

**CareerSource Tampa Bay
Minutes of Meeting of the Board of Directors**

Date: May 21, 2020
Location: Zoom Meeting

Welcome and Roll Call

Chair Sean Butler called the meeting to order at 11:03 a.m. There was a quorum present with the following Board Members participating:

Board Members in attendance via zoom conference

Tom Aderhold, Leerone Benjamin, Michael Bach, Rick Bennett, Warren Brooks, Stephanie Brown-Gilmore, Sean Butler, Andrea Cichon, Dr. Ginger Clark, Richard Cranker, Elizabeth Gutierrez, Nancy Brown representing Mireya Hernandez, Benjamin Hom, Lindsey Kimball, Jasiel Legon, Steve Morey, Commissioner Sandra Murman, Don Noble, Paul Orvosh, Yanina Rosario, and Roy Sweatman.

Board Members not in attendance

Michelle Calhoun, Robert Coppersmith, Constance Daniels, John Howell, Randall King, Earl Rahn, Susan Skiratko, and Sophia West.

Staff Present

John Flanagan, Juditte Dorcy, Jody Toner, Mimi Tran, Anna Munro, Christina Witt, Doug Tobin, Dan Schneckenburger, Chad Kunerth, Michelle Schultz, Fadhail Ibrahim, Jennifer Wilson, and Tammy Stahlgren.

Board Counsel

Jennie Tarr

BOCC Liaison

Kenneth Jones

Other Present

Corrine Turcotte – James Moore
Dan McGrew – Dynamic Works
Daniel Harper – DEO
Steven Gustafson - DEO

Public Comments

There were none.

The items are listed in the order of discussion.

- ▶ Indicates Board Action
- Indicates Action Needed

DEO Annual Performance Presentation FY- 2018-2019

(Refer to Pages 3-13 of the May 21, 2020 Board of Directors Agenda Packet)

Daniel Harper gave the DEO Annual Performance Presentation. In summary, it was a good Annual Performance review.

Following the presentation there was a brief discussion about the need to increase employer participation in the apprenticeship programs. Employers who have their own apprenticeship programs are not always registering them on Employ Florida. There was a suggestion about creating incentives for the employers, to improve participation. DEO Representative Daniel Harper will take those suggestions back to DEO.

▶ Consent Agenda

(Refer to Pages 3-110 of the May 21, 2020 Board of Directors Agenda Packet)

1. Approval of March 19, 2020 Board of Director Minutes
2. 2019 – 2020 Budget Modification No. 4
3. Financial Policies & Procedures Revision of Cash Disbursement

4. 2021 Employee Health & Wellness Benefits
5. COVID - 19 Case Handling Policy
6. WIOA 5% Exception & 5% Limitation Policy
7. Priority of Service Policy
8. Board Composition and Certification Policy
9. CSTB LWDB's failure to meet Federal and State Standard Policy
10. Board Governance and Leadership
11. CSTB Disruptive Behavior Policy Revision
12. Incumbent Worker Training (IWT) Policy Revision
13. Work Based Training Program (OJT) Policy Revision
14. Paid Work Experience (PWE) Policy Revision -Pulled from Consent Agenda
15. Eligible Training Provider Revision
16. Supportive Services and Incentive Policy

- **A motion to approve the above items on the consent Agenda except Item # 14 Paid Work Experience (PWE) Policy Revision.**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Dr. Ginger Clark**

- **The motion carried. There was no discussion.**

▶ Action Item pulled from Consent Agenda -- item #14 Paid work Experience (PWE) Policy Revision.
(Refer to Page 90 of the May 21, 2020 Board of Directors Agenda Packet)

The following discussion Ensued:

Jennie Tarr presented 2 options to the committee:

- Option 1 - Approve the policy with the understanding that Jennie Tarr will revise the paragraph about "Background Checks" to bring it into legal compliance.
- Option 2 - Defer this Action Item to another meeting.

