

**BOARD OF EMPLOYEE LEASING COMPANIES
TELEPHONE CONFERENCE CALL MEETING MINUTES
WEDNESDAY, DECEMBER 21, 2011
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
Eric Arfons
Celeste Dockery
Abram Finkelstein

MEMBERS ABSENT

None

STAFF PRESENT

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

OTHERS PRESENT

Michael Miller, Kunkel, Miller & Hament, P.A.
Scott Buchanan
Cesar Martinez
Kim Robbins
Cathy Coons
Steven Steinberg
Greg Hammond
Bill Porter
Eldon Brittner
Steven Groulx
Sandra Sessions
Toby Starr
Carlos Saladrigas
Sally Rampersand
Tricia Rousseau
Renee Miss
Craig Hill
Thomas Natoli
Chris Rhoden
Todd Cohen
Cathy Lively
Mike Willson
Darlene Lemke
Torbin Madson
Jennifer Robertson

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

III. REVIEW AND APPROVAL OF THE NOVEMBER 17, 2011 GENERAL BUSINESS MEETING MINUTES

MOTION: Ms. Dockery moved to approve the minutes with changes.
SECOND: Mr. Arfons seconded the motion and it passed unanimously.

IV. DISCIPLINARY PROCEEDINGS – Office of the General Counsel

A.	SETTLEMENT STIPULATIONS	<u>Case #</u>
1.	OPGUS, LLC <i>(PCP: Reeves and Landrum – July 20, 2011)</i>	2010-050382

Mr. Hurst presented the case explaining it stems from violations involving failure to submit the December 2009, March 2010, June 2010, September 2010, December 2010, and March 2011 Quarterly Reports, and failure to submit the reviewed Annual Financial Report for 2009 and 2010.

Mr. Hurst stated the settlement stipulation provides for costs of \$88.54 and voluntary relinquishment of license EL 373 with the stipulation to never again apply for licensure as an employee leasing company in the State of Florida.

MOTION: Mr. Finkelstein moved to adopt the terms of the settlement stipulation as the final order of the board.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

2.	Joel Levy <i>(PCP: Reeves and Landrum – July 20, 2011)</i>	2010-050390
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Mr. Hurst presented the case explaining it stems from violations involving failure to submit the December 2009, March 2010, June 2010, September 2010, December 2010, and March 2011 Quarterly Reports, failure to submit the reviewed Annual Financial Report for 2009 and 2010.

Mr. Hurst stated the settlement stipulation provides for costs of \$94.86 and voluntary relinquishment of license CO 898 with the stipulation to never again apply for licensure as a controlling person in the State of Florida.

MOTION: Mr. Finkelstein moved to adopt the terms of the settlement stipulation as the final order of the board.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

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

A. Enterprise HR III, Inc. (GM Applicant)
Kathleen Rawls, CO 843

Mr. Jones presented the company application.

Ms. Dockery asked if a representative was present to answer questions. No one answered.

Ms. Dockery stated that the contract was still pending, the IRS 8821 form needed to be corrected and there were other questions that she needed to have answered.

After further discussion, the following motion was made.

MOTION: Mr. Finkelstein moved to table discussion of the application until the January 2012 meeting at which time someone for the applicant should appear.
SECOND: Mr. Jones seconded the motion and it passed unanimously.

B. FLSUB-72, Inc. (GL Applicant)
FLSUB-73, Inc. (GM Applicant)
FLSUB-74, Inc. (GM Applicant)
FLSUB-75, Inc. (GM Applicant)
FLSUB-76, Inc. (GM Applicant)
Carl Guidice, CO 727
Anthony Danon, CO 787
Gilberto Aleman, CO 708
Michael Willson, CO 800

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

MOTION: Mr. Finkelstein moved to approve the applications.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

C. G & S Leasing Group VI, Inc. (EL Applicant)
Marshall Glass, CO 311

Mr. Jones presented the company application stating the applicant did not submit a workers' compensation policy with the application.

Mr. Miller represented the applicant stating that the company intends to rely on its client company to provide workers' compensation coverage.

Ms. Dockery quoted Section 468.529(2), F.S. which states that "an initial or renewal license may not be issued to any employee leasing company unless the employee leasing company first files with the board evidence of workers' compensation coverage for all leased employees in this state."

Mr. Jones stated that an employee leasing company must have a workers' compensation policy in the name of the PEO.

Mr. Steinberg stated that there were no employees at this time.

