

**CareerSource Pinellas  
Board of Directors Minutes**

Date: Wednesday February 6, 2019 at 11:45 AM  
Location: EpiCenter: 13805 58<sup>th</sup> Street N. Clearwater, FL 33760

**Call to Order**

Chair-Elect Karla Leavelle called the meeting to order at 11:45 a.m. There was a quorum present with the following board members participating.

**Board Members in attendance**

Vivian Amadeo, William Apple (phone), Candida Duff, James England (phone), Celeste Fernandez, David Fetkenher, Commissioner Patricia Gerard, Michael Gliner (phone), Barclay Harless, John Howell, Mark Hunt, Michael Jalazo, Carolyn King, Samuel Kolapo (phone), Dr. William Law, Karla Leavelle, Russell Leggette, Michael Logal, Kay McKenzie, Michael Meidel, Rebecca Sarlo, Chad Simpson, Amy Van Ness, Scott Wagman, Zachary White, Kenneth Williams, Glenn Willocks.

**Board Members not in attendance**

Jody Armstrong, Justin Bean, Jack Geller, Andrea Henning, Kim Marston, Debbie Passerini.

**Staff in attendance**

Jennifer Brackney, Donald Shepherd, Steven Meier, Michelle Moeller, Mai Russell, Luna Clarke, Linsey Stiglic, Steven Blakey.

**Board Counsel**

Charles Harris – Trenam Law

**Guests**

Whitney Creech – Pinellas County

**Chair's Report**

A more expanded newsletter will be provided at upcoming board meetings, to include items such as success stories, labor market information or new development in workforce regions.

**Approval of Consent Agenda – January 11, 2019 Executive Committee**

The consent agenda of the January 11, 2019 Executive Committee was presented for approval.

Action/Discussion items listed were:

- Approval of 12/05/18 EC Minutes
- Request for Proposals (RFP) 19-0114- Real Estate Services

Motion: Commissioner Gerard

Second: Scott Wagman

*The Board of Directors approved the consent agenda as presented. This motion carried.*

**Action Item 1 – Approval of Minutes**

The minutes of the December 12, 2018 Board of Directors meeting were presented for approval.

Motion: Dr. William Law

Second: Commissioner Gerard

*The minutes were approved as presented. This motion carried.*

## Action Item 2 – Request for Proposals (RFP) 19-0114 - Real Estate Services

The Board of Directors motioned for WorkNet Pinellas Inc. to sell the Science Center property on December 12, 2018. On January 14, 2019, a request for proposals (RFP) for Real Estate Services was publicly released to solicit bids from interested parties. The proposals were due on January 31, 2019 at 2:00 p.m. In response to the RFP, a total of five proposals were received, one of which did not provide complete information as prescribed in the RFP. On February 1<sup>st</sup>, a review panel consisted of staff members met to discuss their independent evaluations and rated each proposal based on the following criteria.

### Criteria for Selection

CRITERIA	WEIGHT FACTOR
Requirements a. The response was received by the due date and time. b. The response was presented in the required format, all questions in this RFP answered, an original and the correct number of copies provided and a flash drive provided on which the response was saved.	MANDATORY
Experience of contractor and key staff that would be involved in delivering these Real Estate Services as described in this RFP.	50 Points
Cost Reasonableness - The commission information reflects reasonable costs for the staff and services as detailed in the Scope of Service.	50 Points
<b>TOTAL SCORE</b>	100 Points

Below is a summary of the final scores of the proposals received:

Proposer	Score (Max. 100)
Smith & Associates	91
Commercial Partners Realty	77
CBRE	77
CR Commercial Realty	65
Broderick & Associates	Non responsive

There was a consensus by the review committee to recommend entering into contract negotiation with *Smith & Associates* for the following reasons:

- The Broker & Managing Agent have a combined real estate experience of 45 years.
- Extensive approach to pricing and marketing methodology
- Detailed scope of work

**Discussion:** Smith & Associates commission rate would be 6%. The names of the main broker and realtor who would be involved in this project were also provided: Joyce Woodson and Robert Glasser.