John Flanagan explained the importance of approving this policy as it relates to the PWE. In this policy we changed some of the restrictions on the PWE policy that will allow us to move forward with the recommendations from the county as it relates to the Re-employment program. We hope to start the program in early June.

- **A motion to approve the Action Item # 14 Paid Work Experience (PWE) Policy Revision with the understanding that Jennie Tarr - Legal Counsel, will modify the paragraph about Background Checks to bring it into legal compliance.**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Tom Aderhold**

The motion carried.

Chair's Report

(Refer to Page 116 of the May 21, 2020 Board of Directors Agenda Packet)

Final numbers for Florida are not yet published for April, but it is estimated that nearly 100,000 new UC claims have been filed in Hillsborough County, and more than 1.3 million statewide. Since the Covid-19 outbreak in March of 2020, more than 30 million workers have become unemployed nationally, bringing the overall rate to 14.7%. We will share a detailed report with the Board of Directors once official numbers are released from BLS and DEO.

Key Initiatives / Events

- CSTB Center Re-Opening Phase 1 was effective Tuesday, May 19th. This impacted the Tampa facility located at 9215 N. Florida Ave.
- CSTB continues providing virtual services with most staff and programs in a telework capacity.

Board Counsel Report

Jennie Tarr gave a brief overview on the projects she has been working on with Mr. Flanagan and staff. She has been working on the Interlocal agreement, policy revisions/creation and the CEO contract.

CEO Report

Updates

- **CareerSource Tampa Bay Re-Opening Phase 1 Plan** - CSTB opened North Florida on 5/19/2020 – Operating capacity limited to 25%, to align with Governor's Phase 1 Plan adhering to social distance requirements. The CSTB Tampa Center will be allowing a maximum of 40 customers to access services in our Resource Room simultaneously. The opening day went smoothly.
- **BOCC provides CareerSource Tampa Bay with a 25 million-dollar fund for rapid retraining and reemployment of residents affected by Covid19**
 - A big thanks to Commissioner Murman, Lindsey Kimball and Ken Jones for having confidence in our team and providing us this opportunity.
- **Re-Employment Taskforce Committee update**
 - CEO John Flanagan served as Co-chair with Dr. Atwater.
 - First three meetings were conducted (4/27, 5/7, and 5/14).
 - CareerSource Tampa Bay has been awarded 25 million dollars through Hillsborough County BOCC.
- **CSTB By-Laws** were approved during the 5/6/2020 meeting. Special thanks to the Ad Hoc Committee and Board Counsel for all their work on the By-Laws.
- **Summer Job Connection:** We are pivoting our model for SJC 2020 to a virtual Career Exploration Program called "CXP". We feel that this is in the best interest of the organization and integrity of the program design from our inaugural year. This decision provides businesses time to focus their efforts on their re-opening strategy.
- **National Dislocated Worker Grants (DWGs)** are discretionary grants awarded by the Secretary of Labor. DWGs provide resources to states and other eligible applicants to respond to large unexpected layoff events caused by significant job losses. In addition, DWGs may fund disaster relief employment to assist with recovery efforts in federally declared disaster areas
- Mimi Tran -Director of Human Resources, has submitted her resignation effective 6/9/20. She has done a great job and will be greatly missed.

Upcoming Conference

- NAWB Conference June 28th – July 1st -This conference will be held in a virtual platform.

Action/Discussion Items

- ▶ Action Item #1: Approval of Form 990 for fiscal year ending June 30, 2019
(Refer to Pages 119-157, of the March 19, 2020 Board of Directors Agenda Packet)

Corrine Turcotte, Auditor from James Moore, provided a brief summary. She explained that even though we are a tax-exempt entity, we are still required to file an informational tax return to the IRS that reports our activities, governance structure and detailed financial information. James Moore completed CSTB's "Return of Organization Exempt Form Income Tax" for fiscal year ending June 30, 2019.

