

**AGENDA
SPECIAL MEETING
CAREERSOURCE ESCAROSA
BOARD OF DIRECTORS
AUGUST 4, 2017**

**Teleconference
Dial-In - 888-670-3525
Participant Passcode - 4063513219**

- I. Call Meeting to Order Larry Strain**
- II. Call for Public Comment**
- III. Approval of Minutes – June 29, 2017**
- IV. Reading of Public Disclosures..... Janay Sims**
- V. Items for Consideration Larry Strain**
 - Action Items**
 - Preliminary Budget for FY 2017-2018
 - Individual Training Account (ITA) Waiver Request
 - Personnel Policy Change – Salary Adjustment to Chief Executive Officer Position
 - Annual Review of By-Laws
- VI. Other Business**
- VII. Executive Director’s Report**
- VIII. Adjournment**

**NEXT BOARD MEETING – AUGUST 24, 2017
LOCATION: TBD**

CareerSource Escarosa

BOARD OF DIRECTORS MEETING JUNE 29, 2017 MINUTES

Member Present: Larry Strain (Chairperson), Steve Rhodes (Vice-Chairperson), Jade Kelly, Kristine Rushing, Tina Stewart, Michelle Taylor, and Gracie Parker

Members Participating via Teleconference: Brenda Moorer (Treasurer)

Members Not Participating: Gretchen Clarke (Secretary), Kathaleen Cole, Mark Lewellyn, Katrina Simpkins, Russell Branch, Michelle Kaufman, Dana Mullins, Robert Gravely, and Erit Spicer

Others Present: Rebecca Tussell – Wierzbietri Court Reporting, Charlin Knight – Santa Rosa School District, Eric Flora – DEO/CSE, Janet Summers, Naeemah Frazier, Belinda Todd, Brett Rowell, Kathy Karshna, Cliff Krut, and Janay Sims – CareerSource Escarosa

Chairperson Larry Strain called the meeting to order at 2:12 p.m., at the Pensacola Socialdesk, located at 3695 N. L Street, Pensacola, FL 32505.

Mr. Strain called the roll to confirm attendance.

CALL FOR PUBLIC COMMENT

No public comments were noted.

APPROVAL OF MINUTES – MAY 25, 2017

The minutes of the May 25, 2017 Board of Directors were reviewed.

Action Taken: Motion by Tina Stewart, and seconded by Kristine Rushing to adopt the May 25, 2017 Board of Directors meeting minutes. Motion carried .

READING OF PUBLIC DISCLOSURES

Janay Sims informed of no public disclosures.

ATTORNEY – CLIENT EXECUTIVE SESSION

Mr. Strain announced that the public meeting would now transition to the Attorney-Client Executive Session. He informed of the Executive Committee convening on last week, at which time CareerSource Escarosa's attorney, Erick Drlicka, indicated that he needed advice concerning a pending litigation currently involving CareerSource Escarosa. Mr. Strain noted the Board has to meet under the Sunshine Law. Statue requires that we conduct board business in open and public meetings, but there is a very limited exception. Mr. Strain read the exceptions from the statue.

All non-board members were asked to leave the public meeting in order for the board to conduct the attorney-client executive session.

Once the Executive Session adjourned, the public forum resumed the business of the Board as outlined on the agenda.

Mr. Strain introduced Naeemah Frazier who will replace Janet Summer, the current Chief Financial Officer. With this being Mrs. Summers last board meeting, Mr. Strain presented her with a bouquet of flowers in appreciation of her service and a job well done. Mrs. Summers will be retiring on July 31, 2017.

A quorum could not be maintained at this point; therefore, only information items were presented.

EXECUTIVE DIRECTOR'S REPORT

Cliff Krut gave an update on the following:

- One Stop Operator – DEO has approved the application and we are now awaiting CareerSource Florida's approval.
- Programmatic Monitoring Review – DEO completed the review last week. Thanks was given to staff for a well done job.
- Federal Data Element Verification Monitoring Review – The review is scheduled for August 2017. CareerSource Escarosa was randomly selected as one of the workforce boards to be monitored.
- Form 1 (Statement of Financial Disclosure) – The board was informed to complete and submit their Form 1 to the Supervisor of Elections office in which they reside by July 1, 2017.

It was noted that a conference call meeting will be scheduled after July 4, 2017 to consider the action items that were not presented at today's meeting along with other items needing attention by the board.

