

**CareerSource Pinellas
Compensation Committee Meeting Minutes**

Date: October 23, 2018 at 11:00 a.m.
Location: 13805 58th Street North, Clearwater, FL, 33760

Call to Order

Chairman Karla Leavelle called the meeting to order at 11:00 a.m. There was a quorum present with the following Compensation Committee members participating.

Committee Members in attendance

Candida Duff, Jack Geller, Karla Leavelle, Michael Gliner (phone)

Staff Present

Jennifer Brackney, Luna Clarke.

Board Counsel—Charles Harris (phone)

Action Items

Action Item 1 – Approval of Minutes

The minutes September 5, 2018 Compensation Committee meeting was presented for approval.

Motion:	Jack Geller
Second:	Michael Gliner

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

Action Item 2 –Employee Benefits Coverage

Our organization’s benefit year ends December 31, 2018. In preparation for this new benefit year, staff recently met with Cigna, our benefit provider, and Arthur Gallagher, our benefit consultant. During this meeting, we reviewed the demographics of the staff who selected benefits, the claim history for the past year, the use of emergency rooms vs. urgent care centers, the loss ratio for our organization, etc. Staff received the initial renewal notice from Cigna on 10/02/2018 with an overall increase of 14 %. An initial renegotiation of rates with Cigna reduced the rates increase to 7% on 10/10/2018. Further negotiations from CSPIN staff and staff of Arthur Gallagher allowed for a reduced new rate of 4.9% increase of the 2019 Medical Coverage rates. This new rate was finalized on 10/18/2018. Additionally, there will be no increase to the dental and vision rates. If approved, the new rates will take effect within the organization on 01/01/2019.

Motion:	Jack Geller
Second:	Michael Gliner

The Compensation Committee reviewed the proposed renewal rates from Cigna and recommended approval to extend the organization’s contract with Cigna for one year. The motion carried unanimously.

➤ Ms. Jennifer Brackney exits the room, at the request of the committee chair.

Action Item 2 –CEO Compensation- Jennifer Brackney

The committee members proceeded to discuss the details of the contents/stipulations of the 1-year contract for Ms. Jennifer Brackney, as was previously approved by the Board. Board Counsel recommends that the following items be discussed and considered when creating the contract:

1. **Compensation (base salary + bonus, if any)**
2. **Benefits**
3. **Titles and Duties (the CEO report to the Board of Directors).**
4. **Contract Term**
5. **Severance (if any)**

- 6. **Restrictive Covenant**
- 7. **Assignment of Intellectual property**

The floor was opened for discussion. Mr. Gliner compared the size of Pinellas County with the neighboring counties, as well as the listed compensations for the CEOs in those regions. A salary between \$170K and \$175K was proposed.

All CSPIN employees are given a performance review at the end of every calendar year. Depending on their performance ratings, employees are eligible to receive a performance evaluation stipend of up to 5% of their base salary. Ms. Brackney’s evaluation stipend will be done by the compensation committee and will be prorated to encompass the different salaries she has received throughout the calendar year 2018. Ms. Brackney will be granted the same benefits that are available to all CSPIN employees.

1. A motion was made to compensate Jennifer Brackney a salary of \$175,000 for her 1-year contract as the Chief Executive Officer.

Motion:	Jack Geller
Second:	Michael Gliner

The compensation committee recommends compensating Jennifer Brackney a salary of \$175,000 for her 1-year contract as the CEO of CareerSource Pinellas. The motion carried. Board Counsel will draft a contract for review, which will stipulate details such as: contract term, employee benefits, ownership of intellectual property, non-solicitation or hiring of former employees, etc.

2. A motion was made to grant Ms. Brackney 6 weeks of severance pay in the instance of job loss for reasons, other than cause, that are beyond her control. Examples include: company re-organization, office relocating outside of a 50-mile radius or diminishment of duties.

Termination for cause does not qualify for severance pay.

Motion:	Jack Geller
Second:	Michael Gliner

The compensation committee recommends granting Ms. Brackney 6 weeks of severance pay in the instance of job loss, as described above. The motion carried. Board Counsel will formulate more details within the written contract.

The panel addressed Ms. Brackney’s request to adjust her pay for her time served as the Interim Executive Director, to reflect the pay increase that was given to CareerSource Tampa Bay’s Interim Executive Director: Ms. Dorcy. The panel discussed the matter and compared the two counties in terms of population being served, with Hillsborough serving 1.4 million people and Pinellas serving 970,000.

3. A motion was made to offer Ms. Brackney a “sign-on bonus” of \$12,000 to be paid as a lump sum.

Motion:	Jack Geller
Second:	Michael Gliner

The compensation committee recommends offering Jennifer Brackney a “sign-on bonus” of \$12,000 to be paid out as a lump sum. The motion carried.

Other Administrative Matters

None

Public Comments

None

Adjournment

The meeting was adjourned at 12:04 p.m.