After further discussion, Mr. Miller asked to defer discussion of the application until the January 2012 meeting.

MOTION: Mr. Jones moved to table discussion of the application until the January 2012 meeting.
SECOND: Mr. Finkelstein seconded the motion and it passed unanimously.

- D. Integrity Employee Leasing IV, Inc. (GM Applicant)
Integrity Employee Leasing V, Inc. (GM Applicant)
Thomas Natoli, CO 729
Toby L. Starr, CO 895
Sandra Kaye Sessions, CO 896**

Mr. Jones presented the group member applications.

MOTION: Mr. Finkelstein moved to approve the applications.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

- E. Oasis Outsourcing Advantage, Inc. (GM Applicant)
Oasis HR Solutions, Inc. f/k/a Smart Payroll Solutions, LLC (GM Applicant)
Oasis HR Solutions II, Inc. f/k/a Smart Payroll Solutions II, LLC (GM Applicant)
Mark Perlberg, CO 779
Terry Mayotte, CO 295**

Mr. Jones and Mr. Miller presented the following applications.

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

- *** Martha Lambert, CO 122 – **Controlling Person Relinquishment** ***
*** Thomas Lambert, CO 123 – **Controlling Person Relinquishment** ***

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

(Change of Ownership Applications)

- *** Smart Payroll Solutions, LLC – GL 75
*** Smart Payroll Solutions II, LLC – GM 159

MOTION: Mr. Jones moved to approve the change of ownership applications.
SECOND: Mr. Arfons seconded the motion and it passed unanimously.

- *** Oasis Outsourcing, Inc. – GL 42
*** Oasis Outsourcing HR, Inc. – GM 353
*** Oasis Outsourcing II, Inc. – GM 91
*** Oasis Outsourcing IV, Inc. – 178

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

- *** Oasis Outsourcing V, Inc. – GL 54
*** Oasis Outsourcing VI, Inc. – GM 109
*** Oasis Outsourcing VII, Inc. – GM 213
*** Oasis Outsourcing VIII, Inc. – GM 110

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

(Termination of Employee Leasing Company Operations)

- *** Oasis Outsourcing IV, Inc. – GM 178
- *** Smart Payroll Solutions II, LLC – GL 159
- *** Oasis Outsourcing HR, Inc. – GM 353
- *** Smart Payroll Solutions, LLC – GL 75
- *** Smart Payroll Solutions III, LLC – GM 160

MOTION: Mr. Jones moved to approve the termination of operation applications.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

(Request for Name Change)

- *** Smart Payroll Solutions, LLC – GL 75
TO: Oasis HR Solutions, Inc. DBA Smart Payroll Solutions
- *** Smart Payroll Solutions II, LLC – GM 159
TO: Oasis HR Solutions II, Inc. – DBA Smart Payroll Solutions

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

- F. **Paychex PEO I, Inc. (GM Applicant)**
Paychex PEO II, Inc. (GM Applicant)
Craig Hill, CO 289
Effrain Rivers, CO 982
Stephanie Schaffer, CO 966

Mr. Jones presented the group member applications.

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

- G. **Primecore, Inc. (GM Applicant)**
Kathleen Rawls, CO 843

Mr. Jones presented the company application.

MOTION: Mr. Finkelstein moved to table discussion of the application until the January 2012 meeting at which time someone for the applicant should appear.
SECOND: Mr. Jones seconded the motion and it passed unanimously.

- H. ProActive 1, LLC (GM Applicant)
ProActive 2, LLC (GM Applicant)
ProActive 3, LLC (GM Applicant)
Sarah M. Peel, CO 214**

Ms. Woodard advised that these applications had been withdrawn per the applicant and counsel.

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

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

Ms. Dockery advised that the financial statements dated September 30, 2011 did not meet the net working capital requirements.

Ms. Rampersand was present for the applicant stating that she would resubmit corrected financials for the companies.

MOTION: Mr. Finkelstein moved to table discussion of the applications until the January 2012 meeting.

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

(Termination of Employee Leasing Company Operations)

***** Professional Employer Resources, Inc. – EL 142**

MOTION: Mr. Finkelstein moved to table discussion of the termination until the January 2012 meeting.

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

- J. Regis HR Group 4, Inc. (GM Applicant)
Regis HR Group 5, Inc. (GM Applicant)
Carlos Saladrigas, CO 870
Arnaldo Ledesma, CO 841
Lilian L. Gutierrez, CO 878
Carlos Saladrigas, Jr., CO 879**

Mr. Jones presented the group member applications.

