

**BOARD OF EMPLOYEE LEASING COMPANIES
TELEPHONE CONFERENCE CALL MEETING MINUTES
WEDNESDAY, APRIL 18, 2012
10:00 a.m. EST
MEET-ME-NUMBER: (888) 808-6959**

I. CALL TO ORDER

The meeting was called to order at approximately 10:02 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

OTHERS PRESENT

Michael Miller, Kunkel, Miller & Hament, P.A.
Timothy Tack, Kunkel, Miller & Hament, P.A.
Tricia Rousseau
Scott Buchannan
Clinton Burgess
Kim Robbins
Chris Rhoden
Melody Medina
Tim Tucker
John Anderson
Darrin Hunter
Sandy Robinson
Adam Broussard

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

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

- A. Carolina Resource Management, LLC (GL Applicant)**
- B. Florida Resource Management, LLC (GM Applicant)**
 - Richard Andrew Swaim, Controlling Person Applicant**
 - Darrin Mark Hunter, Controlling Person Applicant**

Mr. Jones presented the group leader, group member and controlling person applications.

Ms. Dockery stated that the financials that were submitted were not in compliance with the statutes and needed to be corrected.

Mr. Miller advised that he submitted new financials that should meet the requirements.

A lengthy discussion ensued and it was concluded that the company needed to submit a corrected audited balance sheet that clarifies the partnership.

After further discussion, the following motion was made.

MOTION: Mr. Finkelstein moved to approve the applications, pending review by Ms. Lisa Osteen, if the following is submitted: a corrected 8821 form to include form 1065, 1120 or 1120s; corrected audited financials that clarifies the partnership; interim financial statements and a new letter from the controlling person that there have been no material changes in the financials since the last audit; and the controlling persons need to sign their applications.

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

**C. Direct Placement Group, LLC (EL Applicant)
Melody Nicole Medina, Controlling Person Applicant**

Mr. Woodard informed that these applications were tabled from the March 2012 meeting at which time the board asked for the applicants to appear to answer questions about proof of workers' compensation coverage and to clarify the issue of Florida employees.

Mr. John Anderson and Ms. Melody Medina were present and stated that they have submitted the corrected forms that clarify the Florida employees issue and the only item they were waiting on was the letter from the FWCJUA to complete their file.

Mr. Anderson and Ms. Medina asked if the board would table discussion of the applications until they were able to provide the letter from the FWCJUA.

The board agreed to table discussion of the applications until the May 2012 meeting. The board also agreed that neither Mr. Anderson nor Ms. Medina would have to be present at the meeting.

**D. Payday, Inc. (GL Applicant, Formerly EL 370)
E. Payday, Inc. II (GM Applicant)
F. Payday, Inc. III (GM Applicant)
Robert W. Kimball, CO 883**

Mr. Mike Miller asked the board to table the discussion of these applications until a future meeting. Mr. Miller also waived the 90-day deemer clause.

**G. Southeast Drivers II, LLC (EL Applicant)
Denny Wilson, CO 551
Mark Ruggieri, CO 965
James Knight, CO 334**

Mr. Jones presented the company application of Southeast Drivers II, LLC.

Mr. Jones asked if anyone was present to answer questions about the ownership of the company. No one responded.

The board agreed to table discussion of the application until the May 2012 meeting at which time someone could be present to answer questions about the ownership of the company.

- H. Clinton W. Burgess, Controlling Person Applicant**
CoAdvantage resources 24, Inc. – GL 8
CoAdvantage Resources 13, Inc. – GL 36
CoAdvantage Resources 11, Inc. – GL 69
CoAdvantage Resources, Inc. – GL 82
Co Advantage Resources 29, Inc. – GL 147
(Group Members are included in list of companies)

Mr. Jones presented the controlling person application of Mr. Burgess.

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

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

Mr. Jones presented the controlling person application of Mr. Lopez.

Ms. Dockery asked about the course of study as listed on the application. She advised that the applicant stated his course of study was “major” and that page needed to be corrected.

MOTION: Mr. Jones moved to approve the application pending receipt of the corrected application page.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

- J. Brian Lawrence Michaud, Controlling Person Applicant**
ADP TotalSource I, Inc. – GL 33
ADP TotalSource Services, Inc. – GL 4
ADP TotalSource, Inc. – GL 104
ADP TotalSource CO XXII, Inc. – GL 118
(Group Members are included in list of companies)

Mr. Jones presented the controlling person application of Mr. Lopez.

Ms. Dockery stated the same applied to this applicant as with Mr. Lopez. The applicant listed his course of study as “major” and that page needed to be corrected.

MOTION: Mr. Jones moved to approve the application pending receipt of the corrected application page.
SECOND: Mr. Arfons seconded the motion and it passed unanimously.

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

A. Adams Keegan-GA, LLC – EL 342

Mr. Jones presented the termination of operations application for Adams Keegan-GA, LLC.

MOTION: Mr. Finkelstein moved to approve the termination of operations.

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

V. REVIEW AND CONSIDERATION OF CONTROLLING PERSON RELINQUISHMENTS

A. Craig M. Hill, CO 289

Paychex Business Solutions, Inc. – GL 7

Paychex PEO I, Inc. – GM 455

Paychex PEO II, Inc. – GM 456

PBS of America, Inc. – GM 46

PBS of Central Florida, Inc. – GM 14

Mr. Jones presented the controlling person relinquishment of Mr. Craig Hill.

MOTION: Mr. Jones moved to accept the controlling person relinquishment.

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

B. Lee Edward Lichtenstein, CO 519

Alabama Staff Incorporated – EL 203

Mr. Jones presented the controlling person relinquishment of Mr. Lichtenstein.

MOTION: Ms. Dockery moved to accept the controlling person relinquishment.

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

VI. REPORTS

A. Office of the Attorney General – Mary Ellen Clark

Ms. Clark informed that she would provide a complete rules report at the May 2012 meeting.

B. Office of the General Counsel – Eric Hurst

No Report.

C. Executive Director – Rick Morrison

No Report.

D. Chairperson – John Jones

No Report.

VII. OLD BUSINESS

None

VIII. NEW BUSINESS

Ms. Dockery informed that Ms. Peggy Cline had recently passed of lung cancer and asked the board to remember her family in their prayers.

Mr. Jones stated that Mr. Wilson and/or Ms. Osteen would be appearing at the May 2012 meeting to provide the board with an update on the status of the audit currently being performed.

He further stated that there were changes that needed to be made to the change of ownership form and that Mr. Morrison and Mr. Finkelstein were working on it.

Ms. Clark advised the board to review her e-mail/ memo that outlined some possible solutions to the form.

IX. PUBLIC COMMENTS

None

X. ADJOURNMENT

MOTION: Mr. Finkelstein moved to adjourn.

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

The meeting adjourned at 11: 37 a.m.

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