There being no further business, the meeting adjourned.

Larry Strain
for Gretchen Clarke, Secretary
CareerSource Escarosa

**CAREERSOURCE ESCAROSA
TREASURES REPORT
Budget for FY 2017-2018**

DATE: July 28, 2017

TREASURER: Brenda Moore

ACTION ITEM

Attached is the proposed preliminary budget for FY 2017-2018 which is provided to the County Commissioner and the State. The budget by programs will be presented at the next board meeting.

- The proposed budget includes an increase in staff training for all funds which includes travel.
- This year funds have been budgeted for Program Outreach.
- We have budgeted for an external monitor for the One Stop Operator.
- Funds have been budgeted for equipment, furniture, computers and other costs for the One Stop facilities.

RECOMMENDATION:

The Board of Directors approve the Preliminary FY 2017-2018 Budget.

CAREERSOURC ESCAROSA
FISCAL YEAR 2017-2018

AVAILABLE FUNDS

	Allocations FY 2017-2018	Carryovers from FY 2016-2017	Available Funds FY 2017-2018	DEO Staff Salaries & Benefits Held at State	Available Funds FY 2017-2018
WIOA ADULT/DISLOCATED WORKERS	1,650,860	773,407	2,424,267		2,424,267
WIOA YOUTH	1,095,990	138,041	1,234,031		1,234,031
WIOA SUPPLEMENTAL FUNDS	354,638		354,638		354,638
WIOA PERFORMANCE INCENTIVES		43,974	43,974		43,974
SNAP	212,214		212,214		212,214
UC SERVICES	21,031		21,031		21,031
WELFARE TRANSITION PROGRAM	1,176,297		1,176,297		1,176,297
MILITARY FAMILY EMPLOYMENT PROGRAM	78,282		78,282		78,282
TOTAL	4,589,312	955,422	5,544,734	0	5,544,734

JOINT MANAGED PROGRAMS:

WAGNER PEYSER	594,793	14,365	609,158	409,354	199,804
WAGNER PEYSER PERFORMANCE INCENTIVES		77,648	77,648		77,648
VETERANS PROGRAMS - DVOP	177,284		177,284	115,235	62,049
VETERANS PROGRAMS - LVER	212,849		212,849	138,352	74,497
TOTAL	984,926	92,013	1,076,939	662,941	413,998
TOTAL	5,574,238	1,047,435	6,621,673	662,941	5,958,732

CAREERSOURCE ESCAROSA
FY 2017-2018 PRELIMINARY BUDGET

	FY 2017-2018			FY 2016-17	VARIANCE
	ADMIN	PROGRAM SERVICES	TOTAL BUDGET	EXPENDITURES	
Salaries	283,819	1,419,305	1,703,124	1,702,730	394
Fringe Benefits	70,430	489,732	560,162	512,641	47,521
Retirement	10,140	72,506	82,646	66,742	15,904
PEO Fee	64,719	0	64,719	64,905	(186)
Temporary Services/OPS	0	117,335	117,335	97,754	19,581
Advertising	2,550	0	2,550	2,045	505
Audit/Tax Return	28,000	0	28,000	27,500	500
Bank Service Charges	2,200	0	2,200	2,103	97
Cleaning Service	0	6,300	6,300	6,300	0
Communications	3,336	47,038	50,374	47,046	3,328
Consulting Services	0	7,000	7,000	0	7,000
Copier Costs	153	6,417	6,570	6,274	296
Equipment	2,229	87,172	89,401	42,726	46,675
Insurance	1,773	16,263	18,036	17,754	282
Legal	30,000	0	30,000	58,457	(28,457)
Materials & Supplies	2,784	60,916	63,700	56,318	7,382
Client Printed Materials	0	22,000	22,000	0	22,000
Postage	976	4,024	5,000	4,051	949
Publications	0	0	0	0	0
Rent	34,491	472,573	507,064	494,896	12,168
Equipment Rental	1,798	19,340	21,138	18,576	2,562
Utilities	0	12,500	12,500	12,216	284
Repairs & Maintenance	320	6,955	7,275	7,672	(397)
Maintenance Contracts	4,159	32,504	36,663	29,484	7,179
Security Guards	0	56,420	56,420	49,667	6,753
Staff Training	1,156	19,070	20,226	5,311	14,915
Travel	14,124	46,649	60,773	33,882	26,891
Website	0	6,000	6,000	5,556	444
Outreach	0	12,250	12,250	714	11,536
Memberships	4,250	6,000	10,250	6,281	3,969
Assessments		0	0		
Work Verification/ETS		1,500	1,500	2,333	(833)
Total	563,407	3,047,769	3,611,176	3,381,934	229,242
Service Contract		930,000	930,000	946,373	(16,373)
Tuition & Books		650,000	650,000	452,076	197,924
Support Services		111,600	111,600	67,227	44,373
ITA Incentives		0	0		0
On-the-Job Training		42,000	42,000	22,450	19,550
Client Incentives				110	(110)
Total	0	1,733,600	1,733,600	1,488,236	245,364
					0
Total Budget	563,407	4,781,369	5,344,776	4,870,170	474,606

