

**CareerSource Pinellas  
Board of Directors Minutes**

**Date:** Wednesday, March 15, 2023, at 11:45 am.

**Location:** Hybrid meeting – Zoom/EpiCenter, 13805 58<sup>th</sup> St. N., Rooms 1 - 451 & 1 - 453, Clearwater, FL 33760

**Call to Order**

Chair, Scott Thomas, called the meeting to order at 11:46 a.m. There was a quorum with the following board members present.

**Board Members in Attendance**

Scott Thomas (In person), Barclay Harless (In person), Belinthia Berry (Zoom), Candida Duff (Zoom), Elizabeth Siplin (In person), Jack Geller (Zoom), John Howell (In person), Kevin Knutson (In person), Mark Hunt (In person), Patricia Sawyer (Zoom), Shawn McDonnell (Zoom), Esther Matthews (In person), David Fetkenher (Zoom), Zachary White (In person), Dr. Rebecca Sarlo (In person), Glenn Willocks (Zoom), Bart Diebold (In person), Zac Holland (Zoom)

**Board Members Not in Attendance**

Celeste Fernandez, Commissioner René Flowers, Kenneth Williams, Lisa Cane, Ivonne Alvarez, Michael Jalazo, Michelle Radcliffe, Angel Barton

**Board Counsel**

Heather Ramos (Zoom)

**Staff in Attendance (all attended in person)**

Steven Meier, Jay Burkey, Mary jo Schmick, Leah Geis, David Zirilli, Jason Druding, Lysandra Montijo, Juan Toribio, Raymond Westergard

**Guests in Attendance**

Adrienne Johnston – President & CEO of CareerSource Florida (Zoom)  
Danielle Weitlauf – Tucker Hall (In person)  
Rob McNeely – Messer Caparello, P.A. (Zoom)  
Adriane Grant – CareerSource Florida (Zoom), Jerome Salantino – CareerSource Pasco/Hernando (Zoom), Austin T. (Zoom), J. Weightman (Zoom)

**Public Comments**

There were no public comments.

**CEO Report**

Steve Meier gave a report of activities since the last Board meeting.

**Discussion with Adrienne Johnston, CareerSource Florida**

Mrs. Adrienne Johnston, President & CEO from CareerSource Florida, attended the meeting via Zoom to answer questions from the Board related to the decision to consolidate CareerSource Pinellas with CareerSource Tampa Bay. The recommendation to consolidate the two regions was approved by the CareerSource Florida Board at their February 23, 2023, board meeting.

**Action Item 1 – Approval of the Minutes**

The minutes of the January 18, 2023, Board of Directors meeting were presented for approval.

**RECOMMENDATION**

Approval of the draft minutes, to include any amendments necessary.

**Discussion:** None

Motion:	Jack Geller
Second:	Barclay Harless

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

**Action Item 2 – General Counsel Performance Review**

On November 17, 2021, the Board of Directors approved the renewal of Gray, Robinson, P.A. for legal counsel services to begin on December 1, 2021, as General Counsel to the Local Workforce Development Board, as well as Counsel to CareerSource Pinellas.

As outlined in the By-Laws, the Ad Hoc CEO/Legal Committee will conduct the annual performance review for the General Counsel. The review addresses the approved General Counsel Performance Goals. The review period is 17 months, July 2, 2021 – November 30, 2022, in order for the evaluation period to correspond with the anniversary date of Gray|Robinson’s contract.

**\*The General Counsel review was included in the packet.**

**RECOMMENDATION**

Approval of the General Counsel Performance Review for Stephanie Marchman, Gray|Robinson for the PY’2021-2022.

**Discussion:** None

Motion:	Jack Geller
Second:	Mark Hunt

*The Board of Directors made a motion for approval of the General Counsel Performance Review for Stephanie Marchman, Gray|Robinson for the PY’2021-2022. The motion carried unanimously.*

**Action Item 3 – Approval of PY’2022-2023 General Counsel Performance Goals**

As outlined in the By-Laws, the Ad Hoc CEO/Legal Committee will conduct the annual review of performance for the General Counsel. The Performance Review provides the annual goals, initiatives, actions to be taken, and metrics.

