MINUTES
BOARD OF FUNERAL, CEMETERY AND CONSUMER SERVICES
VIDEOCONFERENCE MEETING
MAY 4, 2023 - 10:00 A.M.

C. Old Business

(1) Application(s) for Direct Disposal Establishment

(a) Recommended for Approval with Conditions

1. Panhandle Direct Cremation LLC (Pace)

Ms. Simon – An application for direct disposal licensure was received on March 13, 2023. The application was incomplete when submitted. A completed application was received on March 17, 2023. The Funeral Director in Charge will be Tracie Bickelhaupt (F050769). A background check of the principals revealed no criminal history. The application was on the April 4, 2023, Board meeting agenda and was tabled for clarification of the owner and principals. The Division recommends approval subject to the condition that the establishment pass an onsite inspection by a member of Division Staff. I believe that there is a representative of Panhandle Direct Cremation LLC on the call today.

Chair Peeples – Is there a representative from Panhandle here?

Mr. Michael Lewis – This is Mike Lewis, with Lewis Funeral Home. I'm on the phone.

Chair Peeples – Thank you, Mr. Lewis.

Mr. William Linne – This is William Linne. I'm Lewis Funeral Home's and the applicant's attorney. I'm in Pensacola. Florida.

Chair Peeples – Thank you, sir. Board members?

Mr. Chris Jensen – Madam Chair?

Chair Peeples – Yes, Sir, Mr. Jensen?

Mr. Jensen – I do you have a question. This application appears to still be incorrect, so I just want to bring it to the Board's attention and see if there's something we need to worry about or not. But if you look at the business entity list of principals, an LLC cannot have a corporate officer, nor can it issue stock or have a stockholder. And, that is in fact, what they've checked. So, I don't know how deep we want to go in that. I did find that, just for the record, in four (4) other places in this application, in different applications on today's agenda. So, my question is, I probably realize the intent, but in fact, the application is not correct. So, what now?

Mr. Linne – This is William Linne. I think I can answer that question. The member of the LLC is Lewis Funeral Home, Inc. Its officers are Michael S Lewis and Samuel E Lewis. They are obviously principals, and I think it was important to have their names there. And technically, they are shareholders and also officers of the member of the LLC.

Mr. Jensen – If I may, Madam Chair?

Chair Peeples – Yes, sir, Mr. Jensen.

Mr. Jensen – So, if that's the case, was the application made in the name Panhandle Direct Cremations, LLC? It should have been in the name of Lewis, whatever you said, incorporated

Mr. Linne – No, Panhandle Direct Cremation, LLC is going to be the operator of the facility, but that operator is owned by a corporation.

Mr. Jensen – I understand that, but I don't see a DBA in here anywhere. I mean, it's up to the Board.

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Mr. Linne – It's just the same as if I was owner, which I'm not obviously, but the owner is the entity, Lewis Funeral Home, Inc. In Full disclosure, we wanted to make sure that you were familiar with the fact that Michael S Lewis and Samuel E Lewis, where the principals of the corporation that is the member of the LLC.

Mr. Jensen – Ok, and also, I guess, on the new thing, we have a Samuel E, Michael, S, and a Samuel Chase.

Mr. Linne – The manager is Samuel Chase Lewis. He's the manager of the LLC. He's Samuel E Lewis' son.

Mr. Jensen – I see Samuel E is called a stockholder, and Michael S…

Mr. Linne – He is the stockholder of Lewis Funeral Homes, Inc, one of them. And the other one is Michael S Lewis.

Mr. Jensen – Ok. Madam Chair. I would probably have to defer to the Department as I'm a little confused by this, because I'm looking at the Board packet, and it says Panhandle Cremations, LLC, so I'm a little confused. Is this correct or incorrect, Ms. Simon?

Ms. Simon – Madam Chair, if I may?

Chair Peeples – Yes, ma'am.

