

# CareerSource Escarosa

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## BOARD OF DIRECTORS APRIL 18, 2024 MINUTES

**Members Participating In-Person:** Lloyd Reshard (Secretary/Treasurer) and Jerry Kersey

**Members Participating via virtual/teleconference:** Kathaleen Cole (Chair), Jeffrey Hondorp (Member at Large), Douglas Brown, Jameson Cutchens, Anthony Eman, Fred Genkins, Charlin Knight, and Michael Listau

**Members Not Participating:** David Bouvin, Michele Kelson, and David Peaden

**Ex-Officio Member Participating:** Clara Long (virtually)

**Others Participating:** Ben Clark – James Moore & Company, Bridgette Price – Santa Rosa Economic Development Council (virtually), Dr. Marcus McBride, Mariezel Halili and Carol Bono (virtually), Bill Barron, and Janay Sims – CareerSource Escarosa

Kathaleen Cole, Chair, was not available at the start time of the meeting, therefore, Lloyd Reshard chaired the meeting. He called the meeting to order at 3:30 p.m. at the Pensacola Career Center (6913 N. 9<sup>th</sup> Avenue, Pensacola, FL 32504). Mr. Reshard called the roll to confirm a quorum was present/participating.

### CALL FOR PUBLIC COMMENT

There were no public comments.

### READING OF PUBLIC DISCLOSURES

There were no public disclosures.

### APPROVAL OF REVISED AGENDA

The agenda was reviewed by the Board.

**Action Taken: Motion by Charlin Knight and seconded by Douglas Brown to approve the revised agenda as printed. Motion carried. (10-Yeas/0-Nays).**

### INTERNAL AUDIT REPORT

CareerSource Escarosa's annual audit report for year ended June 30, 2023, was presented by Ben Clark who is with James Moore and Company. There were no findings observed in the report.

**Action Taken: Motion by Douglas Brown and seconded by Jerry Kersey to accept the annual audit report for year ended June 30, 2023. Motion carried. (10-Yeas/0-Nays).**

### CONSENT AGENDA: MINUTES – JANUARY 25, 2024

The CSE Board of Directors minutes for January 25, 2024, was made available to the board for review.

**Action Taken: Motion by Douglas Brown and seconded by Anthony Eman to approve the January 25, 2024, Board of Directors minutes. Motion carried (10-Yeas/0-Nays)**

**ITEMS FOR CONSIDERATION**

**AMENDMENTS: CSE BOARD OF DIRECTORS MEETING MINUTES (NOVEMBER 3, 2023) AND CSE BY-LAWS**

The Department of Florida Commerce conducted its annual program monitoring review of CareerSource Escarosa, LWDB 01, March 25, 2024 – March 29, 2024. Management Process Review was one of the areas monitored and Local Board Governance/Merit Staffing Structure/Ethics/Financial Disclosure/Sector Strategies/Collection of Demographic Data were all included in the review. Areas identified and required corrections are as follows:

• **CSE Board of Directors Minutes – November 3, 2023**

There was a typo in the vote count on the item: **Individual Training Account Agreement – One Year Performance**. The vote count was 8-Yeas/0-Nays/2-Abstentions. The total members present/participating in the meeting was nine (9). The count needs to be amended to 7-Yeas/0-Nays/2-Abstentions.

**Action Taken: Motion by Jerry Kersey and seconded by Anthony Eman to amend the CSE Board of Directors Meeting minutes for November 3, 2023, to reflect a vote count of 7-Yes/0-Nays/2-Abstentions under the item: Individual Training Account Agreement – One Year Performance. Motion carried. (10-Yeas/0-Nays.)**

• **CSE By-Laws**

The CSE By-Law states under **ARTICLE IV. MEETING OF DIRECTORS, Section 1. Notice.:**

*“A notice of each meeting of the Directors shall be provided at least five (5) calendar days prior to the scheduled meeting to each Director at his/her address which may include e-mail address, as the case may be, as such appears on the records of the Corporation at the time any such notice is mailed.”*

In review of the CSE By-Laws by the monitor, the By-Laws were lack of the seven (7) calendar days requirement.

