

**BOARD OF EMPLOYEE LEASING COMPANIES**  
**GENERAL BUSINESS MEETING**  
Floridays Resort  
12562 International Drive  
Orlando, FL 32821

January 17, 2018  
AT  
9:00 a.m.

**CALL TO ORDER**

The meeting was called to order at approximately 9:05 A.M. EST by Mr. Raja Shekhar, Board Vice Chair.

**I. ROLL CALL**

**MEMBERS PRESENT**

Raja Shekhar, Vice Chair  
Richard Kiracofe  
Zach Collier

**MEMBER ABSENT**

**STAFF PRESENT**

Rick Morrison, Executive Director, DBPR  
Nicole Myers, Government Analyst II, DBPR  
Lynette Norr, Board Counsel, Office of Attorney General  
James Fortunatas, Prosecuting Attorney, DBPR

**OTHERS PRESENT**

Timothy Tack, Miller Tack & Madson  
Torben Madson, Miller Tack & Madson  
Esquire Solutions (904) 355-8416

The meeting was opened with a roll call and a quorum was established.

**II. THE PLEDGE OF ALLEGIANCE**

**IV. DISCIPLINARY HEARINGS**

**A. Informal Hearings**

1. **Trion Solutions, Inc., GL 196**  
**Case No. 2017-033173**
2. **Trion Solutions II, Inc., GM 523**  
**Case No. 2017-033176**  
  
**Bonner Upshaw III, CO 1061**  
**Case No. 2017-033178**

**PCP: DBPR – October 7, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1)(i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 annual report. The 2016 annual report was filed two months and 13 days late. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 4<sup>th</sup> quarter report. The 2016 4<sup>th</sup> quarter report was filed seven months and twenty-two days late.

Mr. Collier recused himself due to past business relationships with Trion Solutions.

After discussion Mr. Fortunas advised that he was pulling these cases from the agenda and would present them at a later meeting.

**4. Halcyon HR Partners, Inc., EL 457  
Case No. 2016-051248**

**5. Troy Walker, CO 1146  
Case No. 2016-051253**

**PCP: DBPR – June 1, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 1<sup>st</sup> quarter report. The 2016 1<sup>st</sup> quarter report was filed four months and four days late. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 2nd quarter report. The 2016 2nd quarter report was filed one month and four days late.

After discussion by the board the following motions were made.

**MOTION:** Mr. Shekhar made a motion to accept the findings of facts as stated in the administrative complaint as those of the Board.

**SECOND:** Mr. Kiracofe.  
Motion passed unanimously.

**MOTION:** Mr. Shekhar made a motion to accept the conclusion of laws in the administrative complaint as those of the Board.

**SECOND:** Mr. Collier  
Motion passed unanimously.

**MOTION:** Mr. Kiracofe moved to impose an administrative fine of \$1000, costs of \$178.99, with joint and several liabilities for payment of the fines and costs.

**SECOND:** Mr. Collier.  
Motion passed unanimously.

- 6. Kymberly Group Payroll Solutions, Inc., GL 183  
Case No. 2015-028174**
- 7. Kymberly Group Payroll Solutions II, Inc., GM 485  
Case No. 2015-028178**
- 8. Kymberly Group Payroll Solutions III, Inc., GM 484  
Case No. 2015-028177**
- 9. Philip Martina, CO 934  
Case No. 2015-028181**

**PCP: DBPR – January 17, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1)(i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file 2015 1<sup>st</sup> and 3<sup>rd</sup> quarter report. The 2015 annual reports were filed one year late. Respondent also violated Section 468.532(1)(i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file 2015 annual assessment. The annual assessment was paid seven months late. Respondent also violated Section 468.532(1), F.S., through violation of Section 468.529(1), F.S., failure to pay reemployment taxes in the amount of \$106.38 and \$102.24 in penalties and interest.

After discussion by the board the following motions were made.

**MOTION:** Mr. Collier made a motion to accept the findings of facts as stated in the administrative complaint as those of the Board.

**SECOND:** Mr. Shekhar.  
Motion passed unanimously.

**MOTION:** Mr. Collier made a motion to accept the conclusion of laws in the administrative complaint as those of the Board.

**SECOND:** Mr. Kiracofe.  
Motion passed unanimously.

**MOTION:** Mr. Collier moved to impose an administrative fine of \$3500, costs of \$249.04, with joint and several liabilities for payment of the fines and costs.

