

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 4th quarter report. The 2016 4th 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 1st quarter report. The 2016 1st 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 1st and 3rd 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 1st quarter report. The 2016 4th quarter report was filed five months late, and the 2017 1st 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 4th 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 1st 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 2nd 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 3rd quarter report and 2016 1st quarter report. The 2015 3rd quarter report was file 608 days late, and the 2016 1st 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 4th quarter report, and 2016 1st, 2nd, and 3rd 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 2nd, 3rd and 4th 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 1st quarter report. The 2016 1st 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 Fortunatas, 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.