

**BOARD OF EMPLOYEE LEASING COMPANIES
GENERAL BUSINESS MEETING**

**Embassy Suites by Hilton Fort Lauderdale
1100 SE 17th Street
Fort Lauderdale, FL 33316**

November 14, 2019

9:00 a.m.

CALL TO ORDER

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

I. ROLL CALL

MEMBERS PRESENT

Zach Collier, Chair
Ronald Hodge, Vice Chair
Richard Kiracofe

MEMBER ABSENT

Raja Shekhar

STAFF PRESENT

Rick Morrison, Executive Director, DBPR
Nicole Myers, Government Analyst II, DBPR
Lynette Norr, Board Counsel, Office of Attorney General
Crystal Stephens, Prosecuting Attorney, DBPR
Shanna-Kay Turner, Prosecuting Attorney, DBPR

OTHERS PRESENT

Timothy Tack, Miller Tack & Madson
Michael Miller, Miller Tack & Madson
Torben Madson, Miller Tack & Madson
Verbatim (954) 467-8204

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

II. THE PLEDGE OF ALLEGIANCE

III. DISCIPLINARY HEARINGS

A. Settlement Stipulations

- 1. Infopro Corporation – EL 467
Case No. 2019-011710**
- 2. Jennifer Mckelvey Blankenship – CO 1177
Case No. 2019-011737**
- 3. Walter Batson – CO 1178
Case No. 2019-011740**

PCP: DBPR – June 17, 2019

Ms. Turner 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 a 2017 4th quarter report. Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.0011, Fla. Admin. Code, for Respondents' failure to timely file 2017 annual report. Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-5.002, Fla. Admin. Code, for Respondents' failure to timely pay the 2017 annual assessment fee.

Ms. Stephens stated the settlement stipulation provides for imposition of an administrative fine of \$6300.00 and costs of \$583.68 with joint and several liabilities for payment of the fine and costs.

MOTION: Mr. Hodge 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.

B. Informal Hearings

- 1. Oscar Armando Montenegro – CO 1248
Case No. 2019-002128**

PCP: DBPR – March 8, 2019

Ms. Stephens stated the case would be pulled until the February meeting. Mr. Hodge stated he would need to recuse himself.

C. Motion for Finding of Waiver

- 1. Payroll Management, Inc. – EL 242
Case No. 2019-012660**
- 2. Donna C. Mickle – CO 950
Case No. 2019-012666**

**3. Michael F. Bonneau – CO 949
Case No. 2019-012662**

PCP: DBPR – June 20, 2019

Ms. Turner 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 a 2017 3rd and 4th quarter report and 2018 1st, 2nd, and 3rd quarter reports. Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.0011, Fla. Admin. Code, for Respondents' failure to timely file 2017 annual report. Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-5.002, Fla. Admin. Code, for Respondents' failure to timely pay the 2017 annual assessment fee. Respondents violated Section 468.6325(1)(i), F.S., through violation of Section 468.532(1)(n), F.S., by failing to conform with lawful order 2015-014252 and lawful order 2017-033108. Respondents violated Section 468.6325(1) (i), F.S., through violation of Section 468.532(1) (n), F.S., by failing to registered agent in the state of Florida.

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. Hodge.
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 impose administrative costs of \$350.21 and revocation of license.

SECOND: Mr. Hodge.
Motion passed unanimously.

**4. Integral HR Group Corp – EL 445
Case No. 2019-010627**

**5. Pedro Fernandez – CO 1117
Case No. 2019-010632**

PCP: DBPR – April 25, 2019

Ms. Turner 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 a 2018 1st, 2nd, 3rd, and 4th quarter reports. Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-10.0011, Fla. Admin. Code,

for Respondents' failure to timely file 2017 annual report. . Respondents violated Section 468.532(1) (i), F.S., through violation of Rule 61G7-5.002, Fla. Admin. Code, for Respondents' failure to timely pay the 2017 annual assessment fee. Respondents' violated Section 468.6325(1)(i), F.S., through violation of Section 468.532(1)(n), F.S., by failing to conform with lawful order 2015-014252 and lawful order 2017-033108. Respondents' violated Section 468.6325(1) (i), F.S., through violation of Section 468.532(1) (n), F.S., by failing to registered agent in the state of Florida. Respondents' violated Section 468.532(1) (f), F.S., for conducting business while Respondent's only controlling person did not have an active license.