**SECOND:** Mr. Kiracofe.  
Motion passed unanimously.

**B. Settlement Stipulations**

- 1. Payroll Management, Inc., EL 242  
Case No. 2017-033108**

**2. Donna Mickle, CO 950  
Case No. 2017-033114**

**3. Michael Bonneau, CO 949  
Case No. 2017-033109**

**PCP: DBPR – October 20, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to file 2015 and 2016 annual report. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-5.002, Fla. Admin. Code, for Respondents' failure to pay 2015 and 2016 annual assessment. The annual assessment for 2016 was paid three months late. Respondent violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for failure to timely file the 2016 4th quarter report and 2017 1<sup>st</sup> quarter report. The 2016 4th quarter report was filed five months late, and the 2017 1<sup>st</sup> quarter was filed 2 months late. Respondents also violated Section 468.532(1)(i), F.S., through violation of Section 468.525(3)(d), F.S., for maintaining a negative accounting net worth of \$21,685,192.92, and a negative net working capital of \$24,434,285.13 as reflected in the 2016 4<sup>th</sup> quarter report. Respondent also maintained a negative accounting net worth of \$20,633,392.12 and negative net working capital of \$23,412,201.41 in the 2017 1<sup>st</sup> quarter report. Respondent also maintained a negative accounting net worth of \$19,832,545.93, and a negative net working capital of \$24,547,157.37 as reflected in the 2017 2<sup>nd</sup> quarter report.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$5,000.00 and costs of \$445.82 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Kiracofe moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**4. Payroll Management, Inc., EL 242  
Case No. 2015-014252**

**5. Donna Mickle, CO 950  
Case No. 2015-014255**

**6. Michael Bonneau, CO 949  
Case No. 2015-014259**

**PCP: DBPR – February 15, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (i), F.S., through violation of Section 468.525(3) (d), F.S., for maintaining a negative accounting net worth of \$2,872,719.00 and a negative net working capital of \$2,860,369.00 as reflected in the 2012 annual report. Respondent also maintained a negative accounting net worth of \$2,698,480.00 in the 2013 annual report and negative

net worth of \$3,078,377.00 and negative net working capital of \$1,992,540.00 in the 2014 annual report. Respondent violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for failure to timely file the 2015 3<sup>rd</sup> quarter report and 2016 1<sup>st</sup> quarter report. The 2015 3<sup>rd</sup> quarter report was file 608 days late, and the 2016 1<sup>st</sup> quarter was filed 425 days late. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for failure to timely file the 2016 2nd quarter report and 2016 3rd quarter report. The 2016 2nd quarter report was file 333 days late, and the 2016 3rd quarter was filed 242 days late.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$10,000.00 and costs of \$210.12 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Collier moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

**7. Professional Aviation Mgt., Inc., GL 62**  
**Case No. 2016-048603**

**8. International Outsource Solutions, Inc., GM 154**  
**Case No. 2016-048613**

**9. International Resource Mgt., Inc., GM 155**  
**Case No. 2016-048620**

**10. Professional Business Concepts, Inc., GM 158**  
**Case No. 2016-048625**

**11. Paul Gartlan, CO 398**  
**Case No. 2016-048608**

**PCP: DBPR – May 19, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (f), F.S., for conducting business without an active license.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$500.00 and costs of \$466.10 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Collier moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Kiracofe seconded the motion and it passed unanimously.

**12. International Mgt. Services, Inc., GL 81**  
**Case No. 2016-048756**

**13. International Outsource Mgt., Inc., GL 177**  
**Case No. 2016-048760**

**14. Professional Aviation Marketing, Inc., GM 177**  
**Case No. 2016-048762**

**15. Paul Gartlan, CO 398**  
**Case No. 2016-048758**

**PCP: DBPR – April 24, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (f), F.S., for conducting business without an active license.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$500.00 and costs of \$209.83 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Collier moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Kiracofe seconded the motion and it passed unanimously.

**16. ABS 4, Inc., GL 155**  
**Case No. 2016-034239**

**17. ABS 2, Inc., GM 217**  
**Case No. 2016-034240**

**18. John Rosseau, CO 232**  
**Case No. 2016-034244**

**PCP: DBPR – February 2, 2017**

Mr. Fortunas presented the cases explaining Respondent violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for failure to file the 2015 annual report, 2015 4<sup>th</sup> quarter report, and 2016 1<sup>st</sup>, 2<sup>nd</sup>, and 3<sup>rd</sup> quarter reports. The reports were never filed. Respondent also violated Section 468.532(1) (i), F.S., through violation of Section 468.529(1), F.S., for failure to timely pay reemployment taxes, penalties, interest and fees in the amount of \$99,639.32

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$3,000.00 and costs of \$250.14 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Shekhar moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Kiracofe seconded the motion and it passed unanimously.