**CAREERSOURCE ESCAROSA
ACTION ITEM
INDIVIDUAL TRAINING ACCOUNT (ITA) WAIVER REQUEST**

Date: August 4, 2017

ITEM FOR DISCUSSION

All Regional Workforce Boards have to comply with Section 445.003(3)(a)(1) which states:

At least 50 percent of the Title I funds for Adults and Dislocated Workers that are passed through to regional workforce boards shall be allocated to and expended on Individual Training Accounts unless a regional workforce board obtains a waiver from CareerSource Florida, Inc. Tuition, books, and fees of training providers and other training services prescribed and authorized by the Workforce Innovation and Opportunity Act qualify as Individual Training Account expenditures.

It is within the authority of the CareerSource Florida Board to grant a waiver to the 50% ITA expenditure requirement.

CareerSource Florida allows regional boards to request a waiver of the 50% Individual Training Account expenditure requirement using a "Sliding Scale" model. Using the Sliding Scale, ITA expenditures can be reduced by the waiver in direct relationship to the reduction of the individual regional board's next fiscal year budget. Using the Sliding Scale, CareerSource Escarosa can request an ITA waiver of up to 30% for FY 2017-2018.

Staff request a 30% ITA waiver to meet fixed cost requirements, staffing levels, and increased demand for core and intensive services.

The ITA Waiver Request will require approval by the Boards of County Commissioners (Escambia and Santa Rosa Counties) and by CareerSource Florida.

RECOMMENDATION:

The Board of Directors approves a 30% ITA Waiver Request for FY 2017-2018.

**CAREERSOURCE ESCAROSA
ACTION ITEM
PERSONNEL POLICY CHANGE – SALARY ADJUSTMENT
CHIEF EXECUTIVE OFFICER**

Date: August 4, 2017

ITEM FOR DISCUSSION

Under **Section I. Salary Ranges** in CareerSource Escarosa's current personnel policy, the Executive Director/Chief Executive Officer position's salary range is \$68,000 - \$96,000.

Staff requests board action to adjust the Executive Director position's salary range to a range in line with comparative regions - \$85,000 - \$105,000.

RECOMMENDATION:

The Board of Directors approves an adjusted salary range of \$85,000 - \$105,000 for the position of Executive Director/Chief Executive Officer.

**CAREERSOURCE ESCAROSA
ACTION ITEM
Annual Review of By-Laws**

DATE: August 4, 2017

ITEM FOR CONSIDERATION

CareerSource Escarosa's By-Laws require that the document be reviewed annually. The By-Laws are attached for your review.

RECOMMENDATION:

The By-Laws are attached for Board review and discussion.

WORKFORCE ESCAROSA, INC.

BY-LAWS

ARTICLE I

NAME OF ORGANIZATION

The name of this organization shall be Workforce Escarosa, Inc., dba CareerSource Escarosa, hereinafter referred to as Escarosa.

ARTICLE II

MEETINGS OF DIRECTORS

Section 1. Annual Meeting. The annual meeting of the Directors of this corporation shall be held in the first or second quarter of each fiscal year; if regulations and funding permits. Due to language applied during the 2010 legislative session, the annual meeting may be waived at the discretion of the Board of Directors.

Section 2. Special Meetings. Special meetings of the Directors shall be held when directed by the Chairman, or, in his absence, the Vice-Chairman or, in the absence of both the Chairman and Vice Chairman, upon the call of the Secretary or the Treasurer of the Corporation.