**\*The PY’2022-2023 General Counsel Performance Goals were included in the packet.**

**RECOMMENDATION**

Approval of the PY’2022-2023 General Counsel Performance Goals.

**Discussion:** None

Motion:	Jack Geller
Second:	Barclay Harless

*The Board of Directors made a motion for approval of the PY’2022-2023 General Counsel Performance Goals. The motion carried unanimously.*

**Action Item 4 – Approval of CEO Performance Review**

On November 17, 2021, the Board of Directors approved the CEO performance review, which provided the annual goals, initiatives, actions to be taken, and metrics.

As outlined in the By-Laws, the Ad Hoc CEO/Legal Committee will conduct the annual review of performance and compensation for the CEO. The review addresses the approved CEO Performance Goals, including Financial Management, Legal Compliance, Strategic Planning, Governance, Accountability and Transparency, Workforce Development Performance, Key Relationships and Partnerships, and Organizational Leadership.

**\*The CEO review was included in the packet.**

**RECOMMENDATION**

Approval of the CEO Performance Review for Mr. Steven Meier for the period February 11, 2022 – December 31, 2022.

**Discussion:** None

Motion:	Mark Hunt
Second:	Dr. Rebecca Sarlo

*The Board of Directors made a motion for approval of the CEO Performance Review for Mr. Steven Meier for the period February 11, 2022 – December 31, 2022. The motion carried unanimously.*

**Action Item 5 – Salary Consideration For Interim CEO**

In November 2022, the results of the Board approved Compensation Study were released and the pay ranges approved. Included in that study was a review of the CEO Salary. The approved pay range for the CEO position is as follows: **Grade level** – 221, **Job Title Family** – CEO, **Low Minimum** - \$148,830, **Middle Band: 30<sup>th</sup> Percentile** - \$175,619, **Midpoint** - \$193,479, **70<sup>th</sup> – Percentile** - \$211,338, **High Maximum** - \$238,128

Based on information provided in the packet it is proposed that Steven Meier’s salary be increased retroactively to January 1, 2023. The compensation study, along with Mr. Meier’s annual performance review justify a salary increase as outlined below. The three options are as follows:

1. \$175,000 annual base salary retroactive to January 1, 2023 (equivalent to 30<sup>th</sup> percentile)
2. \$165,000 annual base salary retroactive to January 1, 2023, with a \$7,500 bonus
3. \$162,500 annual base salary retroactive to January 1, 2023, with a \$10,000 bonus (salary approximates average of low and 30<sup>th</sup> percentile)

**RECOMMENDATION**

Approval of option 1, an annual base salary of \$175,000 retroactive to January 1, 2023.

**Discussion:** None

Motion:	Jack Geller
Second:	Mark Hunt

*The Board of Directors made a motion for approval of option 1, an annual base salary of \$175,000 retroactive to January 1, 2023. The motion carried unanimously.*

**Action Item 6 – Approval of 2023 CEO Performance Goals**

As outlined in the By-Laws, the Ad Hoc CEO/Legal Committee will conduct the annual review of Performance for the CEO. The Performance Review provides the annual goals, initiatives, actions to be taken, and metrics. The CEO Performance Goals were included in the packet.

**RECOMMENDATION**

Approval of the 2023 CEO Performance Goals.

**Discussion:** None

Motion:	Zachary White
Second:	Barclay Harless

*The Board of Directors made a motion for approval of the 2023 CEO Performance Goals. The motion carried unanimously.*

**Action Item 7 – REACH Act Impact & CEO Position**

Florida’s 2021 Reimagining Education and Career Help Act, known as the REACH Act, is a comprehensive blueprint for enhancing access, alignment, and accountability across the state’s workforce development system. CareerSource Florida has spent the last year, along with EY, exploring approaches to aligning Florida’s 24 local workforce development boards, consistent with the charge for reducing the number of local boards under the Reimagining Education and Career Help (REACH) Act.

