

**BOARD OF EMPLOYEE LEASING COMPANIES  
TELEPHONE CONFERENCE CALL MEETING MINUTES  
WEDNESDAY, MAY 18, 2016  
10:00 a.m. EST  
MEET-ME-NUMBER: (888) 670-3525**

**I. CALL TO ORDER**

The meeting was called to order at approximately 10:03 a.m. EST by Ms. Celeste Dockery, Board Chair.

**II. ROLL CALL**

**MEMBERS PRESENT**

Celeste Dockery, Chair  
John L. Jones, Vice-Chair  
Emery Ellinger  
Abram Finkelstein

**MEMBERS ABSENT**

Eric Arfons (excused)

**STAFF PRESENT**

Rick Morrison, Executive Director, DBPR  
Krista Woodard, Government Analyst II, DBPR  
Lynette Norr, Board Counsel, Office of the Attorney General  
James Fortunas, Prosecuting Attorney, DBPR  
Justin Myers, Government Analyst, DBPR  
Jason Maine, General Counsel, DBPR  
Rebecca Hays, Chief Attorney, DBPR

**OTHERS PRESENT**

Timothy Tack, Miller Tack & Madson, P.A.  
Torben Madson, Miller Tack & Madson, P.A.  
Brian Nugent, Esquire  
Tricia Russo, Esquire  
Robert Butler  
Alex Campos  
Jim Baiers  
Judy Malone  
Doris Schmeck  
Justin Mays  
Michael Stanley

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

**III. FINAL ANTI-TRUST PRESENTATION – DEFENSE AND INDEMNIFICATION SLIDE**

Ms. Norr explained the slide presented in the agenda materials highlighting the third bullet which stated,

*“DBPR has however authorized the OAG or outside counsel to defend the Boards and its members in the event of a law suit where the sole claim is an Antitrust claim. However, legal defense does not include the payment of any damages.”*

Mr. Maine provided an update as to where the Department was in the process of getting a letter of authorization for initial counsel and the department has initiated the process of obtaining directors or officers insurance through the Department of Management Services. He explained they are seeking an insurance program that would provide a “fill the gap” type of coverage of everything that Risk Management doesn’t presently cover going forward with this insurance plan.

Mr. Maine explained the Invitation to Bid (ITB) procedures being used and expressed the need for expedition of the portion of the process, which could be almost 6 months. He further stated that the Department was doing everything possible to ensure continued coverage for the actions of the board. He reminded the members of the importance of fulfilling the mission of the board and their duty, advising if there are any reasons to abstain from voting, the reason needs to be based upon a legitimate action or viable conflict of interest.

Mr. Maine advised the board members to take full advantage of board counsel – to rely upon them to provide proper and legal advice to any actions that could be perceived as antitrust.

Ms. Dockery asked what if the advice of counsel is incorrect.

Mr. Maine replied that if the information provide to you by counsel was incorrect that you operated in good faith. However, if someone did not agree with the advice provided, to discuss it with board counsel, even if the issue has to be tabled.

Further discussion ensued pertaining to good moral character determination and changes to the statutes to put the authority into the hands of the Department.

#### **IV. REVIEW AND APPROVAL OF THE FEBRUARY 17-18, 2016 GENERAL BUSINESS MEETING MINUTES**

Mr. Tack advised that there should be a correction to the firm’s name of Kunkel Miller and Hament, P.A.

Mr. Ellinger advised that he was present for this meeting but it was not properly recorded.

MOTION: Mr. Finkelstein moved to approve the minutes with the noted corrections.

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

#### **V. REVIEW AND APPROVAL OF THE MARCH 16, 2016 TELEPHONE CONFERENCE CALL MEETING MINUTES**

Mr. Tack advised that there should be a correction to the firm’s name of Miller Tack & Madson, P.A.

Mr. Norr advised that her advisement on page three should state “not” an acceptable abstention.

MOTION: Mr. Finkelstein moved to approve the minutes with the noted corrections.

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

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

- A. G & S Leasing Group, Inc. d/b/d Value PEO – GL Applicant**
- B. G & S Leasing Group 7, Inc. d/b/a Value PEO 7 – GM Applicant**  
**G & S Leasing Group 2, Inc. d/b/a Value PEO 2 – GM 531**  
**G & S Leasing Group 3, Inc. d/b/a Value PEO 3 – GM 532**  
**Marshall R. Glass, CO 1068**

**\*\* Termination of Operations \*\***

**G & S Leasing Group VI, Inc. – GL 200**

Mr. Tack advised that he requested the applications be placed on the agenda aware of the pending disciplinary matters. He advised that the current group leader, G&S Leasing Group VI, Inc., GL 200, is requesting to terminate its license as a new company G&S Leasing Group, Inc. would become the new group leader and they would also be adding another company to the group.

