

## RESOLUTION 2014-222

### RESOLUTION AUTHORIZING REAPPOINTMENT OF JEFFREY MILLER AS A PUBLIC MEMBER TO THE SAN DIEGO UNIFIED PORT DISTRICT AUDIT ADVISORY COMMITTEE (AAC) FOR A SECOND TERM OF THREE YEARS COMMENCING JANUARY 1, 2015

**WHEREAS**, the San Diego Unified Port District (District) is a public corporation created by the Legislature in 1962 pursuant to Harbors and Navigation Code Appendix I; and

**WHEREAS**, pursuant to Board of Port Commissioners (BPC) Resolution 2004-146, adopted on September 7, 2004, the Audit Advisory Committee (AAC) of the District was established by charter; and

**WHEREAS**, pursuant to BPC Resolution 2011-114, adopted on August 9, 2011 the AAC was amended; and

**WHEREAS**, the revised charter increased the number of committee members from three (3) to five (5); and

**WHEREAS**, the AAC's composition would include three (3) members from the BPC and two (2) members from the community; and

**WHEREAS**, the BPC members each serve a one year term and public members each serve a staggered term of three (3) years; and

**WHEREAS**, at its meeting on February 14, 2012 the BPC appointed Jeffrey Miller as a public member to the AAC for a three year term commencing January 1, 2012 and ending on December 31, 2014; and

**WHEREAS**, the AAC discussed the appointment of external committee members at its meeting on September 18, 2014, the scope of experience for public members appointed to the Committee as well as the process for selection pursuant to the AAC Charter and Mr. Miller expressed his desire to serve a second term on the AAC; and

**WHEREAS**, as a result of these discussions, BPC Chair Nelson directed an ad hoc selection committee to be appointed consisting of two members of the BPC two members of the District's executive team; and

**WHEREAS**, the selection committee was comprised of Commissioner Malcolm, Commissioner Merrifield, Karen Porteous (Executive Vice President, Administration) and Bob DeAngelis (CFO/Treasurer); and

**WHEREAS**, at its meeting on November 12, 2014, the ad hoc selection committee recommended that the BPC adopt a resolution reappointing Jeffrey Miller to the AAC for a second term commencing on January 1, 2015; and

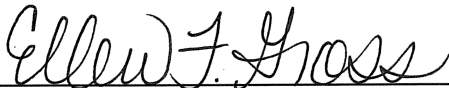
**WHEREAS**, Mr. Miller's experience is as follows: Mr. Miller has over 20 years' experience in governance, risk and compliance related services and brings significant experience working with audit committees and executive management; and

**WHEREAS**, Mr. Miller has working knowledge of Generally Accepted Auditing Standards and Generally Accepted Accounting Practices, is currently employed as Director, Business Advisory Solutions, with Premier Alliance, is a Certified Public Accountant and has a Bachelor of Science degree in Business/Economics with an emphasis in Accounting from the University of California, Santa Barbara, California.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District, as follows:

That Jeffrey Miller is hereby reappointed to the San Diego Unified Port District Audit Advisory Committee (AAC) for a term of three years commencing January 1, 2015.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL



By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 9<sup>th</sup> day of December 2014, by the following vote:

AYES: Bonelli, Castellanos, Malcolm, Moore, Nelson, and Valderrama.

NAYS: None.

EXCUSED: Merrifield.

ABSENT: None.

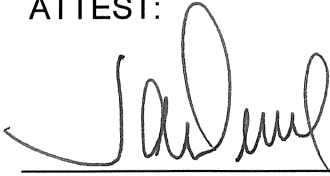
ABSTAIN: None.



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Robert E. Nelson, Chairman  
Board of Port Commissioners

ATTEST:



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Timothy A. Deuel  
District Clerk

(Seal)