

**BOARD OF EMPLOYEE LEASING COMPANIES
TELEPHONE CONFERENCE CALL MEETING MINUTES
WEDNESDAY, JANUARY 25, 2012
10:00 a.m. EST
MEET-ME-NUMBER: (888) 808-6959**

I. CALL TO ORDER

The meeting was called to order at approximately 10:00 a.m. EST by Mr. John Jones, Board Chair.

II. ROLL CALL

MEMBERS PRESENT

John Jones, Chair
Abram Finkelstein, Vice-Chair
Eric Arfons
Celeste Dockery

MEMBERS ABSENT

STAFF PRESENT

Rick Morrison, Executive Director, DBPR
Krista Woodard, Government Analyst II, DBPR
Mary Ellen Clark, Board Counsel, Office of the Attorney General
Eric Hurst, Prosecuting Attorney, DBPR
Brian Duff, Regulatory Specialist III

OTHERS PRESENT

Mark Mark, Department of Financial Services, Workers' Compensation
Michael Miller, Kunkel, Miller & Hament, P.A.
Timothy Tack, Kunkel, Miller & Hament, P.A.
Scott Buchanan
Mary Morris
Ted Bryant
Adam Boussard
Glen Distefano
Sally Rampersand
Judy Malone
Torbin Madson
Sandra Robinson
Becky Lithim
Doug Lowrey
Robert Florka
Steven Groulx
Ron Claiborne
Mike Colotry
Brent Tilson
Craig Hill
Tim Tucker
Richard Walker
Dale Hageman
Kayla Yanda

Zayna Gibson
Tina Compton
Sally James
Jennifer Robinson
Jamie Volkens
Steve Bentley

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

III. INTERIM ELECTIONS FOR VICE CHAIR

Mr. Jones informed that a Vice Chair was never elected after Mr. Reeves resigned and that the board would need to elect a Vice Chair until the next scheduled elections.

Mr. Jones stated he would like to nominate Abram Finkelstein as Vice-Chair of the board.

After a unanimous vote Mr. Finkelstein was elected as vice chair of the board.

IV. REVIEW AND APPROVAL OF THE DECEMBER 21, 2011 TELEPHONE CONFERENCE CALL MEETING MINUTES

MOTION: Ms. Dockery moved to approve the minutes.

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

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

A. Accord Human Resources 10, Inc. (GM Applicant) Dale Hageman, CO 180 John L. Jones, CO 321

Mr. Finkelstein presented the company and controlling person applications.

MOTION: Ms. Dockery moved to approve the applications.

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

Mr. Jones recused from the vote due to his personal involvement.

B. Enterprise HR III, Inc. (GM Applicant)

C. Primecore, Inc. (GM Applicant) Kathleen Rawls, CO 843

Mr. Jones presented the group member applications.

MOTION: Mr. Finkelstein moved to approve the applications.

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

**D. Harbor America Coastal, Inc. (EL Applicant)
Douglas L. Lowery, CO 535**

Mr. Jones presented the company application.

MOTION: Mr. Jones moved to approve the application.

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

**E. PRemployer IV, Inc. (GM Applicant)
Vincent Carter, CO 604
John B. Harrison, CO 559**

Mr. Jones presented the group member application.

MOTION: Mr. Jones moved to approve the application.

SECOND: Ms. Dockery seconded the motion and it passed unanimously.

**F. Professional Employer Resources, Inc. (GL Applicant)
Professional Employer Resources Two, Inc. (GM Applicant)
Tina Compton, CO 309**

(EL Termination - Professional Employer Resources, Inc. – EL 142)

Mr. Jones presented the group leader and group member applications.

MOTION: Mr. Finkelstein moved to approve the applications.

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

Mr. Jones presented the termination of operations application.

MOTION: Ms. Dockery moved to approve the termination of operations.

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

VI. REVIEW AND CONSIDERATION OF DE MINIMIS EXEMPTION AND REGISTRATION APPLICATION

**A. Avitus, Inc.
(Better Business Systems, Inc.)**

Mr. Jones presented the company application.

MOTION: Mr. Jones moved to approve the application.

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

**B. XMI Holdings, Inc.
(Michael Shmerling, CEO, J&M Holdings, G.P. Shareholder)**

Mr. Jones presented the company application.

Ms. Dockery stated the IRS 8821 form needs to have corporate tax added to it.

Ms. Woodard stated she would notify the applicant.

MOTION: Ms. Dockery moved to approve the application pending receipt of a corrected IRS 8821 form.

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

VII. REVIEW AND CONSIDERATION OF CHANGE OF OWNERSHIP APPLICATIONS

**A. Progressive Employer Management Company, Inc. – GL 105
Progressive Employer Management Company II, Inc. – GM 201**

Mr. Jones presented the change of ownership applications.