Ms. Simon – Ok. I think that it is appropriate. I'm not sure about the applicants, but I think the applicant is a corporation. So, there is no need to say Lewis Funeral Home dba Panhandle, if the LLC identity is Panhandle Direct, and that's who applied. But as to the other issue you raised, Mr. Jensen, perhaps if the Board was so inclined to approve the application, but for the information on the list of business principals, perhaps we can have the applicant submit another list of business principals, that includes Lewis Funeral Home, Incorporated as one of the principals. That way it would resolves the issues, because they are indeed one of the principals and should be on the list of business principals. If we have that done, we can make that a condition of licensure.

Chair Peeples – Mr. Jensen?

Mr. Jensen – Yes. I'm fine with that. I'm just crossing the Ts and dotting the Is, if the application is not correct. And I'm ok with that if they're willing to fix it, if the rest of the Board is.

Chair Peeples – Mr. Jensen would you like to make a motion?

MOTION: Mr. Jensen moved to approve with the condition that the establishment pass an onsite inspection by a member of Division Staff and submit another list of business principals, that includes Lewis Funeral Home, Incorporated as one of the principals. Mr. Ferreira seconded the motion, which passed unanimously.

Chair Peeples – Thank you, Mr. Lewis, and Mr. Linne.

Ms. Simon – Madam Chair?

Mr. Linne – I want to thank Ms. Simon. She was just a joy to deal with. She really was.

Ms. Simon – Thank you, sir.

Chair Peeples – Ms. Simon?

Ms. Simon – Yes, I just want to make sure that Mr. Jensen meant that that be a condition of licensure regarding that submission of a list of business principals, that included Lewis Funeral Home.

Mr. Jensen – Yes, ma'am, but I believe I did state that.

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Ms. Simon – Ok. I just wanted to make sure. Thank you for that. Madam Chair, may I move on?

Chair Peeples – Yes, ma'am.

P. Application(s) for Funeral Establishment

(1) Recommended for Approval with Conditions

(a) People's Choice Mortuary & Cremation Service LLC (Sanford)

Ms. Simon – An application for funeral establishment licensure was received on January 25, 2023. The application was incomplete when submitted. A completed application was received on March 23, 2023. The Funeral Director in Charge will be Alonia Gainous-Williams (F058013). A background check of the principals revealed no criminal history. The Division recommends approval subject to the condition that the establishment pass an onsite inspection by a member of Division Staff.

Chair Peeples – Board members?

MOTION: Mr. Ferreira moved to approve the application subject to condition that the establishment passes an inspection by a member of Division Staff. Ms. Clay seconded the motion.

Chair Peeples – Mr. Jensen, do you have a question, sir?

Mr. Jensen – Yes, ma'am, I do. Just to point out again, on the list of principals, Page 2 of your packet. Graham is listed as a corporate officer which does not apply to LLCs. This is true for P (1) (a) and (b). Again, I think we should have them as a condition to correct it if the Board is so inclined and the Department is so inclined.

Chair Peeples – We have a motion by Mr. Ferreira and a second by Ms. Clay. Mr. Ferreira, would you like to amend your motion?

Mr. Ferreira – Yes, ma'am, please.

Chair Peeples – Would it be to include a new business entity list of principals page?

Mr. Ferreira – Yes, ma'am.

Chair Peeples – Ms. Clay, do you agree?

Ms. Clay – Yes.

Chair Peeples – Thank you. We have a motion and a second. All in favor of the motion, say yes.

Board members – Yes.

Chair Peeples – Any opposed? Ms. Simon, do you have a question, ma'am?

Ms. Simon – Yes, I just wanted to confirm. If I understand the condition correctly, it is to submit and another list of business principals, that's a condition of licensure, and that is to correct the identification of one of the principals as a corporate officer.

Chair Peeples – Yes, ma'am.

Ms. Jasmin Richardson – I'm sorry. I do have a question.

Chair Peeples – Yes ma'am?

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Ms. Richardson – For this particular one, this is how it's listed on the Division of Corporations. So, I'm not sure what correction we would want them to make because it is listed this way on the Division of Corporations. I just need clarification.

Chair Peeples – Ok. Ms. Richardson, are you speaking about the form, which is Page 10 of our packet, where it states the list of principals that Mr. Graham is listed on the Sunbiz.org page, as a corporate officer for an LLC?