Mr. Tack advised that should probable cause be found in the current disciplinary matters that the successor group would be responsible for any disciplinary fines or costs levied by the Board.

Ms. Norr advised that her only concern is that the department would lose jurisdiction of GL 200 if the board approved the requested actions.

Ms. Dockery asked if the companies should have submitted and audited financial report versus a reviewed. She stated that the information submitted does not fall within the requirements of Section 468.525(e), F.S.

Mr. Tack advised that an audited financial was submitted to the department but may not have made it into the agenda materials.

After a lengthy discussion, Mr. Tack agreed to waive the 90 day timeframe for agency action of the applications to allow him time to discuss with his clients the various options of licensure and to provide the current audit to the board for inclusion into the agenda materials.

The board agreed to table discussion of the applications until the next meeting.

- C. Macomb Benefit Consultants, LLC – EL Applicant**  
**Alex John Campos, CP Applicant**  
**Curtis King Morton, CP Applicant**

Ms. Dockery presented the company and controlling person applications.

MOTION: Mr. Jones moved to approve the applications.

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

- D. Probity HR Partners, LLC, GL Applicant**
- E. Probity HR Partners II, LLC, GM Applicant**  
**Alicia L. Butler, CP Applicant**  
**Robert L. Butler, CP Applicant**

Ms. Dockery presented the company and controlling person applications.

Mr. Jones asked if anyone was present on the call to answer questions about the applications.

Mr. Butler was present on the call.

Ms. Norr advised that if Mr. Butler was to give testimony that he would need to be sworn in, which was not available at this time.

Mr. Jones asked that the board table discussion of the applications until both applicants would be able to appear in person to provide sworn testimony to questions asked.

Mr. Butler agreed to waive the 90 day timeframe for agency action of the application.

Ms. Dockery also advised that the applicants provide an updated certificate of worker's compensation insurance that provides coverage to leased employees in the state of Florida. She also advised that the company would need to submit Form 4522 Quarterly Compliance.

**F. Stuart Lee Manning, Controlling Person Applicant  
Sheakley HR, LLC – EL 443**

Ms. Dockery presented the controlling person application stating that it had been tabled from the February meeting in which the board requested a disposition of an arrest for Mr. Manning.

Ms. Norr provided an explanation of the additional materials provided by Mr. Manning regarding the arrest as listed in the application materials. She advised Mr. Manning did not have a conviction and that his answer of "no" on his application was correct.

Mr. Finkelstein asked if Mr. Manning was on the call to answer some questions pertaining to his financial background.

Ms. Woodard advised that Mr. Manning was not present.

Mr. Jones stated that he also had questions pertaining to the collections and a lien as listed on his credit report.

The board agreed to table discussion of the application until the June 2016 meeting at which time Mr. Manning should be present to answer questions pertaining to his financial background.

**G. Justin L. Mays, Controlling Person Applicant  
Welco One, LLC – GL 201  
Welco Two, LLC – GM 534  
Welco Three, LLC – GM 535**

Ms. Dockery presented the controlling person application of Mr. Mays stating she had questions about his credit report.

Mr. Jones asked if anyone was present on the call to answer questions about the applications specifically in relation to his role in Four Corners of Excellence and PEMCO.

Mr. Mays was present on the call and also represented by Mr. Tack.

Ms. Norr advised that if Mr. Mays was to give testimony that he would need to sworn in, which was not available at this time.

Mr. Dockery asked that the board table discussion of the applications until Mr. Mays could appear in person to provide sworn testimony to questions asked about his role in various operations.

Mr. Tack asked if Mr. Mays could submit a sworn affidavit instead of his appearance being that he would not be able to make the meeting.

Ms. Norr advised that she did not see any reason why a sworn affidavit would not be acceptable.

Mr. Dockery asked that the board table discussion of the applications until Mr. Mays could appear in person or provide sworn testimony to questions asked about his role in various operations of Four Corners of Excellence and how long, prior to the problems, did he leave.

Mr. Jones asked if Mr. Tack would waive the 90 day timeframe for agency action of the applications. Mr. Tack stated that the 90 days would not be an issue being that the application was just received the end of April and that he would prefer not to waive it at this time.

**H. Pawan Chhabra, Controlling Person Applicant**  
**ADP TotalSource CO XXII, Inc. – GL 118**  
**ADP TotalSource, Inc. – GL 104**  
**ADP TotalSource I, Inc. – GL 33**  
**ADP TotalSource Services, Inc. – GL 4**  
***(Group Members are included in list of companies)***

Ms. Dockery presented the controlling person application.