Motion: Russell Leggette

Second: Mark Hunt

***The Board of Directors approved to enter into contract negotiations with Smith & Associates for Real Estate Services. This motion carried.***

## Action Item 3 – Subsequent Local Workforce Area Designation and Continued Charter of CareerSource Pinellas under *Workforce Innovation and Opportunity Act*

The Governor must designate Local Workforce Development Areas in order for the State to receive adult, dislocated worker, and youth funding under Title I, subtitle B of the *Workforce Innovation and Opportunity Act (WIOA)*. Local Workforce Development Areas that received an initial designation may be granted a subsequent designation if, for the two most recent program years, the local area performed successfully and sustained fiscal integrity. The current designation is effective July 1, 2017 through June 30, 2019. CareerSource Pinellas has met or exceeded the levels of performance and sustained its fiscal integrity. The subsequent designation will cover for a two-year term, beginning July 1, 2019 through June 30, 2021.

The attached will be submitted to the Pinellas Board of County Commissioners (BCC) for signature. The executed form is due to DEO by April 15, 2019 to document the official request made by the BCC and CareerSource Pinellas.

Motion: Commissioner Gerard

Second: David Fetkenher

***The Board of Directors approved the Local Workforce Area Designation and continued charter of CareerSource Pinellas under the Workforce Innovation and Opportunity Act (WIOA) law. This motion carried.***

#### **Action Item 4 – Approval of Amendments: Interlocal Agreement w/ Pinellas County and CSPIN By-Laws**

Background: The Pinellas County Board of County Commissioners recommended revisions to the CSPIN Interlocal Agreement with the County, as well as to the CSPIN by-laws. An Ad Hoc Committee consisting of board members reviewed the recommendations and summarized the changes below.

##### Summary of Changes to Interlocal Agreement:

1. Clarifies that “CEO” refers to the Chief Elected Official, which in our case is the Board of County Commissioners. Jennifer’s position is referred to as the Chief Executive Official/Executive Director.
2. Requires an ad hoc selection committee for Chief Executive Official/Executive Director and for Legal Counsel.
3. Incorporates the County’s nomination and appointment process.
4. Submission of documents that require Board of County Commissioners’ (BCC) approval must occur 120 days before the federal deadline, unless a shorter period is authorized by the BCC.
5. The audit firm must be selected by the full board, not by the audit or executive committee.
6. Specifies that performance and/or compliance audits are to be conducted by an independent firm or by the County’s Division of Inspector General.
7. Changes membership of the Audit Committee to the CSPIN Chair, Vice Chair, Treasurer and two persons appointed by the BCC.
8. Specifies that the BCC can withdraw its approval for CSPIN to act as fiscal agent, administrative entity, one-stop operator, and/or direct service provider.

##### Summary of Changes to Bylaws:

1. Moves most responsibilities from Executive Committee to the full Board of Directors.
2. Provides more details on Directors’ responsibilities.
3. Removal of categories of membership that are already defined in state and federal statutes.
4. Addition of an elected School Board member to the full Board of Directors.
5. Reduces size of Board to 31 members. *(will be done by attrition)*
6. Specifies that the BCC has authority to remove a Director from the Board. *(there is an ongoing debate over whether this would stand up in court if ever put to the test).*
7. Removes de facto resignation and replaces it with new attendance requirements.
8. Allows Treasurer to be selected from among the non-business members of the Board.
9. Further defines roles of the Audit Committee and Compensation Committee.
10. Formally creates an Ad Hoc Chief Executive Official/Executive Director and Legal Counsel Selection Committee.
11. Changes quorum from 33% to 40% plus 1 for the Board and key Committees.
12. Modifies consent agenda procedures to match current practice.
13. Increase notification time prior to Bylaws amendments.
14. Brings Indemnification section in line with Florida Statutes.

#### 1. Motion to approve the Interlocal Agreement with Pinellas County

Motion: David Fetkenher

Second: Commissioner Gerard

*The Board of Directors approved the amended Interlocal Agreement with Pinellas County as outlined. This motion carried.*

2. Motion to increase the board voting quorum to 50% plus 1

Discussion: Board members discussed the increased quorum percentage requirements. A few members suggested increasing the voting quorum to 50% plus 1. Others preferred to remain at the recommended 40% plus one, as to not prevent organizational items from being approved in case of scheduling conflicts that would prevent half of the board from attending.

Prior to the proposed by-laws amendment, the CSPIN quorum for Board and Executive Committee meetings was at 33%.