After discussion by the board the following motions were made.

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

SECOND: Mr. Hodge.
Motion passed unanimously.

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

SECOND: Mr. Hodge
Motion passed unanimously.

MOTION: Mr. Kiracofe moved to impose an administrative fine of \$5000, costs of \$233.48, and revocation of license.

SECOND: Mr. Hodge.
Motion passed unanimously.

The board recessed for a brief break.

CALL TO ORDER

The meeting was called to order at approximately 10:26 A.M. EST by Mr. Zach Collier, Board Chair.

I. REVIEW AND APPROVAL OF THE SEPTEMBER 12, 2019 MEETING MINUTES

Board members reviewed the minutes from the September 12, 2019 meeting.

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

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

II. REVIEW AND APPROVAL OF THE OCTOBER 16, 2019 MEETING MINUTES

Board members reviewed the minutes from the October 16, 2019 meeting.

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

III REVIEW AND CONSIDERATION OF EMPLOYEE LEASING COMPANY AND CONTROLLING PERSON APPLICATIONS

A. Pamela Wilson – Controlling Person Applicant Avalon HR LLC – EL 401

Mr. Collier presented the controlling person application of Pamela Wilson.

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

B. David Alan Evette – Controlling Person Applicant QBS Inc. of FL – GL 137 and group member

Mr. Collier presented the controlling person application David Alan Evette.

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

C. Sequoia One PEO, LLC – Employee Leasing Company Applicant

Mr. Collier presented the employee leasing application for Sequoia One PEO, LLC.

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

D. Robert John Lawson – Controlling Person Applicant

Mr. Collier presented the controlling person application for Robert John Lawson.

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

E. Gregory Scott Golub – Controlling Person Applicant

Mr. Collier presented the controlling person application for Gregory Scott Golub.

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

F. Andrika Wills – Controlling Person Applicant

Mr. Collier presented the controlling person application for Andrika Wills.

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

- G. Worksite 5, LLC – Group Leader Applicant**
- H. Worksite 6, LLC – Group Member Applicant**
- I. Worksite 7, LLC – Group Member Applicant**
- J. Worksite 8, LLC – Group Member Applicant**
John C. Mackle – CO 1070
Justin L. Mays – CO 1157

Mr. Collier presented the group leader and group member applications for Worksite 5-8, LLC.

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

- K. Worksite 9, LLC – Group Leader Applicant**
- L. Worksite 10, LLC – Group Member Applicant**
- M. Worksite 11, LLC – Group Member Applicant**
- N. Worksite 12, LLC – Group Member Applicant**
John C. Mackle – CO 1070
Justin L. Mays – CO 1157

Mr. Collier presented the group leader and group member applications for Worksite 9-12, LLC.

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

- O. Worksite 13, LLC – Group Leader Applicant**
- P. Worksite 14, LLC – Group Member Applicant**
- Q. Worksite 15, LLC – Group Member Applicant**
- R. Worksite 16, LLC – Group Member Applicant**
John C. Mackle – CO 1070
Justin L. Mays – CO 1157

Mr. Collier presented the group leader and group member applications for Worksite 13-16, LLC.

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

- S. Synerprise Employer Services, LLC – Group Leader Applicant**
- T. Synerprise Employer Services II, LLC – Group Member Applicant**
- U. Avis Risk Solutions, LLC – Group Member Applicant**
- V. Urania Vargas – Controlling Person Applicant**

Mr. Collier presented the group leader and group member applications for Synerprise Employer Services, LLC, Synerprise Employer Services II, LLC, and Avis Risk Solutions, LLC.