Ms. Richardson – Yes. The Title President/CEO is Alfred Graham. I'm just reading off of Sunbiz right now. Title Director, Clayton Boyd, Title Director Alonia Gainous-Williams. So, I just want clarification on what to tell them when I submit it to them.

Chair Peeples – Ms. Munson, or Ms. Simon, would you have any thoughts of how this can be resolved? As Ms. Richardson has brought up that it's going back to the list of how the LLC is in Sunbiz.org. Ms. Simon?

Ms. Simon – While I am not an expert when it comes to corporate law, my understanding is that when there is an LLC, there are not corporate directors, as much as there are LLC managers or there are LLC members, but there are not corporate officers and that would be reserved for corporations.

Chair Peeples – Thank you, Ms. Simon, Ms. Wiener?

Ms. Munson – Just to clarify for my records, are you representing the applicant?

Ms. Wiener – No, I'm not. Just the interest of the corporate law in the State of Florida. I believe. LLC is half self-identified corporate officers, and if they so identify themselves in that way on Sunbiz, then that's how they're identified. Technically, LLCs have managers and members. But many, most, lots of LLCs I'm aware of have persons in their organizational structure that identify as officers, president, vice-president, chief morale officer, or whatever the case may be.

Chair Peeples – So Ms. Munson, what would be your suggestion to the Board members and to Division staff?

Ms. Munson – I don't know if I have a specific answer because I too am not like well-versed in corporate law as far as the distinctions of how the corporations LLCs are identified of record. I think, Mr. Jensen is who was bringing this point up. More to Ms. Richardson's point, though, I mean, it would probably need to be consistent with what the Department of Records or Corporations reflect so that our documentation matches theirs. If we understand the purpose, if there's a special addendum that could be included in the application, perhaps that will clarify matters, but to have inconsistent readings could be more problematic. And I don't know if that would serve the needs of what Mr. Jensen is concerned about.

Chair Peeples – Thank you. Mr. Jensen?

Mr. Jensen – On the application, it says that you can be a corporate officer, corporate director or stockholder. I mean, when you Google LLC, the first Page says that you can't be a corporate director or stockholder in an LLC.

Ms. Munson – {Inaudible}

Mr. Jensen – That's not the case. So perhaps the wording is incorrect, and that's what I was asking. You know, just below that, it says your LLC choices are a member, a manager or a partner. It's pretty straightforward. I've just often wondered why this is always incorrect and is anybody else noticing this. It's not a big deal. I realize their intent was probably not to make that mistake, but should we change the wording or is it that important for it to be that correct?

Ms. Munson – So, the problem is with the application wording. That's what we are hearing today, unless Ms. Simon would suggest, otherwise.

Ms. Simon – Actually, I believe the issue that Mr. Jensen presented is not with the wording on the actual provided on the application to be completed. Instead, it was the wording on Page 10, where Mr. Graham is listed as a corporate officer, as opposed to an LLC member, LLC manager. And, I believe, I'm speaking for Mr. Jensen, and I don't want to speak inaccurately,

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but I believe what he is suggesting is that there cannot be a corporate officer when it comes to an LLC. And that is what his concern is.

Ms. Munson – And I consider that a part of the application, but I get it.

Chair Peeples – Mr. Graham is on the call, which we have already voted on a motion and a second and we've approved with that, if we would like Mr. Graham to speak to the Board members, we can swear him in and let him talk. Mr. Graham, would you like to address the Board members? Is so, Ms. Simon will need to swear you in, sir.

Ms. Simon – Do you wish to speak, sir?

Ms. Munson – We cannot hear you. He's asking if we can hear hm.

Chair Peeples – Mr. Graham, we cannot hear you, sir. You did unmute your mic. We noticed that, but we cannot hear you. No, sir. We still can't hear you, sir.

Ms. Simon – Madam Chair?

Chair Peeples – Yes, ma'am?

Ms. Simon – The motion, which was approved, was for the application to be approved with the condition that the establishment pass an on-site inspection, and that they submit a corrected list of business principals. And perhaps that could be amended to say, a corrective list of business principals, if necessary. That might help.

