

BOARD OF EMPLOYEE LEASING COMPANIES
GENERAL BUSINESS MEETING

Sheraton Jacksonville Hotel
10605 Deerwood Park Blvd
Jacksonville, FL 32826

November 17, 2022

9:00 a.m.

CALL TO ORDER

The meeting was called to order at approximately 9:30 A.M. EST by Mr. Zachary Collier, Board Chair.

I. ROLL CALL

MEMBERS PRESENT

Zachary Collier, Chair
Ronald Hodge, Vice Chair

STAFF PRESENT

Rick Morrison, Executive Director, DBPR
Nicole Myers, Government Analyst II, DBPR
Lawrence "Larry" Harris, Board Counsel, Office of Attorney General
Shanna-Kay Turner, Prosecuting Attorney, DBPR

OTHERS PRESENT

Timothy Tack, Esq., Fisher & Phillips LLP
Torben Madson, Esq. The PEO Law Firm
Michael Miller, Esq., Fisher & Phillips LLP

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

II. DISCIPLINARY HEARINGS

A. Informal Hearing

- 1. APEO, LLC – EL 446**
Case No. 2022-030585

**2. Arwinder Singh Judge – CO 1119
Case No. 2022-030370**

PCP: DBPR – August 26, 2022

Ms. Turner presented the cases explaining Respondents violated Section 468.532(1) (i), F.S., through a violation of Section 468.525(3) (d), F.S., by maintaining a negative net working capital of \$339,249,000.00 as reflected in the 2021 annual report. Respondent violated Section 468.532(1) (n), F.S., by failing to comply with a lawful order of the Board, Respondent violated Section 468.532(1) (i), F.S., through a violation of Section 468.529(1), F.S., for failure to pay reemployment taxes, penalties, interest, and fees in the amount of \$1,312.14

MOTION: Mr. Hodge moved to the Respondent was properly served.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

MOTION: Mr. Hodge moved to the deny motion of continuance.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

MOTION: Mr. Collier moved to adopt the findings of facts.
SECOND: Mr. Hodge seconded the motion and it passed unanimously.

MOTION: Mr. Collier moved to adopt the conclusions of law.
SECOND: Mr. Hodge seconded the motion and it passed unanimously.

MOTION: Mr. Hodge moved to impose a penalty of an administrative fine of \$12,000.00, costs of \$91.20 due 30 days of Final Order. The licenses APEO, LLC and Arwinder Judge will be revoked effective January 1, 2023.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

III. REVIEW AND APPROVAL OF THE OCTOBER 11, 2022 MINUTES

Board members reviewed the minutes from the October 11, 2022 meeting.

MOTION: Mr. Hodge made a motion to approve the minutes with corrections.
SECOND: Mr. Collier seconded the motion and it passed.

IV. REVIEW AND CONSIDERATION OF EMPLOYEE LEASING COMPANY AND CONTROLLING PERSON APPLICATIONS

- A. Ideal People Services, LLC – Group Leader Applicant
- B. Ideal People Services 2, LLC – Group Member Applicant
- C. Ideal People Services 3, LLC – Group Member Applicant
- D. Lyndsay L. Lord – Controlling Person Applicant
Ideal People Services, LLC – GL and GM applicants

Mr. Collier presented the company and controlling person applications of Ideal People Services, LLC, Ideal People Services 2, LLC, Ideal People Services 3, LLC, and Lyndsay Lord.

MOTION: Mr. Hodge moved to approve the applications.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

- E. Brian Boffa – Controlling Person Applicant
PCI – EL 307

Mr. Collier presented the controlling person application of Brian Boffa.

MOTION: Mr. Hodge moved to approve the application.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

- F. Resource Management of UT, Inc. – Employee Leasing Company Applicant
- G. Bonnie Dawn Larsen – Controlling Person Applicant
Resource Management of UT, Inc. – EL Applicant
- H. Kurt Lemar Larsen – Controlling Person Applicant
Resource Management of UT, Inc. – EL Applicant
- I. Mark Hale Soelberg – Controlling Person Applicant
Resource Management of UT, Inc. – EL Applicant

Mr. Collier presented the company and controlling person applications of Resource Management of UT, Inc., Bonnie Larsen, Kurt Larsen, and Mark Soelberg.

MOTION: Mr. Hodge moved to approve the applications.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

- J. Avi D. Sklut – Controlling Person Applicant
DCXL, Inc. – EL 436

Mr. Collier presented the controlling person application of Avi. Sklut.

MOTION: Mr. Hodge moved to approve the application.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

- K. John Edward Cumbee – Controlling Person Applicant
Sourcepointe of AL LLC – EL 514
Remedy Employer Services II LLC – EL 506
Strategic Staffing Services Inc. – GL 247 and group member

AQ PEO I LLC – GL 251 and group members
CoAdvantage Resources, Inc. – GL 82 and group members
Progressive Employer Management Company XXIII, LLC – EL 360
Progressive Employer Management Company XXI, LLC – GL 150 and group members
Progressive Employer Management Company, Inc. – GL 105 and group members

Mr. Collier presented the controlling person application of John Cumbee.

MOTION: Mr. Hodge moved to approve the application.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

L. Optimum Employer Solutions, LLC – Group Leader Applicant
M. Optimum HR II, LLC – Group Member Applicant
N. Kevin Gramian – Controlling Person Applicant
Optimum Employer Solutions, LLC – GL and GM applicant

Mr. Collier presented the company and controlling person applications of Optimum Employer Solutions, Optimum HR II, LLC, and Kevin Gramian.