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

W. Robert Schrader – Controlling Person Applicant

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 Business Solutions, LLC – GL 7 and group members
Paychex PEO III, LLC – GL 193 and group members
Paychex PEO VIII, LLC – GL 242 and group members
Oasis Outsourcing, Inc. – GL 42 and group members
Oasis Outsourcing Admin Group, Inc. – GL 237 and group members
Oasis AHR, Inc. – GL 156 and group members
Oasis Outsourcing V, Inc. – GL 54 and group members
Staff One of Oklahoma, LLC – EL 456
Staff One, Inc. – EL 194

Mr. Collier presented the controlling person application for Robert Schrader.

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

X. Stephanie Schaeffer – Controlling Person Applicant

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 Business Solutions, LLC – GL 7 and group members
Paychex PEO III, LLC – GL 193 and group members
Paychex PEO VIII, LLC – GL 242 and group members
Oasis Outsourcing, Inc. – GL 42 and group members
Oasis Outsourcing Admin Group, Inc. – GL 237 and group members
Oasis AHR, Inc. – GL 156 and group members
Oasis Outsourcing V, Inc. – GL 54 and group members
Staff One of Oklahoma, LLC – EL 456
Staff One, Inc. – EL 194

Mr. Collier presented the controlling person application for Robert Schrader.

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

III. REVIEW AND CONSIDERATION OF REGISTRATION OF DE MINIMUS COMPANY

A. Fullstack, Inc. – De Minimus Applicant

Mr. Collier presented the De Minimus application of Fullstack, Inc.

MOTION: Mr. Kiracofe moved to approve the application.

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

B. Emplova LLC – De Minimus Applicant

Mr. Collier presented the De Minimus application of Emplova LLC.

MOTION: Mr. Kiracofe moved to approve the application.

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

VI. BOARD NOTIFICATIONS

CHANGE OF OWNERSHIP APPLICATIONS

A. TCM PEO IV, LLC – GM 594 and TCM PEO V, LLC – GM 595

B. MS PEO I, LLC – GL 226 and MS PEO V, LLC – GM 599

Mr. Collier presented the change of ownership asset purchase applications for TCM PEO IV and MS PEO I.

MOTION: Mr. Kiracofe moved to approve the application.

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

Stock Purchase

A. QBS Inc. of FL – GL 137 and group member

Purchased by: Quality Business Solutions Acquisitions, LLC

ADD: David Evette – CP Applicant

Alex Campos – CO 1155

Kara Childress – CO 1269

Eric Vogelsberg – CO 1268

Mr. Collier presented the change of ownership applications for QBS Inc. of FL.

MOTION: Mr. Shekhar moved to ratify the application.

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

B. Strategic Staffing Services, Inc. – GL 247 and group member

C. CoAdvantage Resources 40, LLC – GL 187 and group members.

D. Progressive Employer Management Company XXIII, LLC – EL 360

- E. Progressive Employer Management Company, Inc. – GL 105 and group members**
- F. CoAdvantage Resources 24, Inc. – GL 8 and group members.**
- G. CoAdvantage Resources 13, Inc. – GL 36 and group members**
- H. CoAdvantage Resources, Inc. – GL 82 and group members**
- I. TCM PEO I, LLC – GL 225 and group members**
MS PEO I, LLC – GL 226 and group members
- J. CoAdvantage Resources 52, Inc. – EL 346**
- K. Progressive Employer Management Company XXI, LLC – GL 150 and group members**
Purchased by: AQ Carver Buyer, Inc.

Mr. Collier presented the change of ownership applications purchased by AQ Carver Buyer, Inc.

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

V. CHANGE OF NAME APPLICATIONS

- A. Helm HR, LLC – DM 63**
TO: Lyons HR, LLC

Mr. Collier presented the name change application for Helm HR, LLC

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

- B. Co Employers III Inc. – GM 442**
TO: ACH Corporation of America III, Inc.