**19. Human Capital Concepts, EL 352**  
**Case No. 2016-024053**

**20. Harlan Schafir, CO 1137**  
**Case No. 2016-024063**

**21. Steve L. Kellam, CO 1136**  
**Case No. 2016-024056**

**PCP: DBPR – March 14, 2017**

Mr. Fortunas presented the cases explaining Respondent violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for failure to file the 2015 annual report. The report was eleven months and twenty-nine days late.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$1250.00 and costs of \$195.66 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Shekhar moved to adopt the terms of the settlement stipulation as the final order of the board.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**22. Countrywide PEO, Inc., GL 214**  
**Case No. 2015-024806**

**23. Countrywide PEO I, Inc., GM 533**  
**Case No. 2015-024810**

**24. Zachary A. Collier, CO 1103**  
**Case No. 2015-024813**

**PCP: DBPR – March 15, 2017**

Mr. Collier recused himself from the case.

Mr. Fortunas presented the cases explaining Respondent violated Section 468.532(1) (i), F.S., through violation of Rule 61G-710.001(1), Fla. Admin. Code, for filing the 2015 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> quarter reports late. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-5.002, Fla. Admin. Code, for failure to timely pay the 2014 annual assessment, assessment was paid forty days late. Respondent also violated Section 468.532(1), F.S., through violation of Section 468.529(1), F.S., and failure to pay reemployment taxes, penalties, interest, and fees in the amount of \$466.63. Respondents also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.0011, Fla. Admin. Code, for failure to timely file the 2015 annual report. The report was 158 days late.

Mr. Fortunas stated the settlement stipulation provides for imposition of an administrative fine of \$2,000.00 and costs of \$188.40 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Kiracofe moved to adopt the terms of the settlement stipulation as the final order of the board.  
SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

### **C. Elected Waiver**

- 1. EA Advantage LLC, EL 296  
Case No. 2016-051472**
- 2. Nylen Allphin, CO 687  
Case No. 2016-051475**

### **PCP: DBPR – June 1, 2017**

Mr. Fortunas presented the cases explaining Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 1<sup>st</sup> quarter report. The 2016 1<sup>st</sup> quarter report was filed two months late. Respondent also violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.001(1), Fla. Admin. Code, for Respondents' failure to timely file the 2016 2nd quarter report. The 2016 2nd quarter report was filed one month and eleven days late.

After discussion by the board the following motions were made.

MOTION: Mr. Collier made a motion to accept the findings of facts as stated in the administrative complaint as those of the Board.

SECOND: Mr. Kiracofe.  
Motion passed unanimously.

MOTION: Mr. Collier made a motion to accept the conclusion of laws in the administrative complaint as those of the Board.

SECOND: Mr. Kiracofe  
Motion passed unanimously.

MOTION: Mr. Kiracofe moved to revoke Respondents' license and impose an administrative fine of \$5,000, costs of \$148.60, with joint and several liabilities for payment of the fines and costs.

SECOND: Mr. Collier.  
Motion passed unanimously.

***The board recessed for the day at 11:30 p.m. to re-convene the next day at 9:00 a.m.***



**BOARD OF EMPLOYEE LEASING COMPANIES**  
**GENERAL BUSINESS MEETING**  
Floridays Resort  
12562 International Drive  
Orlando, FL 32821

January 18, 2018  
AT  
9:00 A.M.

**I. CALL TO ORDER**

The meeting was called to order at approximately 9:02 A.M. EST by Mr. Raja Shekhar, Board Chair.

**III. ROLL CALL**

**MEMBERS PRESENT**

Raja Shekhar, Vice Chair  
Richard Kiracofe  
Zach Collier

**MEMBER ABSENT**

**STAFF PRESENT**

Rick Morrison, Executive Director, DBPR  
Nicole Myers, Government Analyst II, DBPR  
Lynette Norr, Board Counsel, Office of Attorney General  
James Fortunas, Prosecuting Attorney, DBPR

**OTHERS PRESENT**

Timothy Tack, Miller Tack & Madson  
Esquire Solutions (904) 355-8416

The meeting was opened with a roll call and a quorum was established.

**IV. THE PLEDGE OF ALLEGIANCE**

Mr. Shekhar led all in the Pledge of Allegiance.