Motion: Michael Jalazo

Second: Russell Leggette

Roll Call for votes: YES: 11 NO: 16

*The motion to increase the board voting quorum to 50% plus 1 failed to pass due to a majority of opposing votes.*

3. Motion to approve the amended WorkNet Pinellas by-laws as outlined in the agenda

Motion: Mark Hunt

Second: Barclay Harless

*The Board of Directors approved the amended WorkNet Pinellas By-Laws as outlined. This motion carried.*

**Action Item 5– Board of Directors CEO Assessment 2019**

The purpose of this document is to provide Ms. Brackney mid-way through her contract with an overview of how the Board is viewing her performance. This document would be completed no later than April 2019. The request is to have every member of the Board complete the document; the results would be aggregated and provided to Ms. Brackney. The focus of the document is on Ms. Brackney's leadership and organizational acumen during the first half of her contract. The results of the assessment would allow for Ms. Brackney to make any mid-course corrections if needed.

**\*\* Proposed changes from board members are indicated in the document via redline\*\***

**Results would be aggregated by Consulting firm HR Edge, be presented to the Chair of the Compensation Committee and subsequently be shared with Ms. Brackney and the Board of Directors.**

Motion: Commissioner Gerard

Second: Barclay Harless

*The Board of Directors approved the CEO leadership assessment document as presented. The motion carried.*

**Action Item 6– CEO Performance Appraisal 2018-2019**

This document provides the annual goals, initiatives, actions to be taken and metrics. The suggestion is that this document be utilized toward the end of Ms. Brackney's contract in late September or early October 2019. This would allow the Board of Directors to review virtually a year of performance. It would be the responsibility of the Compensation Committee to complete the appraisal, in that time frame, review it with Ms. Brackney for her input and then submit to the full Board for edits and approval.

**\*\*No changes were proposed for this document\*\***

Motion: Commissioner Gerard

Second: David Fetkenher/ Barclay Harless

*The Board of Directors approved the performance appraisal 2018-2019 document as presented. The motion carried.*

#### **Action Item 7– HR Contract Extension / Compensation Review**

In May 2018, CareerSource Pinellas requested written bids from qualified firms with the expertise to provide HR consulting services to our non-profit organization. The HR Consultant would assist with the transition of staff, analyze the current day-to-day operations, identify best practices, and make suggestions for improvement. It was stipulated that the scope of the work may be expanded in PY 2018-2019 (July 1, 2018 – June 30, 2019) depending on the operational direction of the organization. Two companies submitted bids: Engagement Advisors and HR Edge. At the June 6, 2018 Executive Committee meeting, CSPIN received approval to enter into contract negotiations with Engagement Advisors for HR consulting services. The HR consultant was later tasked by the Ad Hoc Search Committee to assist the Board of Directors in the CEO and CFO search. Within six (6) months of procurement, CSPIN selected HR Edge to assist the organization with day-to-day human resources activities through January 31, 2019. Recently, HR Edge has been tasked to complete a salary survey to determine the current market rates for professional positions available at CSPIN. This will ensure that salaries are in line with current economic conditions and will determine if adjustments are needed. To this end, staff is requesting approval to extend the contract hours with HR Edge for **up to 300 hours**.

Discussion: Board members requested to compare CSPIN salaries to salary ranges of the other CareerSource regions, of similar size and economic development data. Members also requested that this compensation review also evaluates the current benefits program offered to employees.

Motion: Scott Wagman

Second: Commissioner Gerard

*The Board of Directors approved extending the contract with HR Edge for the hours recommended above. The motion carried.*

#### **Action Item 8– Procurement of Broker Services/Benefit Plan**

In February 2016 WorkNet Pinellas Inc. dba CareerSource Pinellas issued an RFP for benefit consulting services. The Board of Directors selected Arthur Gallagher from the proposals received. The current benefit plan runs from January to December of each year. It has been 3 years since these services were solicited and new benefit laws have been passed. As of February 1, we will have 75-85 employees, less than half of the number of employees when a cafeteria plan was selected. Procuring a consultant will help decide whether to stay with the current plan or move to a new plan that may be more appropriate for the number of enrollees. This RFP would solicit proposals from qualified firms with the technical expertise and an established track record to provide benefit consulting services. These services would include assisting CareerSource Pinellas with strategic benefit planning, developing bids, proposal evaluation, contract negotiation, on-going contract evaluation, plan modification and other services required to obtain and maintain the best coverage and cost for our benefit programs.