MOTION: Mr. Hodge moved to approve the applications.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

V. REVIEW AND CONSIDERATION OF REGISTRATION OF DE MINIMUS COMPANY

A. No applications reviewed.

VI. BOARD NOTIFICATIONS

CHANGE OF OWNERSHIP APPLICATIONS

Asset Purchase

A. No Applications reviewed.

Stock Purchase

A. Apex Employer Solutions of Florida Inc. I – GL 197 and group member
Purchased By: StoicLane MidCo 2, LLC

Mr. Collier presented the Stock purchase application of Apex Employer Solutions of Florida Inc.

MOTION: Mr. Hodge moved to ratify the application.
SECOND: Mr. Collier seconded the motion and it passed unanimously.

- B. Evolve HR I, Inc. – GL 122 and group members
Purchased By: SoloveyCO Inc.

Mr. Collier presented the stock purchase application of Evolve HR I, Inc.

- MOTION: Mr. Hodge moved to ratify the application.
- SECOND: Mr. Collier seconded the motion and it passed unanimously.

VII. CHANGE OF STATUS APPLICATIONS

- A. William Martin Arowood – CO 1079
ADD TO: Madison PEO, Inc. – EL 512

Mr. Collier presented the change of status application for William Arowood.

- MOTION: Mr. Hodge moved to ratify the application.
- SECOND: Mr. Collier seconded the motion and it passed unanimously.

VIII. CHANGE OF NAME APPLICATIONS

- A. Apex Employer Solutions of Florida Inc. I – GL 197
TO: Apex Employer Solutions of Florida LLC I
- B. Apex Employer Solutions of Florida Inc. II – GM 524
TO: Apex Employer Solutions of Florida LLC II

Mr. Collier presented the change of name applications of Apex Employer Solutions of Florida Inc. I and Apex Employer Solutions of Florida LLC II

- MOTION: Mr. Hodge moved to ratify the application.
- SECOND: Mr. Collier seconded the motion and it passed unanimously.

IX. REQUEST FOR TERMINATION OF OPERATION

- A. No applications reviewed.

X. REQUEST FOR VOLUNTARY NULL AND VOID STATUS

- A. Norman LeClair – CO 882
EvolveHR I, Inc. – GL 122 and group members

Mr. Collier presented the null and void application of Norman LeClair.

- MOTION: Mr. Hodge moved to ratify the application.
- SECOND: Mr. Collier seconded the motion and it passed unanimously.

**B. Elizabeth Barker King – CO 1327
Madison PEO, Inc. – EL 512**

Mr. Collier presented the null and void application of Elizabeth King.

MOTION: Mr. Hodge moved to ratify the application.

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

**C. Timothy Dwayne Knight – CO 1339
Mutual PEO, Inc. – GL 268 and group members**

Mr. Collier presented the null and void application of Timothy Knight.

MOTION: Mr. Hodge moved to ratify the application.

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

**D. John Bradley Gibson, Jr. – CO 1242
Oasis Outsourcing Admin Group, LLC – GL 237 and group members
Oasis AHR, Inc. – GL 156 and group members
Oasis Outsourcing V, LLC – GL 54 and group members
Oasis Outsourcing, LLC – GL 42 and group members
Staff One, LLC – EL 194
Staff One of Oklahoma, LLC – EL 456
ACH Corporation of America IV, LLC – GL 172 and group members
Employer's Alliance III, LLC – GL 115 and group members
Employer's Alliance VII, LLC – GL 181 and group members
HRSmarter I, LLC – GL 213 and group members
HRSmarter VI, LLC – GL 228 and group members
Paychex PEO III, LLC – GL 193 and group members
Paychex PEO VIII, LLC – GL 242 and group members
Paychex Business Solutions, LLC – GL 7 and group members**

Mr. Collier presented the null and void application of John Gibson.

MOTION: Mr. Hodge moved to ratify the application.

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

**E. Jon Boffa – CO 819
PCI – EL 307**

Mr. Collier presented the null and void application of Jon Boffa.

MOTION: Mr. Hodge moved to ratify the application.

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

F. Brian Michaud – CO 997

ADP TotalSource CO XXII, Inc. – GL 118 and group members

ADP TotalSource I, Inc. – GL 33 and group members

ADP TotalSource Services, Inc. – GL 4 and group members

ADP TotalSource, Inc. – GL 104 and group members

Mr. Collier presented the null and void application for Brian Michaud.

MOTION: Mr. Hodge moved to ratify the application.

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

X. DISCUSSION ITEMS

XI. Reports

A. Office of Attorney General

Mr. Harris reviewed the November Rules report.

Mr. Harris discussed with the Board Rule 61G7-7.001 Disciplinary Guidelines and the rule would need to be opened to review the minimum and maximum penalty guidelines for violations. After discussion the Board stated the rule discussion will be continued at the April 2023 Board meeting.

B. Office of General Counsel

Ms. Turner presented the public and private case reports.

C. Executive Director

Mr. Morrison presented the Board financials.

D. Chairperson

No report from Chair.

XII. OLD BUSINESS

- Employer of Record

The Board continued their discussion on how to handle Employer of Record companies.

XIII. NEW BUSINESS

The Board discussed the proposed dates and locations for the 2023 meetings.

XIV. PUBLIC COMMENTS

None

XV. ADJOURNMENT

Meeting adjourn at 12:18 p.m.

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