At the February 23, 2023, CareerSource Florida Board meeting, EY presented three options in their report:

1. Reduction from 24 to 21 local workforce development boards
2. Reduction from 24 to 19 local workforce development boards
3. Reduction from 24 to 16 local workforce development boards

**Each included a recommendation for the consolidation of Regions 14 and 15; Pinellas and Tampa Bay.** The CareerSource Florida Board approved Option 1 which included a consolidation of area 14 and area 15. At the July 26, 2022, Ad Hoc Search Committee meeting it was approved to postpone the search for a new CEO until the recommendations for realignment were presented to the CareerSource Florida Board.

The current interim CEO, Steven Meier, has met all qualifications of the CEO position. Accordingly, the Ad Hoc Committee recommends moving forward with posting the CEO position internally to satisfy the recruitment process requirements of the organization’s bylaws. Also, because of the potential merger, it is imprudent to expend resources on an external recruiter and recruit external candidates.

**RECOMMENDATION**

Approval to post the CEO position internally, for three days, to satisfy the recruitment process requirements of the organization’s bylaws.

**Discussion:** None

Motion:	Jack Geller
Second:	Zachary White

*The Board of Directors made a motion for approval to post the CEO position internally, for three days, to satisfy the recruitment process requirements of the organization’s bylaws. The motion carried unanimously.*

**Action Item 8 – Performance & Merit Increases**

To improve employee performance and morale, remain a competitive workforce, and hold employees accountable for their work the organization has implemented 360 Reviews via Paycor for this program/fiscal year.

The annual performance review process typically accompanies a merit increase, cost of living increase, and/or a performance evaluation stipend, or, depending on funding, consideration may be given to forgoing an increase.

The handling of performance evaluation review and benefits is brought to the board annually for consideration. Again, this program year, CareerSource Pinellas is recommending that only merit increases be offered for employees from 0% to 5% of the employee’s base salary determined by the employee’s overall rating on his/her annual performance evaluation.

**RECOMMENDATION**

Approval for a merit increase for employees upon the completion of the annual performance evaluation. For those nearing the maximum of the pay range, automatically award a one-time performance evaluation stipend. The range for both the merit increase and one-time performance evaluation stipend would be from 0% to 5% of the employee’s base salary determined by the individual’s overall rating on his/her annual performance evaluation for the program year ending in June 2023.

**Discussion:** None

Motion:	Jack Geller
Second:	Zachary White

*The Board of Directors made a motion for approval for a merit increase for employees upon the completion of the annual performance evaluation. For those nearing the maximum of the pay range, automatically award a one-time performance evaluation stipend. The range for both the merit increase and one-time performance evaluation stipend would be from 0% to 5% of the employee’s base salary determined by the individual’s overall rating on his/her annual performance evaluation for the program year ending in June 2023. The motion carried unanimously.*

**Action Item 9 – Employee Engagement Survey**

CareerSource Pinellas hired DecisionWise to administer an employee engagement survey in July 2022. CareerSource Pinellas would like to contract with DecisionWise again this year to conduct a follow-up engagement survey to measure organizational improvements and to continue to solicit employee feedback for ongoing improvements.

**RECOMMENDATION**

Approval to enter into contract with DecisionWise to conduct a follow-up employee engagement survey after July 1, 2023.

**Discussion:** None

Motion:	Mark Hunt
Second:	Barclay Harless

*The Board of Directors made a motion for approval to enter into contract with DecisionWise to conduct a follow-up employee engagement survey after July 1, 2023. The motion carried unanimously.*

**Action Item 10 – Approval of Budget Modification II**

**REVENUE:**

Total budgeted revenues estimated to increase from \$9,226,682 to \$9,244,682 for an overall increase of \$18,000.

- **Interest Income - \$18,000**
  - Higher interest rates resulting in increased returns on bank accounts

**EXPENSES:**

Total budgeted expenses estimated to increase from \$9,148,222 to \$9,161,957 for an overall increase of \$13,735.