Mr. Dockery asked if anyone was on the call to answer questions about an arrest listed in his application materials.

Tricia Russo was present for the applicant but stated that she did not have an answer to those questions but would try to contact the applicant.

Ms. Dockery advised that she would like to have Mr. Chhabra to appear at the June 2016 meeting to answer questions about the charges listed unless he could provide documentation of a disposition of such.

Mr. Russo advised that she would waive the 90 day timeframe for agency action of the application.

**I. Doris Elizabeth Schmeck, CP Applicant**  
**Human Resources, Inc. – GL 86**  
**Design HR, Inc. – GM 282**  
**HR Specialists, Inc. – GM 283**  
**Human Resources International, Inc. – GM 189**  
**Human Resources Management, Inc. – GM 284**  
**Suncoast Payroll Services, Inc. – EL 386**

Ms. Dockery presented the controlling person application of Doris Schmeck.

MOTION: Mr. Jones moved to approve the application.

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

## VII. NOTIFICATION OF CHANGE OF OWNERSHIP APPLICATIONS

- A. **Lyons HRO, Inc. – GL 174**  
**Lyons Services, Inc. – GM 445**

**\*\* Termination of Operations \*\***

- **Lyons HRO, Inc. - GL 174**
- **Lyons Services, Inc. – GM 445**

Ms. Dockery presented the change of ownership notifications and terminations stating that the certificate of insurance needed to be corrected to reflect that it covers leased employees in the state of Florida.

Mr. Brian Nugent was present and advised that he would provide an updated certificate to the department.

MOTION: Mr. Finkelstein moved to approve the notifications and the terminations.

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

- B. **Resourcing Edge FGC, LLC – GL 215**  
**Cypress Resourcing, LLC – GM 564**

Ms. Dockery presented the change of ownership notifications.

MOTION: Mr. Finkelstein moved to approve the notifications.

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

## VIII. NOTIFICATION OF EMPLOYEE LEASING COMPANY NAME CHANGES

- A. **Oasis Outsourcing Admin, Inc. – GM 406**  
**TO: Oasis Outsourcing Admin, Inc. dba A1 HR**
- B. **Oasis Outsourcing Contract II, Inc. – GM 342**  
**TO: Oasis Outsourcing Contract II, Inc. dba A1 HR**
- C. **Oasis Outsourcing Contract VII, Inc. – GM 444**  
**TO: Oasis Outsourcing Contract VII, Inc. dba A1 HR**
- D. **Oasis Outsourcing HR, Inc. – GM 443**  
**TO: Oasis Outsourcing HR, Inc. dba A1 HR**

Ms. Dockery presented the name change applications.

MOTION: Mr. Finkelstein moved to approve the name change applications.  
SECOND: Mr. Jones seconded the motion and it passed unanimously.

**E. Carolina Resource Management, LLC – GL 179**  
**TO: Congruity HR, LLC**

Ms. Dockery presented the name change application.

MOTION: Mr. Finkelstein moved to approve the name change application.  
SECOND: Mr. Jones seconded the motion and it passed unanimously.

**F. Inspyre PEO IV, LLC – GM 602**  
**TO: OMS PEO IV, LLC**

**Inspyre PEO II, LLC – GM 600**  
**TO: OMS PEO II, LLC**

**Inspyre PEO III, LLC – GM 601**  
**TO: OMS PEO III, LLC**

**Inspyre PEO, Inc. – GL 227**  
**TO: OMS PEO, Inc.**

Ms. Dockery presented the name change applications.

MOTION: Mr. Finkelstein moved to approve the name change applications.  
SECOND: Mr. Jones seconded the motion and it passed unanimously.

**IX. REVIEW AND CONSIDERATION OF TERMINATION OF EMPLOYEE LEASING COMPANY OPERATIONS**

- A. MonarchHR, LLC – GL 223**
- B. MonarchHR II, LLC – GM 587**
- C. MonarchHR III, LLC – GM 588**
- D. MonarchHR IV, LLC – GM 589**

**\*\* CP Null and Void - Jonathan J. Scoggins, CO 1123**

**\*\* CP Null and Void - Terry Martin Koch, CO 1128**

Ms. Dockery advised that she would be abstaining from the discussion and vote due to her personal knowledge of the companies.

Ms. Norr asked if Ms. Dockery's knowledge of the companies would bias her either for or against the company or if she would have something to gain or lose based on the decision to be made today.

Ms. Dockery advised that she did not have anything that would bias her decision of the applications.

Ms. Norr asked if she could be fair and objective about her consideration of the matters before her.

Ms. Dockery stated that she could.

Ms. Norr advised that there is no need to abstain or recuse her from the discussion or vote.