**V. ELECTIONS**

**CHAIR**

MOTION: Mr. Shekhar nominated Mr. Kiracofe as Board Chair.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

## **VI. REVIEW AND APPROVAL OF THE OCTOBER 11-12, 2017 MEETING MINUTES**

Board members reviewed the minutes from the October 11-12, 2017 meeting.

MOTION: Mr. Kiracofe made a motion to approve the minutes with corrections made.

SECOND: Mr. Collier seconded the motion and it passed.

## **VII. REVIEW AND CONSIDERATION OF EMPLOYEE LEASING COMPANY AND CONTROLLING PERSON APPLICATIONS**

### **A. Employee Resource Administration, L.P. – EL Applicant Phyllis Axline – CP Applicant**

**\*\*\*Termination of De Minimus License\*\*\***

Employee Resource Administration LP – DM57

Mr. Kiracofe presented the company application. Board staff stated the application was deemed incomplete at the October meeting and another review is required.

MOTION: Mr. Kiracofe moved to approve the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **B. Aegle Staffing, LLC – EL Applicant Michael Madewell – CP Applicant**

Mr. Kiracofe presented the company and controlling person applications

MOTION: Mr. Collier moved to conditional approve the application with the following conditions, a reviewed financial statement must be submitted within 10 days of Final Order.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

### **C. CEOHR, Inc. – EL Applicant Darrin J Fedder – CP Applicant**

Mr. Kiracofe presented the company and controlling person applications

MOTION: Mr. Collier moved to conditional approve the application with the following conditions, an updated contract must be submitted to Board Office and approved by Board Counsel. The contract must be received within 10 days of Final Order.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

### **D. Advantage Personnel Resources, Inc. – EL Applicant Kevin Ross, CO 1161 Todd Ruano, CO 1162**

Mr. Kiracofe presented the company application.

Mr. Collier disclosed that his company has had pass business discussions with Advantage Personnel Resources, Inc. but he can remain unbiased.

MOTION: Mr. Shekhar moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**E. Straight Line PEO – EL Applicant  
Scott Schwarb – CP Applicant**

Mr. Kiracofe presented the company and controlling person application.

MOTION: Mr. Shekhar moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**F. Claudia Vargas – CP Applicant  
AlphaStaff, Inc. and Subsidiaries – GL 49**

Mr. Kiracofe presented the controlling person application.

MOTION: Mr. Shekhar moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**G. Daniel Mcannar – CP Applicant  
Quadrant PHR, LLC – GL 188**

Mr. Kiracofe presented the company and controlling person applications

MOTION: Mr. Collier moved to approve contingent on Mr. Mcannar updating his application and reviewed by the Department within 10 days of the Final Order.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

**H. Christopher Kenny – CP Applicant  
United Employee Services – EL 364  
Paychecks Plus, Inc. – EL 308**

Mr. Kiracofe presented the company application.

Mr. Collier disclosed that his company has had pass business discussions with Paychecks Plus, Inc. but he can remain unbiased.

MOTION: Mr. Shekhar moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**V. REVIEW AND CONSIDERATION OF EMPLOYEE LEASING COMPANY GROUP APPLICATIONS**

**A. Liberty Employee Leasing – Group Applicant**

**B. Liberty Employee Leasing II, Inc. – Group Member Applicant**

**C. Liberty Employee Leasing III, Inc. – Group Member Applicant**

**D. Surley Garcia – CP Applicant**

Mr. Kiracofe presented the group applications and controlling person application.

MOTION: Mr. Kiracofe moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**E. MatrixOne Source PEO, LLC – Group Applicant**

**F. MatrixOne Source PEO II, LLC – Group Member**

**G. MatrixOne Source PEO III, LLC – Group Member**

**H. MatrixOne Source PEO IV, LLC – Group Member**

**I. MatrixOne Source PEO V, LLC – Group Member**

Board office stated the application will be withdrawn until the next meeting.

**J. Cornerstone AG, Inc. – Group Member Applicant**

Mr. Kiracofe presented the group application.

MOTION: Mr. Shekhar moved to approve the applications.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

## **VI. REVIEW AND CONSIDERATION OF REGISTRATION OF DE MINIMUS COMPANY**

**A. Pathgoal Employer Services – De Minimus Applicant**

Mr. Kiracofe presented the De Minimus application.

