research Services - Westlaw	26089918
12/16/2019		Invoice=40306041		1.00	71.50	71.50		
11/25/2019	22953	Richard E. Guyer	30	1.00	71.50	71.50	Electronic Legal Research Services - Westlaw	26089919
12/16/2019		Invoice=40306041		1.00	71.50	71.50		
		BILLED TOTALS: WORK:				3,538.00	13 records	
		BILLED TOTALS: BILL:				3,538.00		
		GRAND TOTAL: WORK:				3,538.00	13 records	
		GRAND TOTAL: BILL:				3,538.00		