Discussion: Board members suggested that staff give consideration to the idea of including other services, such as payroll services, as well as healthcare services.

Motion: Kay McKenzie

Second: Candida Duff

*The Board of Directors approved the issuance of a Request for Proposal (RFP) to solicit proposals from experienced firms that can provide the requested benefit consulting services, and potentially other services, such as payroll. The results from this solicitation will be presented to the Compensation Committee for review and selection.*

## **Other Administrative Matters**

None

## **Information Items**

### **1. Employee Engagement Survey**

Per the directive of the Compensation Committee and the Board of Directors, CareerSource Pinellas will be conducting an Employee Engagement Survey to assess the organizational climate, along with other areas that impact the overall business performance. The survey will be conducted by an outside third party vendor and will be confidential. The results of the findings will be submitted to the Compensation Committee Chair and ultimately, to the Board of Directors. After a review of several companies, People Element has been selected to take the lead on this initiative. A sample report of the survey findings is attached.

## **CEO's Report**

### **Financial Management –**

- Moved the payroll function from a contract service to in house to promote efficiency and cost effectiveness.
- Working with DEO/DOL to develop an indirect cost rate for the organization.

### **Legal Compliance**

- DEO is also working on new policy. CSPIN is reviewing the new work-based training policy which relates to OJT and PWE. DEO expects the new policy guidelines to be in place by the end of June.
- Moving forward with efforts to endeavor to sell the Science Center. Several organizations have reached out regarding proposals that may include a partnership with CareerSource Pinellas, i.e. educational institution or workforce housing opportunities.

### **Accountability and Transparency**

- OSO has completed their first round of monitoring. It is under review and will be presented at an upcoming board meeting.
- DEO will conduct their performance presentation to the board on March 20<sup>th</sup>
- DEO monitoring is scheduled for June.

### **Workforce Development/Performance**

- CSPIN has been awarded another YouthBuild grant for \$1.1M to training 16-24 year old youth in construction and GED.
- CSPIN has also received two CSF grants:
  - o Expanding apprenticeship opportunities for \$100,000
  - o Providing work readiness in partnership with Goodwill and PERC for \$100,000
- CSPIN hosted a very successful Professional Mixer at the end of January. Over 150 job seekers attended. We welcomed the Sheriff's Department to this event.

### **Key Relationships and Partnerships**

- Continuing discussions with SPC to develop and expand satellite offices at Tarpon Springs and EPI Center
- Continuing discussions with Service Source to better leverage resources for Veterans
- Working on an agreement with Homeless Empowerment Program to better provide linkage resources for individuals
- Working with the OSO to offer online customer service training for all staff and more intensive train-the-trainer training for managers and frontline supervisors
- Finalized agreements with EDC of St. Petersburg, Upper Tampa Bay Chamber and the Recruitment Networking group to provide marketing, outreach and networking with local employers
- Continued to meet with Tampa Bay Partnership and reviewed the regional competitiveness report
- CSPIN will have three board members and four staff attending the NAWB in March.

### **Organizational Structure**

- CSPIN has a leadership team and staffing plan in place that will allow us to continue to move forward of a positive step

### **Open Discussion**

- Journalist Mark Puente will be leaving the Tampa Bay Times for a new opportunity with the L.A. Times
- The Department of Economic Opportunity will attend the March 20, 2019 Board Meeting and will give a year-in-review for CSPIN.
- Investigators from the U.S. Attorney's Office and the FBI have begun interviewing current/former board members as well as staff. Counsel invites anyone who is contacted to inform him.
- Suggestion that a Counsel Review be conducted by the Executive Committee.
- Suggestion to have an opportunity for board members to visit the other center sites in the future.
- Counsel: there is no exclusion to sell the Science Center to the highest bidder; if however, this board sells the center to affordable housing companies, commission exclusions should apply

### **Staff Introductions**

CSPIN leadership team introduced themselves to the board of directors.

### **Public Comments**

None

### **Adjournment**

The meeting was adjourned at approximately 1:21 p.m.