CSE must amend its By-Laws to bring them into compliance regarding the seven (7) day notice requirement.

**Action Taken: Motion by Anthony Eman and seconded by Kathaleen Cole to amend the CSE By-Laws under ARTICLE IV. MEETING OF DIRECTORS, Section 1. Notice., to reflect a seven (7) calendar days notice, which will bring them into compliance. Motion carried. (10-Yeas/0-Nays)**

**UPDATE/AMENDMENTS TO CSE BY-LAWS**

**ARTICLE III. BOARD MEMBERSHIP AND COMPOSITION, Section 4. Board Member Recruiting, Vetting and Nomination, paragraph 3, states:**

*Private sector membership is “balanced” by counties. The Chief Executive Officer will contact the general purpose business organization (FloridaWest or Santa Rosa Economic Development Council) from the county where a vacancy will occur/has occurred of the vacancy. The general purpose business organization will contact business leaders in their county (in targeted membership sectors) to solicit nominations. As part of the recruitment/nomination process, a Board Profile Sheet will be completed by each nominee. The general purpose business organization will use the Board Profile Sheet in their process for consideration and selection of a nominee. The general purpose business organization will*

*submit their recommended nominee(s) to the CareerSource Escarosa Board of Director for review and selection prior to submitting to the Chief Local Elected Official for appointment consideration.*

To reflect a board spectrum of nominations for board membership, CareerSource Florida Administrative Policy Number 091 expands the opportunity to professional organizations.

**Action Taken: Motion by Douglas Brown and seconded by Anthony Eman to update/amend the CSE By-Laws, under ARTICLE III. BOARD MEMBERSHIP AND COMPOSITION, Section 4. Board Member Recruiting, Vetting and Nomination, paragraph 3, to reflect the opportunity for professional organizations to make nominations for private sector (business) membership on the CSE board. Motion carried. (10-Yeas/0-Nays)**

#### **FINANCIAL EXPENDITURE AND BUDGET VARIANCES REPORTS**

Reports of financial expenditures, budget and variances for the month ending February 29, 2024, was made available to the board.

Inquiry was made regarding expenditures that reflect less than 48%. It was noted some of these expenditures were due to CSE vacant positions. CSE anticipates the de-obligation funds under the Apprenticeship/Navigator grant. It is uncertain of the de-obligation of funds under the "Get There Faster" grant.

**Action Taken: Motion by Kathaleen Cole and seconded by Douglas Brown to accept the Financial Expenditure and Budget Variances Reports for the month ending February 29, 2024. Motion carried. (10-Yeas/0-Nays)**

#### **CSE'S PROVISIONAL BUDGET FOR PROGRAM YEAR 2024-2025**

The CSE provisional budget for program year 2024-2025 was made available to the board for review.

It was noted the proposed provisional budget is based off of allocations from the previous program year (2023-2024). Any major revisions to the provisional budget will be presented to the board.

**Action Taken: Motion by Kathaleen Cole and seconded by Jerry Kersey to approve the CSE provisional budget for program year 2024-2025. Motion carried. (10-Yeas/0-Nays)**

#### **ANNUAL RETIREMENT CONTRIBUTION**

Escarosa' Fiscal Year 2023-2024 Budget approved by the Board on May 18, 2023, included a 2% annual retirement contribution for employees enrolled in the 401(k) plan as of December 31, 2018, as well as the CEO. This contribution is in addition to the matching contributions received by employees each pay period. The contribution is based on the employee's 2023 W-2 wages.

**Action Taken: Motion by Kathaleen Cole and seconded by Douglas Brown to approve the annual retirement contribution as outlined above. Motion carried. (10-Yeas/0-Nays)**

#### **IT AND MIS/RSO CONTRACT REVIEW AND SELECTION**

Proposed contracts (Support Contract and Hybrid Staff Augmentation) between CSE and SW/SwiftWorks Technology were made available to the board.