Chair Peeples – Ms. Munson is that wording agreeable?

Ms. Munson – I think that wording is sufficient. Because we understand the material nature of this application is being approved on its merits, but for that technical, I think that would be appropriate. I still think, though, that because of the list of principals, is technically a part of this application process, the wording on that may need to be revisited.

Chair Peeples – We had a motion by Mr. Ferreira. We had a second by Ms. Clay. Is that you, Mr. Graham? Have you gotten with us yet, sir? Yes, Ms. Simon?

Ms. Simon – Yes. For one reason or another, I believe it's Ms. Liotta's phone. I'm not sure why, but I think that the ambient noise appears to be coming from her phones. Right now, it's on mute, so it is not.

Chair Peeples – Thank you. For the record, Mr. Ferreira, you had made the motion. Ms. Clay, you had second. Do you agree that the motion width conditions, as well as a new list of business principals form, if necessary, will be requested for the licensure of this particular entity?

Mr. Ferreira – Yes, ma'am.

Chair Peeples – Ms. Clay?

Ms. Clay – Yes.

Chair Peeples – Thank you. All Board members, do you agree with that. Say yes.

Board members – Yes.

Chair Peeples – Any opposed?

Mr. Williams – Oppose.

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Chair Peeples – Thank you, Ms. Simon. And I think that clarifies for this.

Ms. Simon – Thank you, ma'am.

(b) Peoples Funeral Home LLC (Kissimmee)

Ms. Simon – An application for funeral establishment licensure was received on February 14, 2023. The application was incomplete when submitted. A completed application was received on March 19, 2023. The Funeral Director in Charge will be Karen Peoples (F059371). A background check of the principals revealed no criminal history. The Division recommends approval subject to the condition that the establishment pass an onsite inspection by a member of Division Staff and that an amended list of business principals is tendered if necessary.

Chair Peeples – Board members, your input?

MOTION: Ms. Clay moved to approve the application subject to condition that the establishment passes an inspection by a member of Division Staff and that an amended list of business principals is tendered if necessary. Mr. Jensen seconded the motion, which passed unanimously.

Q. Application for Monument Establishment Builder and Monument Sales Agreement (Related Items)

(1) Recommended for Approval with Conditions

(a) Key West Memorials LLC (Key West)

Ms. Simon – An application for monument establishment builder licensure was submitted on January 24, 2023. The application was incomplete when submitted. A complete application was received on February 14, 2023. A completed background check revealed no criminal history for its listed principals. If approved, Applicant will operate as a monument establishment builder at the address on your coversheet. The Division recommends approval subject to the condition that the establishment pass an onsite inspection by a member of Division Staff.

MOTION: Rabbi Lyons moved to approve the application subject to condition that the establishment passes an inspection by a member of Division Staff. Mr. Clark seconded the motion, which passed unanimously.

(b) Key West Memorials LLC (Key West)

Ms. Simon – This agreement was initially submitted to the April 4, 2023, Board meeting, but the applicant requested to withdraw the sales agreement and have it considered at the May Board meeting along with the application for monument establishment. The Division is recommending approval subject to the condition that two (2) full-sized print-ready copies are received by the Department within sixty (60) days of this Board meeting.

MOTION: Rabbi Lyons moved to approve the agreement subject to condition that two (2) full sized print-ready copies are received by the Department within sixty (60) days of this Board meeting. Mr. Jones seconded the motion, which passed unanimously.

Ms. Munson – Is that is that Ms. Berube present for it? Thank you.

Mr. Jensen – Madam Chair, can you hear me?

Chair Peeples – Yes, Mr. Jensen.

Mr. Jensen – I'd just like to note on both those, also, the LLC issue was there as well. I don't think that was the right intent again, but it does in effect make the application incorrect. So, if the Department's willing to, I guess, we're going to change the wording on that. I don’t know what the deal is. Anyways, I just wanted to point out for the record that they were listed as corporate officers, and in fact, it's an LLC.

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Chair Peeples – Ms. Schwantes, did you have a question or comment?