**The details of the budget modification were included in the packet.**

**RECOMMENDATION**

Staff recommends approval of adjustments to the revenue budget and resultant modifications to the expenditures budget.

**Discussion:** None

Motion:	Jack Geller
Second:	Zachary White

*The Board of Directors made a motion for approval of adjustments to the revenue budget and resultant modifications to the expenditures budget. The motion carried unanimously.*

**Action Item 11 – Approval of Financial Policies & Procedures**

**Background Information**

In alignment with best practices, federal regulations and DEO recommendations, CareerSource Pinellas is updating the organization’s Financial Policies and Procedures that were previously revised in March 2020.

\*The redline version of the proposed changes to the Financial Policies and Procedures was included in the packet.

**RECOMMENDATION**

Staff recommends the approval of the Financial Policies and Procedures.

**Discussion:** None

Motion:	Barclay Harless
Second:	Dr. Rebecca Sarlo

*The Board of Directors made a motion for approval of the Financial Policies and Procedures. The motion carried unanimously.*

**Action Item 12 – Approval of Business Travel Reimbursement Policy**

**Background Information**

This travel policy contains procedures for authorizing and obtaining reimbursement of travel expenses by employees and other authorized persons of CareerSource Pinellas (CSP).

The proposed policy changes, which replace and update the travel policy segments previously found within the CareerSource Pinellas Financial policy, were included in the packet.

**RECOMMENDATION**

Staff recommends the approval of the Business Travel Reimbursement Policy.

**Discussion:** None

Motion:	Zachary White
Second:	Dr. Rebecca Sarlo

*The Board of Directors made a motion for approval of the Business Travel Reimbursement Policy. The motion carried unanimously.*

**Action Item 13 – Approval of Audit of 6.30.2023 Financial Statements**

Thomas Howell Ferguson P.A. will audit the financial statements of WorkNet Pinellas, Inc., which comprise the statement of financial position as of June 30, 2023, the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

The fees for the audit and the preparation of the Form 990 will be \$26,350 which will include travel and other out-of-pocket costs.

This will be the third year of the contract for audit services. Per DEO’s Audit and Audit Resolution Responsibilities, CareerSource Pinellas “must limit auditor retention to no more than five years.”

**RECOMMENDATION**

Approval to enter into an agreement with Thomas Howell Ferguson P.A. to conduct a financial statement audit for the year ended June 30, 2023.

**Discussion:** None

Motion:	Dr. Rebecca Sarlo
Second:	Zachary White

*The Board of Directors made a motion for approval to enter into an agreement with Thomas Howell Ferguson P.A. to conduct a financial statement audit for the year ended June 30, 2023. The motion carried unanimously.*

**Action Item 14 – Approval of Annual 401K Audit**

401(k) Plan audits are required to have an audit if there are more than 100 eligible plan participants at the beginning of the plan year. At the beginning of 2022, there were 75 active participants. As of February 2023, there were 89 participants in the plan. Due to possible growth, the number of participants may exceed 100 participants again in the future. As a result, and for full transparency and fiduciary responsibility, staff is recommending that the WorkNet Pinellas, Inc. 401(k) Plan be audited for 2022.

Thomas Howell Ferguson P.A. in its third year as the organization’s auditors, will audit the financial statements of WorkNet Pinellas, Inc. 401(k) Plan, which are comprised of the statement of net assets available for benefits as of December 31, 2022, the statement of changes in net assets available for benefits for the year then ended, and the related notes and report on the supplemental schedules for the year ended December 31, 2022.

For calendar year 2022 and similar to prior years. ERISA Section 103(a)(3)(C) allows for the audit not extend to any statements or information related to assets held for investment of the Plan by a bank or similar institutions that is regulated, supervised, and subject to periodic examination by a state or federal agency, The audit will not exceed \$7,875.

The annual audit is to be completed and filed along with the Form 5500 by October 15, 2023.

**RECOMMENDATION**

Approval for Thomas Howell Ferguson P.A. to commence an audit of the WorkNet Pinellas, Inc. 401(k) for 2022.

