BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	April 29, 2021
MEMBERS PRESENT:	B. Winikoff, J. Macher, C. Wolf, B. Lerner, E. Hoffman, J. Banks, w. Berkowitz, P. Edwards, S. Forman, J. Glassman, P. Kupperman, F. Richard, C. Rosenblatt, R. Schwartz, D. Shifrin,
MEMBERS ABSENT:	
PARTICIPANTS:	M. Linderman, K. Campbell, L. Stefaniw
FOR INFORMATION:	The Board of Governors
ISSUED BY:	Bob Winikoff
ISSUE DATE:	May 26, 2021

Grievance Committee – Rick Chavis

Grievance Appeal - 08-2020

The Member who was suspended as result of the Board ruling for Grievance 08-2020 that was against the Members Companion appealed the Boards decision.

The Member has since removed the Companion from the Membership.

Motion: On a motion made by Mr. Lerner and seconded by Dr. Edwards, the Board unanimously agreed to remove the Members suspension with the condition that the former Companion no longer resides on Club property and is permanently barred from the Club.

Grievance 02-2021

Dr. Chavis presented the Report and Recommendation of the Grievance Committee in regards to a grievance complaint filed against a Member by Steve Forman, Chair of the Golf Committee on behalf of the Club, JR Friend, Director of Golf and a Golf employee. The Member involved is accused of pushing a Golf employee who requested that the Member put on a mask when entering the comfort station.

The Grievance Committee recommends a two year suspension, completion of an approved anger management course and appropriate letters of apology to the Board, JR Friend and the Golf employee.

Motion: After lengthy discussion, a motion made by Dr. Edwards and seconded by Mr. Wolf, the Board unanimously accepts the recommendation of the Grievance Committee with regards to Grievance 02-2021.

Grievance 03-2021

Mr. Kupperman and Mr. Schwartz recused themselves from the Grievance.

Dr. Chavis presented the Report and Recommendation of the Grievance Committee in regards to a grievance complaint filed against a Member by Bill Berkowitz, Chair of the Retail Committee on behalf of the Club and Emily Gifford, Director of Retail. The Member involved is accused of stealing a bracelet from the Boutique. The employee working in the Boutique alerted Emily Gifford that a bracelet was missing. The Grievance Committee reviewed video footage that shows theft taking place.

The Grievance Committee recommends a one year suspension, appropriate letters of apology be sent to Emily Gifford and the Board of Governors, and the Member make payment to the Club for the bracelet taken.

After a lengthy discussion by the Board regarding the offence and taking into consideration the Members current health condition with regards to the appeal period, the Board ruling is as follows:

Motion: On a motion made by Dr. Edwards and seconded by Mrs. Banks, the Board accepts the recommendation of the Grievance Committee with regards to Grievance 03-2021 with the caveat that should the Member appeal the decision within the 45-day period following the ruling, the appeal hearing will be scheduled upon the Members return to Florida.
Abstain: Mr. Kupperman and Mr. Schwartz

Approval of Minutes

Motion: On a motion made by Mr. Rosenblatt and seconded by Mr. Forman, the minutes of the March 25, 2021 Board meeting are unanimously approved.

Chairman Report – Bob Winikoff

Mr. Winikoff discussed the role of the Board and the Professional Staff.

The Boca Raton Chamber of Commerce announced that Matthew Linderman has been named Business Leader of the Year 2021. Mr. Winikoff acknowledged and thanked Matthew for his outstanding leadership.

The new Member application process is still in review. Leslie Kennedy and Peter Blacklock are finalizing it for the Board to review at the May meeting. The new Member application process will be known as our "Nominee Process".

Leslie Kennedy and Peter Blacklock are in the process of implementing an Estate Planning seminar for our Members and their families.

Private Golf Cart insurance is currently required and administered by the Master Association. There is discussion that the Master Association does not want to continue the process.

Motion: On a motion made by Mr. Kupperman and seconded by Dr. Edwards, the Board unanimously disagreed with the Master Association request to stop mandating golf cart insurance for private carts.

The Club's Joining Fees have not been increased since October 2016. We have reviewed comparatives with other Clubs, and the data reflects that we are on the low end. An in-depth discussion will take place in the upcoming months to review a possible increase in the near future.

The Club's Covid-19 guest policy will be reviewed at the May Board meeting. The Club is preparing policy changes in response to the updated CDC guidelines as they relate to masks, and will propose changes next week.

An updated version of the Rules and Regulations was presented to Mr. Winikoff and Matthew Linderman on March 19. Additional revisions have been made before presenting to the Board.