Mr. Collier presented the name change application for Co Employers III Inc.

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

VI. CHANGE OF STATUS

- A. Clinton W. Burgess – CO 995**
ADD TO: AQ PEO I, LLC – GL 251 and group members.

Peter Grabowski – CO 1097
ADD TO: AQ PEO I, LLC – GL 251 and group members.

Mr. Collier presented the change of status applications for Clinton Burgess and Peter Grabowski.

MOTION: Mr. Kiracofe moved to approve the application.

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

VIII. REVIEW AND CONSIDERATION OF TERMINATION OF EMPLOYEE LEASING COMPANY OPERATIONS

A. Sequoia One PEO, LLC – DM 103

Mr. Collier presented the termination application for Sequoia One PEO, LLC.

MOTION: Mr. Kiracofe moved to approve the application.

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

B. Payroll Source Group – EL 482

Mr. Collier presented the termination application for Payroll Source Group.

MOTION: Mr. Kiracofe moved to approve the application.

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

C. ABS 4, Inc. – GL 155 and group members.

Mr. Collier presented the termination application for ABS 4, Inc.

MOTION: Mr. Kiracofe moved to approve the application.

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

IX. REQUEST FOR VOLUNTARY NULL AND VOID STATUS

A. John Allen Rousseau – CO 232

ABS 4, Inc. – GL 155 and group members.

Mr. Collier presented the null and void application for John Allen Rousseau.

MOTION: Mr. Shekhar moved to approve the application.

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

Pamela Evette – CO 893

QBS, Inc. of FL – GL 137 and group members.

Mr. Collier presented the null and void application for Pamela Evette.

MOTION: Mr. Kiracofe moved to approve the application.

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

C. Jeffrey W. Greenberg – CO 1276

AQ PEO I, LLC – GL 251 and group members.

Mr. Collier presented the null and void application for Jeffrey W. Greenberg.

MOTION: Mr. Kiracofe moved to approve the application.

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

X. DISCUSSION ITEMS

A. 61G7-5.007 Null and Void Status

Ms. Norr presented Rule 61G7-5.007 Null and Void Status. The proposed new rule establishes a process for reinstating a void license.

After Board discussion the Board proposed to remove “or inactive” from the proposed rule language.

MOTION: Mr. Kiracofe moved to adopt the proposed changes for Rule 61G7-5.007.

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

Rule 61G7-5.006 Delinquent License

Ms. Norr presented the proposed language changes for Rule 61G7-5.006.

MOTION: Mr. Kiracofe moved to adopt the proposed changes for Rule 61G7-5.006

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

Ms. Norr presented Chapter 61G7-7 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. Kiracofe moved that the rules in Chapter 61G7-7 not be designated a minor violation.

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

XI. Reports

A. Office of Attorney General

Ms. Norr presented the November Rules report. She also presented the following rules for Board review. The discussion of the rules will be tabled for the next meeting.

- 61G7-5.0033 Consolidated and Combined Financials
- 61G7-5.0031 Audited Financial Statements
- 61G7-5.0032 Reviewed Financials Statements
- 61G7-6.001 Definitions

B. Office of General Counsel

Ms. Turner presented the public and private case reports.

C. Executive Director

Mr. Morrison reviewed the Board's financial reports.

D. Chairperson

No report from Chair.

XII. TASK FORM

Board members reviewed the task form. New task for Mr. Kiracofe to review the financial rules was added to the task form.

XIII. OLD BUSINESS

None

XIII. NEW BUSINESS

None

XIV. PUBLIC COMMENTS

NONE

XV. ADJOURNMENT

MOTION: Mr. Kiracofe moved to adjourn the meeting at 12:09 p.m.
SECOND: Mr. Hodge seconded the motion and it passed unanimously.

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