MOTION: Mr. Jones moved to approve the group member applications.

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

- K. STS National Management Services, Inc. d/b/a Modern Business Associates VII
Modern Payroll Services, Inc. (GM Applicant)
Modern Payroll Services II, Inc. (GM Applicant)
Mark Lettelleir, CO 306**

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

MOTION: Mr. Finkelstein moved to approve the applications.
SECOND: Ms. Dockery seconded the motion and it passed unanimously.

L. Melissa Ashe, Controlling Person Applicant
Ally HR, Inc. – GL 164
Ally HR II, Inc. – GM 412
Ally HR III, Inc. – GM 413
Ally HR IV, Inc. – GM 414
Ally HR V, Inc. – GM 415

Mr. Jones presented the controlling person application of Ms. Ashe.

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

M. William Porter, Controlling Person Applicant
TriNet HR Corporation – EL 320
TriNet HR II, Inc. – GL 99
TriNet HR V, Inc. – GM 45

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

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

V. REVIEW AND CONSIDERATION OF DE MINIMIS EXEMPTION AND REGISTRATION APPLICATIONS

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

Mr. Jones presented the company application.

Mr. Finkelstein asked if anyone was present to answer questions about information contained in the application. No One answered.

Mr. Finkelstein stated he would like for Mr. Willis Chrans to appear to answer before the board to answer some questions about information contained in his historical sketch before a decision is made on the application.

MOTION: Mr. Finkelstein moved to table discussion of the application until the January 2012 meeting at which Mr. Chrans would have a chance to appear to answer questions.
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**
- B. Worklife HR of Florida 1, LLC– GL 150
Worklife HR of Florida 2, LLC – GM 373**
- C. Worklife Financial of Florida, LLC – EL 360**

Ms. Woodard advised that these applications had been withdrawn per the applicant's counsel and will be discussed at a later meeting.

VIII. REVIEW AND CONSIDERATION OF CONTROLLING PERSON RELINQUISHMENTS

- A. Benjamin R. Hewitt, CO 458
CoAdvantage Resources 13, Inc. – GL 36
CoAdvantage Resources 11, Inc. – GL 69
CoAdvantage Resources, Inc. – GL 82**

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

MOTION: Mr. Jones moved to accept the relinquishment.

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

IX. REPORTS

- A. Office of the Attorney General – Mary Ellen Clark**

Ms. Clark stated she is continuing to work on the rules.

Ms. Clark stated that Rules 61G7-5.001 and 61G7-5.002, F.A.C. are moving along with the noticing requirements. She further stated that Rule 61G7-10.002, F.A.C. has a couple of new letters from the Joint Administrative Procedures Committee (JAPC) that she would be working on and presenting at the next in-person meeting.

Mr. Jones informed that the next in-person meeting was not until March.

Ms. Clark stated that the board may have to take some action over the phone because that would be a long time to go without taking action on rules.

Ms. Clark asked which telephone conference call meeting the board would like to review and take action on the rules work.

Mr. Morrison asked if the work that needed to be done could be split between the two upcoming telephone conference call meetings.

Ms. Clark stated she would present a complete rules report at the January 2012 meeting and the board could take whatever action they deem appropriate.

B. Office of the General Counsel – Eric Hurst

No Report.

C. Executive Director – Rick Morrison

Mr. Morrison asked the board to vote to approve the fee waiver for the biennial renewal fees for employee leasing companies, employee leasing company group leaders, and controlling persons.

Ms. Clark advised that the item should have been placed on the agenda for discussion.

Mr. Morrison stated he would have the discussion placed on the agenda for the January meeting and would ask for a vote to proceed then.

D. Chairperson – John Jones

No Report.

X. OLD BUSINESS

A. Proposed 2012 Meeting Dates

Ms. Woodard advised that she have been in discussion with board members and counsel about possible conflicts with proposed 2012 meeting dates.

Changes were made and approved for the following dates:

March 21-22, 2012 (Tallahassee, Florida) (21st at 1:00 p.m. and 22nd at 10:00 a.m.)
July 18, 2012 (Mary Ellen will ask for someone to attend on her behalf)
August 16, 2012 (Jacksonville, Florida)

XI. NEW BUSINESS

None

XII. PUBLIC COMMENTS

None

XIII. 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.