MOTION: Mr. Finkelstein moved to accept the termination of operations and controlling person request for voluntary null and void applications.

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

- E. LRA HR Outsourcing, Inc. – EL 395**
- F. LRA Global HR, Inc. – EL 394**
- G. Leasing Resources of America 4, Inc. – GM 370**
- H. Leasing Resources of America 3, Inc. – GM 371**
- I. Leasing Resources of America, Inc. – GL 149**

Ms. Dockery presented the termination of operations applications.

MOTION: Mr. Finkelstein moved to accept the termination of operations applications.

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

## **X. REVIEW AND CONSIDERATION OF VOLUNTARY NULL AND VOID APPLICATIONS**

- A. Daniel M. Cahill, CO 1131**
  - MS PEO I, LLC – GL 226**
  - MS PEO II, LLC – GM 596**
  - MS PEO III, LLC – GM 597**
  - MS PEO IV, LLC – GM 598**
  - MS PEO V, LLC – GM 599**

Ms. Dockery presented the request for voluntary null and void.

MOTION: Mr. Finkelstein moved to accept the request for voluntary null and void.

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

- B. Robert Florka, CO 1004**
  - Progressive Employer Management Company XXI, LLC – GL 150**
  - Progressive Employer Management Company III, LLC – GM 513**
  - Progressive Employer Management Company IV, LLLV – GM 514**
  - Progressive Employer Management Company V, LLC – GM 515**
  - Progressive Employer Management Company XXII, LLC – GM 373**
  - Progressive Employer Management Company XXIII, EL 360**

Ms. Dockery presented the request for voluntary null and void.

MOTION: Mr. Finkelstein moved to accept the request for voluntary null and void.

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

- C. David Imbrogno, CO 1001**
  - ADP TotalSource CO XXII, Inc. – GL 118**
  - ADP TotalSource, Inc. – GL 104**



**ADP TotalSource I, Inc. – GL 33**  
**ADP TotalSource Services, Inc. – GL 4**  
*(Group Members are included in list of companies)*

Ms. Dockery presented the request for voluntary null and void.

MOTION: Mr. Finkelstein moved to accept the request for voluntary null and void.  
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

**D. Jason C. Holbrook, CO 1127**  
**AlphaStaff, Inc. – GL 49**  
**AlphaStaff 2, Inc. – GL 125**  
**AlphaStaff Holdings, Inc. – GL 180**  
*(Group Members are included in list of companies)*

Ms. Dockery presented the request for voluntary null and void.

MOTION: Mr. Jones moved to accept the request for voluntary null and void.  
SECOND: Mr. Finkelstein seconded the motion and it passed unanimously.

**E. John Tondello, III, CO 1018**  
**HR, Inc. – EL 374**  
**HR2, Inc. – EL 410**  
**HR3, Inc. – EL 433**

Ms. Dockery presented the request for voluntary null and void.

MOTION: Ms. Dockery moved to accept the request for voluntary null and void.  
SECOND: Mr. Finkelstein seconded the motion and it passed unanimously.

**F. Michael Stanley, CO 796**  
**The Human Resource Enterprise Corporation – EL 336**

Ms. Dockery presented the request for voluntary null and void.

MOTION: Mr. Jones moved to accept the request for voluntary null and void.  
SECOND: Mr. Finkelstein seconded the motion and it passed unanimously.

**XI. REPORTS**

**A. Office of the Attorney General – Lynette Norr**

No Report.

**B. Office of the General Counsel – James Fortunas**

No Report.

**C. Executive Director – Rick Morrison**

No Report.

**D. Chairperson – Celeste Dockery**

Ms. Dockery wanted to thank Mr. Britt Landrum III for his brief service to the board.

She and other members of the board expressed their concern over the ongoing antitrust issue and the statements expressed by the General Counsel in today's session.

Ms. Dockery along with Mr. Jones advised that they would discuss their concerns with their attorneys. However, if resolution is not found soon that their resignation from the board may be forthcoming.

**XII. OLD BUSINESS**

None

**XIII. NEW BUSINESS**

Mr. Finkelstein asked if the new terminology of voluntary null and void for controlling person relinquishment complied with the language in the Statutes and the Rules.

Ms. Norr advised that the rules would need to be revised to reflect the new terminology.

Mr. Finkelstein advised that until such time that the rules have been changed to reflect the new terminology that the board needed to comply with the current language of the rule until such time as the rule has been changed.

Ms. Norr agreed

**XIV. PUBLIC COMMENTS**

None

**XV. ADJOURNMENT**

MOTION: Mr. Jones moved to adjourn.

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

The meeting adjourned at 1: 00 p.m.

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