Section 3. Place. Meetings of Directors of this corporation may be held within either Escambia or Santa Rosa County.

Section 4. Notice. A notice of each meeting of Directors shall be provided to each Director at his or her address which may include e-mail addresses, as the case may be, as such appears on the records of the corporation at the time any such notice is mailed. The notice shall state the purpose of the meeting and the time and place it is to be held.

Section 5. Voting. Each Director shall be entitled to one vote upon each motion or issue placed before a meeting for decision or resolution by the vote of the Directors. No proxy votes shall be allowed. Items regarding membership contracts require a two-thirds (2/3rds) majority vote of members present when a quorum has been established. All contracts with current board members must be in compliance with the Workforce Florida, Inc., Contracting policy as Modified in August, 2011. All other action items/issues brought before the board require a simple majority vote.

Section 6. Quorum. Forty percent (40%) plus one of the Directors entitled to vote shall constitute a quorum at any Directors' meeting. Members participating by webinar/teleconferencing shall be counted present and shall be included in the count to determine a quorum. Members participating by webinar/teleconferencing shall be entitled to vote as members who are physically present at the meeting. If less than a quorum exists, the Chairman may continue the meeting for information and discussion only; or adjourn the meeting at his/her discretion with no action taken by members present.

Section 7. Attendance. The Chairman is authorized to request a replacement appointment for any member of the Board of Directors who has had unexcused absences for three or more consecutive meetings of the Board. For the purpose of this section, a member who is absent, but who is represented by a designee, shall be counted as an excused absence. The Chairman shall make the final determination whether non-attendance is excused or unexcused for all other absences of members.

ARTICLE III

DIRECTORS

Section 1. Function. The business of this corporation shall be managed and its corporate powers exercised by the Board of Directors.

Section 2. Number. Board membership shall be in compliance with all applicable federal and state requirements, and shall not exceed twenty-seven (27) members.

Section 3. Membership. The categories of membership shall be defined by the State of Florida through Workforce Florida, Inc. Board of Directors, as approved by the Governor. Members are expected to be the Chief Executive, Chief Operations Officer, Agency Head, owner of business (private sector) or other executive with substantial management or policy responsibility. Over 50% of the membership shall be from the private sector.

Section 4. Election and Term. Consistent with the Articles of Incorporation, the term of membership for each member of the Board of Directors shall commence on the 1st day of July of the year in which each such member is appointed, unless the member is appointed by the County Commissioners during the year to fill vacancies which may occur at any given point in time. Unless otherwise provided in the Articles of Incorporation, each term of membership shall be for staggered terms of one (1), two (2), or three (3) years for the initial member with three (3) year terms thereafter.

Section 5. Extensions. Upon review and approval of the Nominating Committee, the request for extensions will be sent to the Escambia or Santa Rosa County Board of Commissioners for approval.

Section 6. Vacancy. Vacancies in the Board of Directors shall be filled through the Escambia and Santa Rosa County Boards of Commissioners. Nominations for private sector members should be from general purpose business organizations. All other nominations must be by an agency, organization or non-profit corporation.

Section 7. Time of Meeting. The Board of Directors shall meet at least once per quarter. The first (1st) quarter Board of Directors meeting may be combined with the annual meeting of Directors, as provided in ARTICLE II, section 1, hereof. Special meetings of the Board of Directors may be called by the Chairperson; or in his/her absence by the Vice Chairperson; or in the absence of both the Chairperson and Vice Chairperson - - by the Secretary or Treasurer. The specific date and time for Board of Directors meetings shall be as fixed by the Board of Directors. Notice of each

meeting shall be given to each Director not less than forty-eight (48) hours before the meeting unless each Director shall waive notice thereof before, at, or after the meeting.

Section 8. Removal of a Member for Cause. Consistent with 29 U.S.C. 1512(f), a Board member may be removed from office before the expiration of his or her term for cause upon the affirmative vote of two-thirds (2/3) of the Board at a legally called Board of Directors meeting. For purposes hereof, "cause" shall be defined as:

- a. Conviction of a crime involving moral turpitude or dishonesty;
- b. An intentional and flagrant violation of Escarosa standard of conduct or

any rules promulgated thereunder;

or

- c. Any conduct which 2/3 of the membership determines to be significantly detrimental to Escarosa or to the purposes and objectives of the workforce development system.