Ms. Mary Schwantes – I do want to make a comment. First of all, I want to thank you all for commenting on these applications. The forms themselves are approved through rulemaking process. To make any changes we will have to go through the rulemaking process, and perhaps it would be appropriate for this to be one of the agenda items on the Board's Rules Committee meeting, which is coming up in June. So, I just wanted to make that comment. And thank you, particularly to Mr. Jensen for pointing out any misreading that could occur from these applications.

Chair Peeples – Thank you, Ms. Schwantes. Thank you, Mr. Jensen. I was going to make a comment, and I've written it down on my Rules Committee list when we meet on June 8th. So, we need to revisit this during that time. Thank you, sir. Ms. Simon, if you'll proceed, please.

Ms. Munson – I'm sorry, Madam Chair. Did the applicant need to say something or want to say something? I just wasn't sure. I saw her throw her hand up. I don't know where she is.

Chair Peeples – Ma'am, we can't hear you.

Ms. Munson – Ok.

Chair Peeples – Ok, she's declined. Thank you, Ms. Munson. Ms. Simon?

Ms. Simon – Yes, ma'am.

R. Application(s) for Preneed Main

(1) Recommended for Approval without Conditions

(a) People's Choice Mortuary & Cremation Service LLC (F544883) (Deltona)

Ms. Simon – The Department received an application for a Preneed License on March 24, 2023, which was incomplete at the time of submission. The application was deemed complete on April 13, 2023. A completed background check of all principals was returned without criminal history. Applicant's qualifying funeral establishment license is located at the above address. If approved, will trust with Security National Life Insurance Company. The Division recommends approval.

Chair Peeples – Board members?

MOTION: Mr. Jones moved to approve the application. Ms. Clay seconded the motion, which passed unanimously.

Mr. Jensen – Madam Chair?

Chair Peeples – Yes, sir?

Mr. Jensen – So, was there no reason to put a caveat that they should fix it, or just leave it as is? On that LLC thing. Because this particular one has just a corporate officer. It doesn't have anything under LLC checked at all. So, I just was wondering, do we fix it? Or do we have to have a thing that says fix it? Or do we just overlook it for now, knowing what their intent was?

Chair Peeples – Ms. Munson? Since we've had two (2) previous applications with this same entity, P (1) (a) and (b), and now we have this one, and we've already requested, if necessary, a list of principals, we've kind of addressed it, and we know we need to kind of speak about this form at our Rules Committee, do we need to amend the motion?

Ms. Munson – I'm only going to say yes, because I'd like the record to be consistent that we handle them all the same.

Chair Peeples – Thank you, ma'am. So, Ms. Simon, if we can go back. We got a motion by Mr. Jones. We got a second by Ms. Clay. Mr. Jones and Ms. Clay, will you accept that the list of principals' form, if necessary, needs to be adjusted or amended? Is that the correct wording, Ms. Simon?

Ms. Simon – Actually, what I was going to suggest is, I wasn't going to comment on the wording, but, if necessary, that the form be adjusted or amended, as he stated. I'd also like to state that Mr. Graham is on the call, at the moment. Thank you.

Chair Peeples – Mr. Jones, and Ms. Clay, do you accept that motion and that second as an amended motion?

Ms. Clay – Yes.

Mr. Jones – Yes.

Chair Peeples – Thank you.

Ms. Richardson – Madam Chair?

Chair Peeples – Yes, ma'am?
Ms. Richardson – I just wanted to clarify because you said that we had three (3) of the same application by the same entity. I just wanted to clarify that P (1) (a) and (b), those are two (2) separate entities and they're two (2) different entities.

Chair Peeples – What I was referring to was Mr. Jensen had made a comment earlier that that was the same form on both those applications. That is the reason I had gone back there but thank you for the clarification. So, P (1) (a) and R (1) (a) are the same entity, correct?

Ms. Richardson – Correct.

Chair Peeples – Thank you, ma'am. Mr. Graham, did you ever get connected? Did you need to address the Board for anything, sir? Ok, I'm sorry, sir. We can't get you connected here, so the Division staff will be in touch with you regarding these items for application. Thank you, sir. Ms. Simon?

Ms. Simon – Yes, ma'am.