MOTION: Ms. Dockery moved to approve the notification of change of ownership.

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

B. Vision HR, Inc. – GL 60

Mr. Jones presented the change of ownership application.

MOTION: Mr. Jones moved to approve the notification of change of ownership.

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

C. Worklife Financial of Florida, LLC – EL 360

**D. Worklife HR of Florida 1, LLC – GL 150
Worklife HR of Florida 2, LLC – GM 373**

Mr. Jones presented the change of ownership applications.

After a very lengthy discussion, the following motion was made.

MOTION: Mr. Finkelstein moved to approve the notification of change of ownership.

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

VIII. REPORTS

A. Office of the Attorney General – Mary Ellen Clark

1. January 2012 Rules Report

Ms. Clark informed that she is continuing to work on the rules and that she and met with Kathleen Brown-Blake, DBPR's Rule Attorney and Board staff to work on a resolution that is acceptable to the pending JAPC letters. She informed that JAPC is challenging the Board's authority to incorporate those rules.

Ms. Clark stated she hopes to present some language at the February 2012 meeting that may resolve the problem with JAPC.

Ms. Clark advised that the other two rules that are in process are working their way through the system.

2. OFARR Rules Work Memo

Ms. Clark informed this memo represents the 25 rules that she and her staff made technical changes to in November 2011. She advised that these were changes that were recommended by DBPR staff.

She advised that the changes were technical changes and no action from the board was required.

Ms. Clark advised that there were four additional changes that were recommended by DBPR staff and because of the objections being received from JAPC regarding form incorporation, it would not be appropriate to move forward on the four remaining changes.

B. Office of the General Counsel – Eric Hurst

No Report.

C. Executive Director – Rick Morrison

1. 2012 Renewal Fee Waiver Discussion

Mr. Morrison informed the board that he checked on the renewal fee waiver request and that at the end of year 2015, the board would have close to \$1 million in revenue if the board agreed to a waiver of the renewal fees this year.

Mr. Morrison stated he would need a vote from the board to proceed with the renewal fee waiver.

MOTION: Ms. Dockery moved to approve the renewal fee waiver.

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

Ms. Clark asked Mr. Morrison if the revenue projections were included in the agenda materials.

Mr. Morrison informed that the projections were included in the December 2012 agenda materials, but not in the materials for this meeting. He stated he would make sure that they are included in the February 2012 meeting materials for board review.

D. Chairperson – John Jones

Mr. Jones asked about the procedure for filing a complaint.

Mr. Morrison informed that there was a uniform complaint form online that anyone can access.

Ms. Clark informed that if it is a board complaint, Board staff could complete the complaint form.

VIII. OLD BUSINESS

A. 2012 Meeting Schedule Revision

1. **May 23, 2012 (Sarasota, Florida)**
July 18, 2012 (Telephone Conference Call)

Mr. Jones mentioned that due to prior engagements the meetings dates for May and July would need to be changed.

After discussion, the board agreed to move the May meeting to the 16th and the July meeting to the 25th.

IX. NEW BUSINESS

A. Discussion of License Terminations and Pending Liabilities

Mr. Miller stated he asked for this discussion to be placed on the agenda due to questions being asked about license terminations and pending liabilities as they relate to change of ownership applications. He informed that there is uncertainty as to what type of liabilities the board is concerned about.

Mr. Jones stated that was such an open-ended question and he was not sure if an answer could be provided.

Ms. Clark gave the guidelines for a petition for a declaratory statement. She advised that the purpose for a petition was for a person with a substantial interest, usually a licensee or applicant for licensure, to have the agency or board to determine how a particular law or rule applies to their situation and it is binding on the board. She advised that the board would get to see the actual details of the matter. Ms. Clark further stated that anyone would be able to use the answer as guidance.

She advised that discussions such as these were not binding on anyone because it was not publicly noticed and it is not searchable in the public records. She advised that there is no official record of these discussions.

Ms. Clark stated she would advise anyone in the industry or on the board to submit a petition for declaratory statement in answering these types of questions and to provide guidance to everyone and not just the people present at that time.

X. PUBLIC COMMENTS

Mr. Ted Bryant addressed the board regarding the function of the board. He stated that he listened to the discussions of the things that the board couldn't do, but there are things the board could have done to prevent things such as the Thrive issues being raised.

He stated that one function that could have prevented such things is the board's fact finding ability to require that material is presented and the ability to have sworn testimony under oath.

He further stated that he understands that the board wants to have a meaningful impact on an industry that controls many lives throughout the state. He stated that it is going to a concerted effort on behalf of the board to not let habitual bad players continue.

Mr. Steven Groulx and Ms. Mary Morris echoed their sentiments to Mr. Bryant's comments.

XI. ADJOURNMENT

MOTION: Ms. Dockery moved to adjourn.

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

The meeting adjourned at 12:28 p.m.

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