Before any final vote is taken by the Board on the question of removal or not of a Board member, such member shall first be advised in writing of the alleged cause for which his or her removal is sought no later than fifteen (15) days prior to the Board meeting, at which such final action is taken. At such meeting, the Board member sought to be removed shall be afforded the opportunity to be heard.

Section 9. Conflict of Interest of Members. The Board of Directors has elected to adopt the guidelines as issued by the U.S. Department of Labor, Training and Employment Guidance Letter (TEGL) No. 35-10, issued June 16, 2011.

ARTICLE IV

OFFICERS

Section 1. Officers. This corporation shall have a Chairman who shall be a Director. He/she shall be chosen by the Board of Directors prior to July 1st and shall serve

until his/her successor is chosen and qualifies, but shall not serve more than two, two-year terms (total of four years) in accordance with Florida Workforce Investment Act 2000. All other officers and agents shall be chosen, serve for such terms, and have such duties as may be determined by the Board of Directors.

The Board of Directors may establish additional officers for the corporation at a regular meeting of the Board of Directors or at a special meeting held for that purpose. However, in no event shall the Board of Directors establish an officer greater than that of the Chairman of the Corporation.

Section 2. Chairman. The Chairman shall be the chief elected officer of the corporation, shall have general oversight of the business and affairs of the corporation subject to the directives of the Board of Directors and shall preside at all meetings of the Board of Directors.

Section 3. Vice-Chairman. The Vice-Chairman shall, in the absence and inability of the Chairman to serve, exercise and discharge all the powers and duties of the Chairman and act in the Chairman's stead.

Section 4. Secretary and Treasurer. The Secretary shall review meeting minutes for submittal to the Board of Directors and shall sign all Board meeting minutes upon approval by the Board of Directions.

The Treasurer shall have access to all of the corporate records including the financial records; shall review all corporate funds and financial records, shall review accounts of receipts and disbursements and render reports thereof at the meetings of the Board of Directors, at his/her discretion; and whenever else required by the Board of Directors or Chairman.

ARTICLE V

STAFF

The corporation may hire or lease staff to serve the specific needs of the

corporation.

ARTICLE VI

COMMITTEES

The officers, past chair, and the standing Committee Chairperson(s), as selected by the Chairman of the Corporation, shall constitute the Executive Committee. The Executive Committee shall act as the Financial/Audit Committee and Personnel Committee.

The Executive Committee shall have the power to act on behalf of the Board of Directors on all matters between meetings when time is of the essence. The actions of the Executive Committee are subject to ratification by the full Board of Directors. The Executive Committee shall also have such other powers as authorized by the Board of Directors.

The Chairman may appoint all Committees for the proper management of the business of the corporation. The Chairpersons of all Committees shall be members of the Board of Directors. Other Committee members must be members of the Board of Directors, except in the case of the Youth Development Council which includes Board of Directors and non-Board of Directors as members.

Each Committee shall meet at least bi-annually or as required to conduct business, and report to the Board of Directors at the next scheduled Board of Director's meeting.

The work, duties, and functions of each such Committee shall be as prescribed by the Board of Directors.

ARTICLE VII

SEAL

Escarosa does not have a corporate seal; therefore this section is inapplicable.

ARTICLE VIII

AMENDMENT

These By-laws may be amended solely by the affirmative vote of at least one vote more than 50% of the entire membership of the Board of Directors at any meeting duly and properly called.

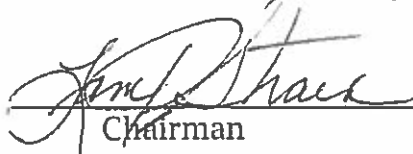
ARTICLE IX

MISCELLANEOUS

Section 1. Fiscal Year. The fiscal year of the Corporation shall commence on July 1 and end on June 30 of the next ensuing year.

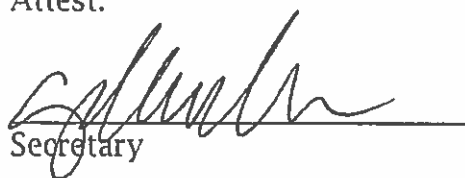
Section 2. Annual Review of By-laws. The Executive Committee shall at least annually review these By-laws and report thereon to the Board of Directors.

WORKFORCE ESCAROSA, INC.



Chairman

Attest:



Secretary

Revised: July 21, 2016