**Discussion:** None

Motion:	Mark Hunt
Second:	Barclay Harless

*The Board of Directors made a motion for approval for Thomas Howell Ferguson P.A. to commence an audit of the WorkNet Pinellas, Inc. 401(k) for 2022. The motion carried unanimously.*

**Action Item 15 – Approval of Area Designation for CSPIN 2023**

**INFORMATION**

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, 2021 through June 30, 2023.

The subsequent designation will cover a two-year term, beginning July 1, 2023 through June 30, 2025.

Upon review and approval by the Local Workforce Development Board (LWDB), the attached will be submitted to the Pinellas Board of County Commissioners (BCC). The executed form is due to DEO by April 15, 2023.

**RECOMMENDATION**

Approve the Local Workforce Area Designation and continued charter of CareerSource Pinellas under the *Workforce Innovation and Opportunity Act (WIOA)*.

**Discussion:** None

Motion:	Dr. Rebecca Sarlo
Second:	Zachary White

*The Board of Directors made a motion for approval of the Local Workforce Area Designation and continued charter of CareerSource Pinellas under the Workforce Innovation and Opportunity Act (WIOA). The motion carried unanimously.*

**Action Item – Joint Board Letter**

After discussing the possible merger between CareerSource Pinellas and CareerSource Tampa Bay, Scott Thomas recommended the board draft a letter to send to CareerSource Florida in regard to the concerns the CareerSource Pinellas board has to a potential merger. The letter will be submitted by April 7, 2023, the deadline for feedback, via the CareerSource Florida website.

**RECOMMENDATION**

Submit a letter to CareerSource Florida detailing the concerns of the CareerSource Pinellas board in regard to a merger between CareerSource Pinellas and CareerSource Tampa Bay.

**Discussion:** None

Motion:	Zachary White
Second:	Bart Diebold

*The Board of Directors made a motion for approval send a letter to CSFL detailing the concerns of the CSPIN board in regard to a merger between CSPIN and CSTB. The motion carried unanimously.*

**General Counsel Update – Gray|Robinson**

Stephanie Ramos, legal counsel from Gray|Robinson, gave General Counsel update. The memo was included in the packet.

**vCIO Report**

Steve Meier gave an IT update.

**INFORMATION ITEM 1 – Updated Pay Ranges**

In October 2022 CareerSource Pinellas conducted a compensation review via Compensation Resources. Their findings and suggestion were to increase our pay ranges by 4.7% in order to be in alignment with the current job market. The approved pay ranges, which went into effect January 1, 2023, were included in the packet for review.

**INFORMATION ITEM 2 – Organizational Chart**

As part of the requirements for our annual Compliance Review, and updated organizational chart was included in the packet for review.



**INFORMATION ITEM 3 – Staffing Report**

As of December 31, 2022, there were 56 FTEs compared to 44 on December 31, 2021. Since the beginning of the current Program Year (7/1/2022), the organization has had 14 new hires and 7 terminations. A full staffing report was included in the packet.

**INFORMATION ITEM 4 – December 31, 2022 Financial Statements**

The December 31, 2022 Financial Statements were included in the packet for the Board’s review.

**INFORMATION ITEM 5 – Subrecipient Monitoring for Period July 2022 – June 2023**

The Internal Control Questionnaire from DEO that each Local Workforce Develop Board (LWDB) is required to complete on an annual basis specifically asks whether LWDB monitors all subrecipients and communicates the monitoring results to the LWDB’s board of directors. The subrecipient monitoring report for Dynamic Workforce Solutions was included in the packet.

**INFORMATION ITEM 6 – Board Orientation Reminder**

CareerSource Pinellas has contracted with Taylor, Hall, Miller, Parker, CPAs to provide an online Board Member Orientation module that complies with the Florida Department of Economic Opportunity’s requirements.

A flyer on how to access the course was included in the packet.

**Other Administrative Matters** – There were no other administrative matters.

**Adjournment** – Barclay Harless, who oversaw the end of the meeting due to Scott Thomas (board chair) needing to leave before the meeting concluded, adjourned the meeting at 1:28pm.