

PERSONAL BOARD OF DIRECTORS

How America's Largest Truck Stop Owner Stays on the Right Path

Jimmy Haslam III relies on frank advice from colleagues and friends to steer Pilot Flying J

By Nicole Friedman

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Jimmy Haslam III says he always wanted to work in the family business.

He was a teenager when he started manning the pumps at the Pilot gas-station chain founded by his father Jim Haslam II in 1958. In college he logged truckers' hours. By age 22 he was there for good.

"It was really just my dad, my brother and myself, quite frankly," he recalls. Early in his career, when Mr. Haslam would show his father the company's monthly financials, "he would look up from his desk and say, 'Nice job, you get to keep your job another month.' ... I was always walking out going, 'hell, maybe he wasn't kidding.'"

Knoxville, Tenn.-based Pilot Flying J is now the biggest truck-stop operator in the country, with more than 750 locations, and has attracted the world's most famous investor. Warren Buffett's Berkshire Hathaway Inc. bought a 38.6% stake in Pilot Flying J in 2017 for \$2.8 billion and is set to acquire another 41.4% in 2023. The Haslam family will keep the remaining 20%. (Mr. Haslam's brother, Bill, is the former governor of Tennessee.)

Mr. Haslam was CEO from 1996 to 2012, before stepping down to focus on the Cleveland Browns, which he owns with his wife, Dee Haslam. Mr. Haslam took over the CEO role again in 2013. He also once owned a stake in the Browns' rival, the Pittsburgh Steelers.

Mr. Haslam still works closely with his father, who is now chairman. While their daily talks might touch on football or politics, "it started out and revolves around the business," he says. "He's been my boss, my mentor, my best friend. We like exactly the same things."

The Haslam family has long been eager to solicit business advice. While Pilot Flying J is privately owned, the company decades ago opted to establish a board of directors. “It’s been outstanding in terms of helping us grow” over the years, Mr. Haslam says.

BIOGRAPHICAL BITS

- Age: 65
- Family: Wife, Dee; three children; five grandchildren
- Education: University of Tennessee, attended but didn’t graduate
- Favorite books: “Shoe Dog: A Memoir by the Creator of Nike,” by Phil Knight, and “The League: How Five Rivals Created the NFL and Launched a Sports Empire,” by John Eisenberg. “I wish I read [“The League”] sooner... it makes me appreciate the people who came before us as owners,” Mr. Haslam says.

Here are
four of his
most
trusted
advisers:

**Bob
Corker**

**Former
Tennessee
Senator**



Messrs. Haslam and Corker were fraternity brothers and roommates at the University of Tennessee. They grew close again years later when Mr. Haslam fundraised for Mr. Corker’s first Senate campaign in 1994.

Mr. Haslam says he has learned from Mr. Corker’s “innate ability to relate to people.” The two talk regularly about business decisions, including succession planning at Pilot Flying J. “Bob is very direct in his advice. He doesn’t hold back,” Mr. Haslam says. “Oftentimes he’ll say,

‘You’re not going fast enough.’”

R. Brad Martin

Chairman, Chesapeake Energy Corp.

Mr. Martin, former chairman and CEO of Saks Inc., joined Pilot Flying J’s board of directors in 1988 and functions as its unofficial lead director. In 2001, Mr. Martin offered deal making advice



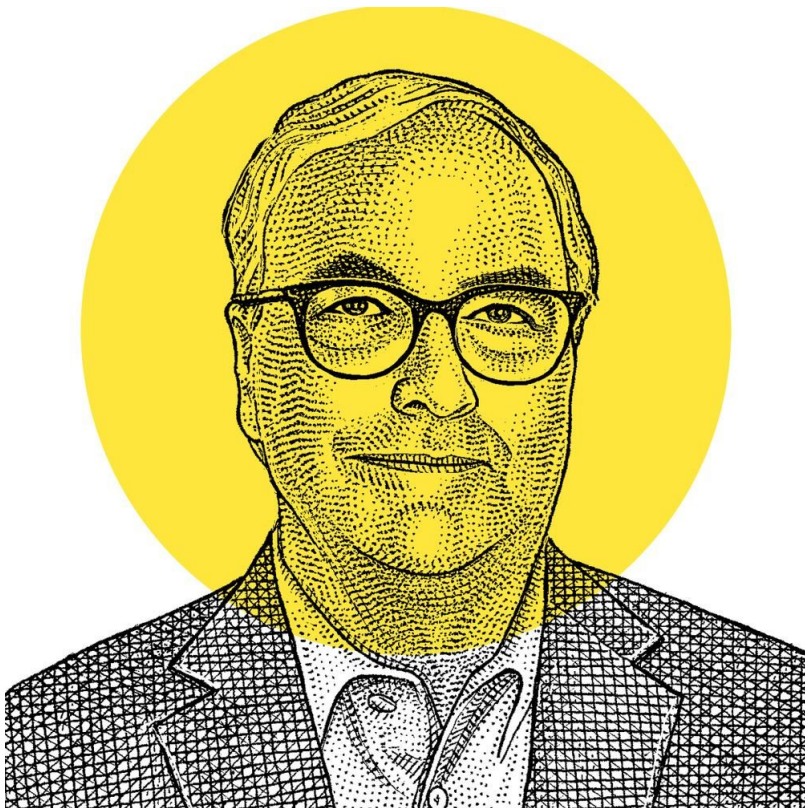
when Pilot Corp., as the company was known then, merged with Marathon Ashland Petroleum LLC.