- ***A motion to approve the Return of Organization Exempt From Income Tax, for fiscal year ended June 30, 2019.***
 - **Motioned: Commissioner Sandra Murman**
 - **Seconded: Tom Aderhold**

- **The motion carried.**

▶ Action Item #2: 2020-2021 Planning Budget
(Refer to Pages 158-164, of the May 21, 2020 Board of Directors Agenda Packet)

Sheila Doyle reviewed and explained the Planning Budget, highlighting items to the Board.

- **A motion to approve the PY2021 Planning Budget.**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Tom Aderhold**

- **The motion carried.**

▶ Action Item #3: Approval of the Mandatory Partner MOU
(Refer to Pages 165-201 of the May 21, 2020 Board of Directors Agenda Packet)

- **A Motion to approve the MOU for the period July 1, 2020 through June 30, 2021, with automatic renewal for two (2) successive one-year periods, from July 1 through June 30.**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Michael Bach**

- **The motion carried.**

▶ Action Item #4 Request for Extension of Designation as a Direct Provider of Services
(Refer to Pages 202-216 of the May 21, 2020 Board of Directors Agenda Packet)

- **A Motion to approve the request to extend the designation of CareerSource Tampa Bay to serve as a direct provider of services through June 30, 2023.**

- **Motioned: Tom Aderhold**
- **Seconded: Commissioner Sandra Murman**

- **The motion carried.**

▶ Action Item #5: FY20-21 Board and Committee Schedule
(Refer to Page 217 of the May 21, 2020 Board of Directors Agenda Packet)

- **A Motion to approve the FY 20-21 Board and Committee Schedule**

- **Motioned: Tom Aderhold**
- **Seconded: Commissioner Sandra Murman**

- **The motion carried.**

The following discussion ensued:

A brief discussion occurred about the process of filling out committees. The Chair talked about Board fatigue. He would prefer to ask for volunteers to join committees rather than assigning them. In the past, the Board Chair emailed the committee members asking for volunteers to serve on committees. Those who volunteered would be placed on that committee of their preference, and those who did not would be placed on committees in need of members to complete their rosters. It was explained that each committee needs to be chaired by a Board Member, but we can make recommendations for non-board members to serve on committees as well, and then vote on their membership approval at that committee's meeting. All committee recommendations can be sent to Mr. Flanagan and Ken Jones.

- **It was recommended to send out calendar invites for the new FY 20-21 meeting dates for the Board of Director meetings.**

- The Governor's order restricting opening expires in June. It was suggested sending out a questionnaire to the Board of Directors about feedback on returning to in-person meetings.

▶ Action Item # 6: PY 20-21 Board Officers
(Refer to Page 218 of the May 21, 2020 Board of Directors Agenda Packet)

Mr. Bach explained the process of creating the slate of officers. It was explained to the Board prior to the vote, that any Board Member can self-nominate or nominate anyone else that they feel would be appropriate for any of the positions. Chair Sean Butler individually named each position asking if there were any other nominations. There were no nominations.

- **A Motion to approve the slate of officers for Program Year 2020-2021 including adding the Immediate Past Chair to the slate.**

Officers	2020 – 2021
Chair	Ben Hom
Immediate Past Chair	Sean Butler
Vice Chair	Michael Bach
2 nd Vice Chair	Commissioner Sandra Murman
Treasurer	Don Noble
Secretary	Sophia West

- **Motioned: Tom Aderhold**
- **Seconded: Commissioner Sandra Murman**

- **The motion carried.**

▶ Action Item # 7: Training Provider Performance Thresholds
(Refer to Page 219 of the May 21, 2020 Board of Directors Agenda Packet)

Discussion occurred about the wording of the recommendation and the length of the moratorium.