U. Collective Application(s)

(1) Recommended for Approval <u>with</u> Conditions

(a) Foundation Partners of Florida LLC

(1) New Applications

- ***Funeral Establishment***
- ***Preneed Branch***

Ms. Simon – Foundation Partners of Florida LLC, seeks approval of the enclosed application for licensure of one (1) funeral establishment and one (1) preneed branch. More specifically, the entity that is being acquired for which funeral establishment and preneed branch licensure is sought is as follows: Foundation Partners of Florida LLC d/b/a David C Gross Funeral Home, a funeral establishment, physical address: 3622 Central Ave, St Petersburg, FL 33711.

Included in your Board packet are the separate applications regarding the above listed property. The principals of the corporation have submitted fingerprints for the principals were returned without criminal history. The Division recommends approval subject to the condition that the establishment under the applications herein pass an onsite inspection by a member of Division Staff.

Mr. Clark – Madam Chair?

Chair Peeples – Yes, Mr. Clark.

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Mr. Clark – I just want to state for the record my affiliation with FPG of Florida. That affiliation will not prevent me from rendering a fair vote on this matter.

Chair Peeples – Thank you, Mr. Clark. Mr. Brandenburg?

MOTION: Mr. Brandenburg moved to approve the application subject to condition that the establishment passes an inspection by a member of Division Staff. Mr. Ferreira seconded the motion, which passed unanimously.

Chair Peeples – Mr. Jensen?

Mr. Jensen – Madam Chair, if I may? We have this same issue here. Do we need to put it in that they have to fix their list of principals? Now, Foundation Partners Group may be a corporation. If they are, they need to be listed on the list of principals, but it's got FPG LLC here is an LLC member, but it's got these other gentlemen listed as corporate officers, which they aren't. So, again, do we need to add this caveat?

Chair Peeples – Mr. Jensen, since we have with previous entities and applications, I think it would be good to keep everything clean. Mr. Brandenburg, with your motion with conditions, would you agree to the list of principals' form to be amended, if needed?

Mr. Brandenburg – No, ma'am.

Mr. Jensen – What did he say?

Mr. Brandenburg – No.

Chair Peeples – Ms. Munson, do you think we need to be clean on this, or do you think we can continue on with our agenda items?

Ms. Munson – I always support consistency. If it's determined that it needs to be amended, and the Board decided not to amend it, then that will be another issue down the road, but that's what that vote would mean, because the motion was, if needed. I'll just leave it at that.

Chair Peeples – Thank you. Ms. Simon?

Ms. Simon – Yes, thank you, Madam Chair. I would assume that this application, that the list of business principals was the same as we had on another. FPG Intermediate Holdco LLC is the LLC member. Please excuse those statements. I'm sorry. {Inaudible}

Chair Peeples – Ms. Wiener?

Ms. Wiener – Yes, I am counsel for FPG. Let me explain. FPG is the applicant. It's a corporation owned by another entity. Its business principal list is 100% correct. FPG is wholly owned by FPG Intermediate Holdco LLC, as it says on the business principals' form. It does have corporate officers. All LLCs can have corporate officers. I confirmed in the interim of these discussions that the Department of State permits identification of all kinds of people as corporate officers, even though it's not a corporation. So indeed, Kent Robertson is the titles that he indicates and Thomas Kominsky. They are both officers of the corporation, and they are of the LLC, and they are the only officers of the LLC. So, that business entity list is correct. Mr. Brandenburg did not offer in his motion to have this corrected, if necessary, and frankly, it's simply not necessary. So, I would ask that you proceed.

Chair Peeples – Thank you, Ms. Wiener. Mr. Jensen?

Mr. Jensen – If it's not necessary, I'm fine with it. That was my question all along? Is this correct or not correct?

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Chair Peeples – Ok. Thank you, sir. Ms. Simon?

Mr. Brandenburg – Madam Chair?

Chair Peeples – Mr. Brandenburg, what was your comment, sir?

Mr. Brandenburg – We'll have to go back through 200 or 300 applications then.

Chair Peeples – Thank you, sir. Ms. Simon?

Ms. Simon – Yes, ma'am.

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