

From: Hyde, Kevin E. [KHyde@foley.com]  
 Sent: 7/10/2019 2:19:36 PM  
 To: Ware, Dabney D. [DWare@foley.com]  
 Subject: RE: Are we talking about self-dealing?

No. the Board will have to approve all of these agreements.

-Kevin E. Hyde

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From: Ware, Dabney D. <DWare@foley.com>  
 Sent: Wednesday, July 10, 2019 2:18 PM  
 To: Hyde, Kevin E. <KHyde@foley.com>  
 Subject: Are we talking about self-dealing?

Is there a self-dealing issue in here - with executives voting on sale that has some benefit for themselves?

From: Ware, Dabney D.  
 Sent: Wednesday, July 10, 2019 2:15 PM  
 To: Hyde, Kevin E. <KHyde@foley.com>  
 Subject: RE: thanks for the research memo on direct dealing

Are you thinking this would be some form of bonus program with payout to employees based on a sales price? Just trying to figure out what might help me narrow search of ethics opinions (which, based on the few I've read so far, seem fairly dense).

Dabney

From: Hyde, Kevin E. <KHyde@foley.com>  
 Sent: Sunday, July 7, 2019 7:51 PM  
 To: Ware, Dabney D. <DWare@foley.com>  
 Subject: thanks for the research memo on direct dealing

Another question:

Is there anything in Florida ethic's law – particularly ruling by the Florida Ethics Commission – that prohibits employees from essentially being given stock options to realize a benefit from an appreciation in the value of JEA between now and



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a sale? I have a memo from the City that will be a good starting point. It discusses very well the applicable Florida statute but does not go too far into Florida Ethics commission cases. We can discuss tomorrow if you are around.

-Kevin E. Hyde

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