- **A motion to approve the moratorium on the 1-year probation and suspension of any training program not meeting established threshold criteria. Staff will continue to track and report out the performance on a quarterly basis. The motion was amended to review in 6 months.**

- **Motioned: Leerone Benjamin**
- **Seconded: Tom Aderhold**

- **The motion carried.**

▶ Action Item #8: 2020-2021 Workforce Performance Committee Goals
(Refer to Pages 220-222 of the May 21, 2020 Board of Directors Agenda Packet)

- **A Motion to approve the 2020-2021 Workforce Performance Goals.**

- **Motioned: Tom Aderhold**
- **Seconded: Commissioner Sandra Murman**

- **The motion carried.**

▶ Action Item #9: Interlocal Agreement between Hillsborough County and CareerSource Tampa Bay
(Refer to Pages 223-254 of the May 21, 2020 Board of Directors Agenda Packet)

- **A Motion to approve the Interlocal Agreement between Hillsborough County and CareerSource Tampa Bay.**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Tom Aderhold**

- **The motion carried.**

▶ Action Item #10.1 Career Source Tampa Bay Executive Compensation Policy
(Refer to Pages 256 of the May 21, 2020 Board of Directors Agenda Packet)

The following discussion ensued

There are 2 pieces to this action item. 10.1 Career Source Tampa Bay Executive Compensation Policy and 10.2 CEO Merit Increase.

The chair explained that we have an Action item from the January 16, 2020 Board of Directors meeting about the CEO compensation being adjusted to \$185k that has not been resolved. In that meeting there was a question about the procedure on how we derive a compensation structure for the CEO. The policy that is included in this meeting packet was drafted by Sean Butler. He used another nonprofit organization's policy as an outline for the new policy being established for highly compensated employees and consultants. We need to adopt an Executive Compensation Policy prior to voting on a CEO Merit Increase.

There are 3 things he would like to accomplish today:

1. Solid recommendation for the CEO's Compensation from the January 16, 2020 BOD Motion, or we need to rescind the recommendation to close this motion and take the issue back to the Executive committee.
2. Need a policy on how we derive the CEO's Compensation.
3. Validate the CEO's compensation recommendation using the Executive Compensation Study provided.

The Board of Directors were presented with the following 3 documents:

1. CareerSource Tampa Bay Executive compensation Policy
2. CSTB CEO Proposed Salary justification
3. Executive Compensation Study 2019 Report of Findings, Chief Executive Officer

- **A Motion to approve the CareerSource Tampa Bay Executive Compensation Policy as drafted**

- **Motioned: Commissioner Sandra Murman**
- **Seconded: Dr. Ginger Clark**

- **The motion carried.**

[Chair Butler, asked CEO John Flanagan to leave the meeting during the discussion]

▶ Action Item #10.2: CEO Merit Increase
(Refer to Pages 255-272 of the May 21, 2020 Board of Directors Agenda Packet)

The following discussion ensued

Sean explained the document - CSTB CEO Proposed Salary Justification. He consulted Jennie Tarr - Legal Counsel, to ensure we are following proper procedure. Jennie Tarr stated, at the last meeting there was unanimous support for a good review, and unanimous support for a proposed increase to \$185k.

Comments

- The board agreed that there would not be an Incentive Package.
- Chair Sean Butler said when he hired Mr. Flanagan, we gave him a low starting salary.
- He is doing a great job.
- We wish to retain him, and not lose him.
- We need to bring his salary up to align with the market.
- The Salary Cap for his position for this calendar year is %197k

There was a question whether the Board was fully complying with the directives of the DOL report and supporting the actions that were about to be voted. Legal Counsel Jennie Tarr is very comfortable the BODs that having established a CEO (and other Highly Compensated Employees and Consultants) Compensation Policy approved by the Board, and by providing an Executive Compensation Study as a basis for establishing a compensation increase, that the Board had performed the due diligence to move forward today in establishing a new compensation rate for CEO John Flanagan.

- **A Motion to approve to pay John Flanagan, CEO, \$190k a year retroactive to January 16, 2020.**
 - **Motioned: Commissioner Sandra Murman**
 - **Seconded: Tom Aderhold**
- **A roll call vote was completed**
- **The motion passed unanimously**

▶ **Action Item #11 CEO Employment Contract**
(Refer to Pages 273-287 of the May 21, 2020 Board of Directors Agenda Packet)

Jennie Tarr highlighted items in the new CEO Employment Contract explaining that this is a revised employment agreement. She took the previous agreement that Mr. Flanagan had, which was in great need of revision and created this document that will address the deficiencies that it had before, from the Board of Directors perspective.

