



**Minutes for the  
Florida Engineers Management Corporation  
Board of Directors Meeting  
Wednesday, April 13, 2016  
Beginning at 10 a.m. or soon thereafter  
Crowne Plaza Orlando Universal  
Orlando, Florida**

A. Call to Order and Pledge of Allegiance to the Flag

Mr. Goddeau called the meeting to order. Ms. Raybon called roll.

B. Roll Call, Determination of Quorum, and Address Absences

**Board Members Present:**

Donald Goddeau, P.E., Vice Chair

Jeff Arey, P.E.

Steve Kowkabany, P.E.

John Stewart, Public Member

**Board Members Absent:**

Shannon LaRocque, P.E, Chair

Kimberlee DeBosier, P.E.

**Staff Present:**

Zana Raybon, FEMC President, FBPE Executive Director

John Rimes, FEMC Vice President

Michele Morris, FEMC Treasurer/Secretary, FBPE Controller (participated by phone)

Rebecca Sammons, FBPE Assistant Executive Director

C. Introduction of guests or visitors.

William Bracken, P.E., S.I., FBPE Chair

Charlie Geer, FES

Patrick Cunningham, DBPR Deputy General Counsel, FEMC Contract Monitor

Holly Dincman, Attorney, Coppins-Monroe (participated by phone)

D. Approval of the Agenda.

Upon motion by Mr. Arey, seconded by Mr. Kowkabany, the agenda was approved. Motion passed.

E. Approval of the Consent Agenda.

Upon motion by Mr. Stewart, seconded by Mr. Arey, the consent agenda was approved. Motion passed.

#1. Minutes of the FEMC Board Meeting held on December 3, 2015\*

Approved under consent agenda.

#2. Minutes of the FEMC Board Conference Call held on January 15, 2016\*

Approved under consent agenda.

F. Chair's Report

#1. Appoint Nominations Committee

Mr. Goddeau stated that based on the FEMC By-Laws that the Chair and Vice Chair should meet to make recommendations for Chair and Vice Chair.

G. President's Report

#1. FEMC Human Resource Manual (as requested at December 2015 FEMC Board Meeting)

Ms. Raybon presented the FEMC Human Resource Manual.

Mr. Arey asked that we add language about a cap on salary increases based on state increases pursuant to the DBPR/FEMC Contract.

#2. FEMC Observers for FBPE Meetings in 2016

Mr. Goddeau stated that he would observe the June Meeting and Mr. Stewart will observe the December Meeting.

#3. Turnover Schedule & Independent Contractor Listing

Provided for informational purposes.

#### #4. Update on Renewal

Ms. Raybon stated that FEMC is in process of planning for renewal by setting up meetings with DBPR and we are changing our phone system before the end of the fiscal year. The new phone system will track the number of calls (incoming and outgoing), will record the calls, and will show how quickly they are being answered. The new system is a VOIP system.

#### #5. 2<sup>nd</sup> Quarter Report for 2015-2016

Provided for informational purposes.

#### #6. 2016 FBPE/FEMC Meeting Calendar

The June 3<sup>rd</sup> FEMC Board Ops meeting has been changed to 11am.

Provided for informational purposes.

### H. Vice President's Report

#### #1. Non-Compliance Report

Provided for informational purposes.

#### #2. Open Case Report

Provided for informational purposes.

#### #3. Profile of legal cases by year

##### a) Cases open for 1 year plus

Provided for informational purposes.

##### b) Total open cases by year

Provided for informational purposes.

### I. Secretary/Treasurer's Report

#### #1. Variable Income Statement as of March 31, 2016

Ms. Morris reported on the Variable Income Statement.

## #2. Comparative Income Statement as of March 31, 2016

Ms. Morris reported on the Comparative Income Statement.

## #3. Proposed Budget for 2016-2017

Ms. Morris reported on the proposed budget for 2016-2017.

Discussion followed on the proposed budget.

Upon motion by Mr. Stewart, seconded by Mr. Kowkabany, the proposed budget for 2016-2017 was approved as submitted subject to DBPR's approval. The motion passed.

## #4. Proposed Budget Transfers

### J. Unfinished Business

### K. Old Business

#### #1. Proposed Staff Salary Compensation Policy

- i. Compensation Policy (Exhibit K#1i)
- ii. Organizational Chart (Exhibit K#1ii)
- iii. Job Descriptions (Exhibit K#1iii)

Ms. Morris discussed the Staff Salary Compensation Policy.

Mr. Bracken stated that the position descriptions as presented, are not what FBPE should use. Mr. Bracken asked if this is being approved or can this be worked on because the descriptions need FBPE input and they are at odds with the document from the FEMC attorney.

Discussion followed.

Mr. Kowkabany agreed to assist Mr. Bracken with the job descriptions, as well as the board roles and responsibilities and bring a back a recommendation to the full Board in June, if possible.

#### #2. Board Operations Committee Responsibilities

Mr. Arey discussed the draft of the Board Operations Committee responsibilities and he feels that this item should be held until the board roles and responsibilities is finalized.

Mr. Goddeau asked that the only addition he would like to have made to the document would be that any member of the committee could request a meeting.

#3. Update on Proposed Board Role & Responsibilities

Ms. Dincman stated the board has already reviewed the proposed board role and responsibilities in previous discussions with other items on the agenda.

#4. Update on Proposed Contract between FEMC Board and FEMC President/FBPE Executive Director

Provided for informational purposes.

#5. Discussion on Restated/Amended Contract between DBPR and FEMC

Ms. Raybon reported on the most recent draft of the contract.

Mr. Cunningham stated that the automatic unilateral termination clause will be removed from the contract.

Discussion followed on the termination clause in restated/amended contract.

Mr. Goddeau will send his notes on the contract to Mr. Rimes.

Discussion followed on the budget amendment process. Mr. Cunningham stated that he would talk with this counterparts at DBPR about the concerns on the budget amendment process in the amended contract and he will get back with staff.

L. Update from DBPR/FEMC Contract Monitor

M. New Business

#1. Discussion on the possibility of needing to set a date for a FEMC Board Conference Call in May to discuss the final Budget

Upon motion by Mr. Stewart, seconded by Mr. Kowkabany, the absence of Mr. Arey at the January 2016 FEMC Board Conference Call and the absences for Ms. DeBoiser and Ms. LaRocque are excused. The motion passed.

N. Community Involvement

O. Announcements

P. Adjourn