CSE's MIS/RSO position has been vacant for several months. Through advertisement of the position, there has been no success in identifying candidates with the skill-set to fill the position. CSE request the

board to approve the proposed contract with SW/SwiftWorks (Technology for Hybrid Staff Augmentation) for the position of MIS/RSO, as it will allow for the continuation of information to be available as previously provided, as well as regional collaboration between regions 1-4.

CSE is looking to evaluate IT services with its current vendor, BIS, and propose to form an opinion on a later day as CSE regroups its IT needs in areas where there are gaps, both internal and external. Volunteers were identified, Lloyd Reshard and Douglas Brown, to give guidance and to review contracts.

**Action Taken: Motion by Douglas Brown and seconded by Anthony Eman to approve the Hybrid Staff Augmentation contract between CSE and SW/SwiftWorks Technology. Motion carried. (10-Yeas/0-Nays).**

#### **SPECIAL MEETING OF THE EXECUTIVE COMMITTEE REPORT (FEBRUARY 23, 2024)**

##### **SLATE OF OFFICERS**

The CSE CEO was directed by the Executive Committee to poll the CSE membership for interest in serving on the Executive Committee. After reaching out to the membership, the following names were vetted to the Executive Committee for nomination:

- Lloyd Reshard – Chair
- Jerry Kersey, Jr. – Vice Chair
- Douglas Brown – Secretary/Treasurer
- Jeffrey Hondorp – Member-at-Large
- David Peaden – Member-at-Large

The board was invited to offer additional nominations. No other nominations were offered.

The above nominations will become effective immediately upon approval by the board, with the exception of the Chair and Secretary/Treasurer seats. These will become effective upon the term expiration (July 31, 2024) of the current Chair.

**Action Taken: Motion by Kathaleen Cole and seconded by Anthony Eman to approve the above slate of officers to serve on the CSE Executive Committee, effective immediately, with the Chair and Secretary/Treasurer seats effective upon term expiration of the current Chair – July 31, 2024, Motion carried. (10-Yeas/0-Nays).**

##### **INFORMATION ITEMS**

##### **LETTER TO BAPTIST HEALTH CARE REGARDING CONTRACT TERMINATION**

CSE has terminated its contract with Baptist Health Care to provide customized training in targeted industries. Significant funds were left over as a result of the termination. The Florida Department of Commerce has approved CSE to use these roll-over funds for training in targeted occupations for our area. CSE is looking to receive an extension to expend any remaining funds.

##### **BOARD GOVERNANCE: ATTENDANCE AND VACANCIES**

It was noted the CSE By-Laws governs CSE board attendance and vacancies. A report of both attendance and vacancies was made available to the board.

**CHIEF EXECUTIVE OFFICER'S REPORT**

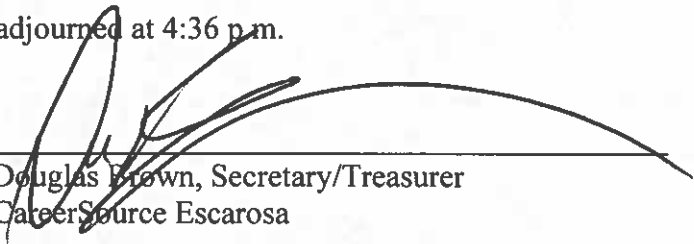
The CEO's report included:

- CSE is moving fast in its third quarter.
- Staff compensation to be determined at end of true-up.
- Compliant with the REACH Act – The Northwest Florida Workforce Collective was approved as a Regional Planning Area.
- Compliant in moving forward maximizing budgets.
- Working with colleagues across the state – serving in role of FWDA Chair.
- Our local area continue to work with local businesses.

**ITEMS PENDING WITH CLEO (ESCAMBIA COUNTY)**

An update was given on the items pending with the designated CLEO – Escambia County.

There being no further business, the meeting adjourned at 4:36 p.m.



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Douglas Brown, Secretary/Treasurer  
CareerSource Escarosa