She explained that the term and agreement is for 3 years with an automatic renewal unless a party says they would like to stop the contract and give appropriate notice. On page 2, it shows where she built in the Performance Evaluation Process and then moves into Compensation and how it addresses the opportunity for an increase. On Page 3, it talked about the Provision for Termination to include what we have in our new By-Laws and in the document referred to as our Interlocal Agreement with Hillsborough County that gives that power to the Board of Directors and Chief Elected Official regarding the employee. Other highlighted items were: any payment that needs to be paid as a result of a severance, there is a large section that addressed a Non-compete Clause and Proprietary Rights, and ends with Indemnification. The Board chairman and Legal counsel reviewed and discussed the document. Mr. Flanagan has had a chance to review the contract and have his private counsel review it if he wished.

- **A Motion to approve the CEO Employment amended Contract retroactive to January 22, 2020.**
 - **Motioned: Michael Bach**
 - **Seconded: Commissioner Sandra Murman**
- **The motion carried**

[Chair Butler, asked CEO John Flanagan to return to the meeting]

Information Items

There was no discussion

Information Item #1 Expenditure Reports
(Refer to Page 288 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #2 Summer Job Connection Update
(Refer to Page 292 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #3 DEO Programmatic Monitoring
(Refer to Page 293 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #4 WIOA Primary Indicators

(Refer to Page 294 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #5 Performance Dashboard

(Refer to Page 296 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #6 Internal Performance Dashboard

(Refer to Page 297 of the May 21, 2020 Board of Directors Agenda Packet)

Information Item #7 Public Relations and Marketing Update

(Refer to Page 299 of the May 21, 2020 Board of Directors Agenda Packet)

Committee Reports

1. Workforce Solutions Committee Meeting – Update given by Ben Hom
 - Committee met on May 6th, 2020 @ 9 a.m.
 - Performance was reviewed for Period Covering: January – March 2020
 - Two action items were reviewed and discussed during the Workforce Solutions meeting; however, we did not have a quorum to vote on these. They were also discussed during today's BOD meeting; the two items were:
 1. Training Vendor Performance Moratorium
 2. PY 19-20 Workforce Performance Strategic Goals
 - Discussed CSTB Phase 1, Center Reopening Plan
 - Professional Talent of Tampa Bay: The program has been redesigned. We've conducted 10 unique workshops with a total of 252 job seekers participating.
 - Summer Job Connection Update:
 1. Program changes were discussed.
 2. The program design is shifting to a four-week Career Exploration model.
 3. Youth will earn incentives for completion of the program, there will be milestones/benchmarks weekly.
 4. Both Youth & Employer applications have closed for 2020.
 5. Program Dates: Career Exploration will start June 15 and run through July 10, 2020.
 - This was our last Workforce Solutions Committee meeting. Per the new CSTB By-Laws as of 7/1/2020, we will be implementing the new Workforce Performance Committee.

2. One Stop Committee Report given by Tom Aderhold
 - Committee met on May 20th, 2020.
 - A lot of discussion around COVID-19 and providing services.
 - This was the last One-Stop Committee meeting, per the new CSTB By-Laws as of 7/1/2020, we will be implementing the new Workforce Performance Committee.
 - Mr. Aderhold talked about Space Force, which is a new military branch. Florida is ramping up all their activity to win the HQ for that branch and build out our Aerospace capacity here.

3. Finance Committee Report given by John Flanagan
 - Finance committee met and discussed a budget Modification and the Planning Budget for PY 20-21 which both were approved in today's meeting.
 - The new Benefit Structure was discussed, moving away from the current benefit format to enter into a more traditional compensation plan.

Future Business

None reported.

Adjournment

The meeting was adjourned at approximately 1:23 p.m.

Minutes prepared by Tammy Stahlgren, Administrative Services Coordinator.