“He said, ‘This is going to take twice as long and be three times as hard as you think it will, but it will be worth it in the end,’” recalls Mr. Haslam. “I remember thinking, ‘It’s not going to be that hard, but he was exactly right.”

Lee Scott

Former CEO, Walmart Inc.

Mr. Scott joined Pilot Flying J’s board in 2010. His father operated a gas station in Kansas, so “he had a natural affinity for our business,” Mr. Haslam says.

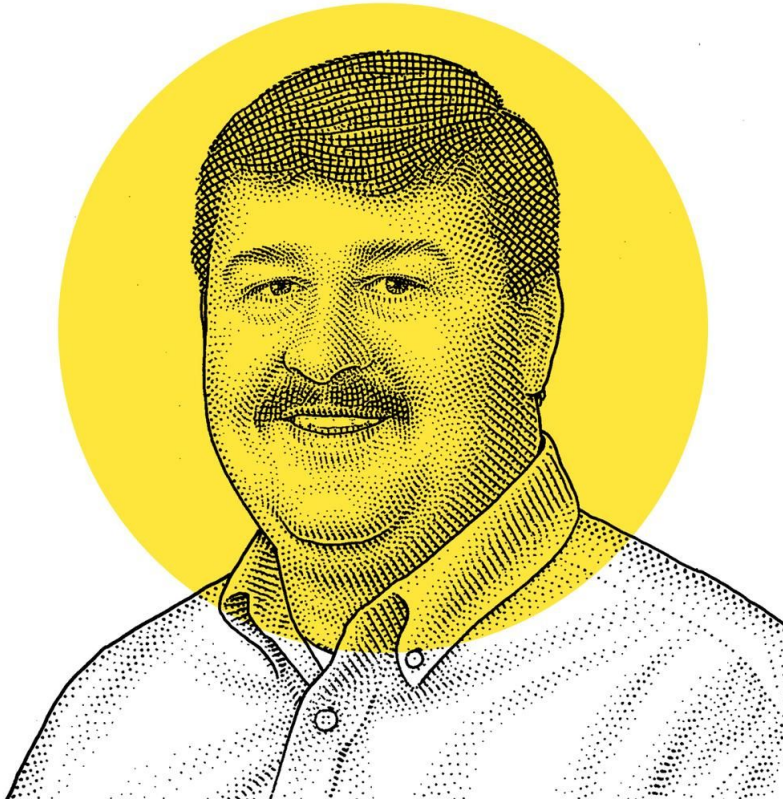


Mr. Scott’s Walmart experience is especially helpful to Pilot Flying J when it comes to the logistics of running a company with locations and employees all over the country, Mr. Haslam says. In board meetings, Mr. Scott is quick to criticize some ideas. “Lee will say, ‘I tried that one time, it sounds good, it doesn’t work,’” Mr. Haslam says.

Steve Diggs

President and CEO, Emerald Youth Foundation

Mr. Diggs runs a Christian nonprofit for children in Knoxville, Mr.



Haslam's hometown. Mr. Diggs shadowed Mr. Haslam for a day as he flew to visit Pilot Flying J stores.

Mr. Haslam says he relates to Mr. Diggs's focus and drive, and it inspires him to think beyond corporate profits. Mr. Diggs is "working as hard as we work ... but is doing it for a different cause," Mr. Haslam says. "I've tried to be more balanced in my life as I've gotten older, and he helps me stay balanced."

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