MOTION: Mr. Shekhar moved to approve the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

## **VII. BOARD NOTIFICATIONS**

### **CHANGE IN STATUS OF CONTROLLING PERSON**

**A. Peter C. Grabowski, CO 1097**

Mr. Kiracofe presented the change of status of Mr. Peter Grabowski.

MOTION: Mr. Kiracofe moved to ratify the change.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**B. Clinton W. Burgess, CO 995**

Mr. Kiracofe presented the change of status of Mr. Clinton Burgess.

MOTION: Mr. Kiracofe moved to ratify the change.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

## **CHANGE OF OWNERSHIP APPLICATIONS**

### **A. MS PEO II, LLC – GM 596 – Asset Purchase MS PEO III, LLC – GM 597 MS PEO IV, LLC – GM 598**

Mr. Kiracofe presented the change of ownership application for MS PEO II, LLC.

MOTION: Mr. Shekhar moved to approve the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **B. Troon FL Leasing Company – GL 208 Troon FL Leasing Company II, LLC – GM 555**

Mr. Kiracofe presented the change of ownership application for Troon FL Leasing Company.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **C. Progressive Employer Management Company, Inc. – GL 105 Progressive Employer Management Company II, Inc. – GM 201 Progressive Employer Management Company III, Inc. – GM 513 Progressive Employer Management Company IV, Inc. – GM 514 Progressive Employer Management Company V, Inc. – GM 515**

Mr. Kiracofe presented the change of ownership application for Progressive Employer Management Company, Inc.

MOTION: Mr. Kiracofe moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **D. TCM PEO I, LLC – GL 225 TCM PEO II, LLC – GM 592 TCM PEO III, LLC – GM 593**

Mr. Kiracofe presented the change of ownership application for TCM PEO I, LLC.

MOTION: Mr. Kiracofe moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **E. Progressive Employer Management Company XXI, LLC – GL 150 Progressive Employer Management Company XXI, LLC – GM 373**

Mr. Kiracofe presented the change of ownership application for Progressive Employer Management Company XXI, LLC.

MOTION: Mr. Kiracofe moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

### **F. Progressive Employer Management Company XXIII, LLC – EL 360**

Mr. Kiracofe presented the change of ownership application for Progressive Employer Management Company XXIII, LLC.

MOTION: Mr. Kiracofe moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**G. Quadrant PHR, LLC – GL 188**

**Quadrant PHR 2, LLC – GM 499**

**Quadrant PHR 3, LLC – GM 500**

**Quadrant PHR 4, LLC – GM 501**

**Quadrant PHR 5, LLC – GM 502**

Mr. Kiracofe presented the change of ownership application for Quadrant PHR, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Kiracofe seconded the motion and it passed unanimously.

**H. Azure Payroll Services, LLC – EL 408**

Mr. Kiracofe presented the change of ownership application for Azure Payroll Services, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**I. American Employer Solutions, LLC – GL 210**

**American Employer Solution II, LLC – GM 558**

**PEO Processing Consultants, Inc. – GM 577**

Mr. Kiracofe presented the change of ownership application for American Employer Solutions, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**J. Strategic Staffing Services, Inc. dba Total HR – DM 95**

Mr. Kiracofe presented the change of ownership application for Strategic Staffing Services, Inc.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**K. TCM PEO I, LLC – GL 225**

**TCM PEO II, LLC – GM 592**

**TCM PEO III, LLC – GM 593**

**TCM PEO IV, LLC – GM 594**

**TCM PEO V, LLC – GM 595**

Mr. Kiracofe presented the change of ownership application for TCM PEO I, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

- L. Employer's Alliance III, LLC – GL 115**
  - Employer's Alliance IV, LLC – GM 302**
  - Employer's Alliance V, LLC – GM 251**
  - Employers' Alliance VI, LLC – GM 301**
  - Fortune HR, LLC – GM 331**

Mr. Kiracofe presented the change of ownership application for Employer's Alliance III, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

- M. Employers' Alliance VII, LLC – GL 181**
  - Employer's Alliance VIII, LLC – GM 476**
  - Employer's Alliance IX, LLC – GM 477**

Mr. Kiracofe presented the change of ownership application for Employer's Alliance VI, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

- N. HRSmarterI, LLC – GL213**
  - HRSmarter II, LLC – GM 563**
  - HRSmarter III, LLC – GM 570**
  - HRSmarterIV, LLC – GM 569**
  - HR Outsourcing Associates, LLC – GM 610**

Mr. Kiracofe presented the change of ownership application for HRSmarterI, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

- O. HRSmarterVI, LLC – GL 228**
  - HRSmarterVII, LLC – GM 603**
  - HRSmarterVIII, LLC – GM604**
  - HRSmarterIX, LLC – GM 605**
  - HRSmarterX, LLC – GM 606**

Mr. Kiracofe presented the change of ownership application for HRSmarterVI, LLC.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

## **CHANGE OF NAME APPLICATIONS**

**A. American Employer Solutions – GL 210**  
**TO: Cornerstone Employer Solutions I**

**B. American Employer Solution II – GM 558**  
**TO: Cornerstone Employer Solutions II**

**C. PEO Processing Consultants – GM 577**  
**TO: Cornerstone Employer Solutions III**

Mr. Kiracofe presented the name change applications for American Employer Solutions.

MOTION: Mr. Shekhar moved to ratify the application.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**VIII. REVIEW AND CONSIDERATION OF CONTROLLING PERSON REQUEST FOR VOLUNTARY NULL AND VOID STATUS**

**A. Chad Spooner, CO 1129**  
Progressive Employer Management Company, Inc. – GL 105  
TCM PEO II, LLC – GM 564

Mr. Kiracofe presented the controlling person null and void application of Chad Spooner.

MOTION: Mr. Shekhar moved to accept the controlling person voluntary null and void of license.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**B. Carl Guidice, CO 1096**  
**HRSmarter, LLC and Subsidiaries**  
**Employer's Alliance III, LLC and Subsidiaries**  
**Employer's Alliance VII, LLC and Subsidiaries**

Mr. Kiracofe presented the controlling person null and void application of Carl Guidice.

MOTION: Mr. Shekhar moved to accept the controlling person voluntary null and void of license.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**C. Richard A. Garcia, CO 1093**  
**American Employer Solutions, LLC – GL 210**  
**American Employer Solution II, LLC – GM 558**  
**PEO Processing Consultants, Inc. – GM 577**

Mr. Kiracofe presented the controlling person null and void application of Richard Garcia.

MOTION: Mr. Shekhar moved to accept the controlling person voluntary null and void of license.

SECOND: Mr. Collier seconded the motion and it passed unanimously.



**D. William H. Mills III, CO 536  
Dedicated HR USA, Inc. – GL 162**

Mr. Kiracofe presented the controlling person null and void application of William Mills.

MOTION: Mr. Shekhar moved to accept the controlling person voluntary null and void of license.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**E. Miguel Maseda, CO 976**

Mr. Kiracofe presented the controlling person null and void application of Miguel Maseda.

MOTION: Mr. Shekhar moved to accept the controlling person voluntary null and void of license.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

**VIII. DISCUSSION ITEMS**

**A. Rule 61G7-5.003**

Ms. Norr presented the proposed rule language change for Rule 61G7-5.003

MOTION: Mr. Shekhar moved to adopt the language for Rule 61G7-5.003.

SECOND: Mr. Kiracofe seconded the motion and it passed unanimously.

After the motions, Ms. Norr asked if these amendments would have an adverse impact on small business or be likely to directly or indirectly increase regulatory costs to any entity (including government) in excess of \$200,000 in the aggregate in Florida within 1 year after implementation.

MOTION: Mr. Shekhar moved that the amendments would not have an adverse impact on small business or be likely to directly or indirectly increase regulatory costs to any entity (including government) in excess of \$200,000 in the aggregate in Florida within 1 year after implementation.

SECOND: Mr. Collier seconded the motion and it passed unanimously.

Ms. Norr presented Chapter 61G7-5 Rules to Board members to determine whether any portion of those rules should be designated a minor violation and added to Rule 61G7-7.003 Notice of Noncompliance

MOTION: Mr. Collier moved that the rules in Chapter 61G7-5 not be designated a minor violation.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

**IX. Reports**

A. Office of Attorney General

Ms. Norr presented the December Rules report.

B. Office of General Counsel

Mr. Fortunas presented the public and private case reports.

C. Executive Director

Mr. Morrison reviewed the Board financials.

D. Chairperson

Mr. Kiracofe had no report.

**X. OLD BUSINESS**

None

**XI. NEW BUSINESS**

None

**XII. PUBLIC COMMENTS**

NONE

**XIII. ADJOURNMENT**

MOTION: Mr. Kiracofe moved to adjourn the meeting at 12:35 p.m.

SECOND: Mr. Shekhar seconded the motion and it passed unanimously.

**Transcripts and/or recordings of the meeting can be obtained upon request.**