Motion: On a motion made by Mr. Glassman and seconded by Mr. Macher, the Board unanimously approves and accepts the resolution as stated below:

WHEREAS, pursuant to Bylaw Section 5.02 C, the Board of Governors through its duly appointed Rules and Regulations Update Committee reviewed and thereafter updated and revised the printed version of the Club's rules and regulations entitled, "Rules & Regulations 2011-2012", and

WHEREAS, the Rules Update Committee completed its work and on March 19, 2021 and presented its completed version to both the Chairman of the Board of Governors and the President and General Manager, and

WHEREAS, the Chairman of the Board of Governors and the President and General Manager determined to post the revised and updated March 19th version on the Club's website after a final review by the Club's In House Counsel, and

WHEREAS, the said final review has been completed and the revised and updated version is ready to be posted on the Club's website;

NOW THEREFORE, IT IS RESOLVED AS FOLLOWS:

A. As a result of the final review of the Club's In House Counsel, Part II Section A of the Rules and Regulations has been revised so as to substitute the word "Nomination" for the word "Application", and the word "Nominee" for the word "Applicant" wherever those words appear in Part II Section A of the Rules and Regulations. These changes have been made in order to conform to accepted Private Club Industry nomenclature. Prior to being approved for Membership by the Board of Governors, the Membership Committee places the names of the persons to be approved for Membership by the Board of Governors in to nomination at a regular meeting of the Board. In order for Part II Section A of the Rules and Regulations to reflect the process wherein the Membership Committee by motion presents the names of those persons before the Board of Governors for approval as Equity Members, the aforementioned change in wording will be added to Part II Section A of the Rules and Regulations. The change in wording will have immediate effect and will be included in the March 19th version that will be posted to the Club's website after the enactment of this RESOLUTION by the Board of Governors.

B. The March 19th Rules and Regulations, including the changes set forth in Paragraph A above as posted constitute the Club's Rules and Regulations, replacing and superseding all previous printed and posted versions, subject only to changes hereafter made by the Board of Governors in conjunction with the Chief Operating Officer.

Joint Venture

The relationship between the Club and the Master Association has been steady and cooperative. Both entities are working well together for the betterment of the Community.

The Stay and Play Program is under review, and we are looking at expanding it through acquiring more units. The scope and the extent of the expansion is still under review.

Joint Venture Sub-Committee Village Report – Phil Edwards

A Sub-Committee within the Joint Venture has formed with focus on the Villages. The Villages will be given the opportunity to voice their concerns and the Club will assist and respond to their needs. Future sessions of the sub-committee will include Boca West Realty, marketing and best practices. This initiative is beneficial to the community and we are hopeful to have the Villages to engage.

General Managers Report – Matthew Linderman

Financial Flash Report

For the period of April 1through April 25, 2021.

Golf rounds are 2,989 greater than budget and reflect a positive revenue variance to budget.

Golf and Tennis Retail revenues are up from budget due to the easing of restrictions of the Covid-19 guest policy. The success of the ‘Spring Fling’ flash sale, the ‘April Fools’ flash sale and the Bugatchi Trunk Show contributed to the strong April Retail revenues.

Spa services remain down from budget, but have greatly improved due to the easing of restrictions of the Covid-19 guest policy as well as Members gaining more confidence after receiving the Covid-19 vaccine.

All F&B outlets that are currently open are experiencing solid covers and revenues considering they are operating at limited capacity. Restaurant traffic has also improved due to the easing of restrictions in the Covid-19 guest policy. Roadside Cravings has been a great success with 1,800 covers generating $18,000 in revenue for the month of April.

Delinquent Dues, Foreclosures and Downgrades

There are currently 66 delinquent Members, 44 of which have been delinquent for more than one year. Last year at this time, there were 66 delinquent Members, 38 of which were delinquent for more than one year.

As of today, there have been seven foreclosures compared to two last year at this time.

As of April 26, 2021, Golf is down 81 players compared to down 19 players last year, and Tennis is down 14 players compared to down 15 players last year. There are 41 players who took the Pickleball Membership, which is up 14 from last year.

Employee Recognition

Restaurant Captain, Simangaliso "Kappie" Mkwane, joined the meeting and was given formal appreciation from the Board of Governors for his heroic action of recently performing CPR on a Member, which ultimately saved his life.

General Business

Tavern on the Court will close after Mother's Day and the tent will be coming down shortly after. We have seen a decline in dinner reservations at Tavern on the Court and My Pi outside due to the warmer temperatures, and My Pi indoor reservations are increasing.

Lunch service will remain in Grand Central and Splash, and Roadside Cravings and Rogers Roadhouse will continue as long as possible. Dinner service Wednesday through Saturday will stay in My Pi and Sunday Deli night will be in Grand Central.

Music on the Lawn will continue through the summer.

Roadside Cravings served its first village event at Bridgewood for an open house hosted by Boca West Realty, and it was well received.

The Pantry service has been reduced to one day a week. We will adjust the menu, transition to gourmet items, and reduce the essential items that were in demand at the height of the pandemic.

Plans for the new Welcome Center are underway, and construction documents are being finalized. The goal is to start construction when the lease begins on June 1. Norman Rappaport is open to our changes.

Mr. D's construction is underway. The awning has been removed, and once the wall is opened, the foundation will be set. The Country Club renovation schedule has been moved forward and will begin after Mother's Day.

The contractors for the Sports Center renovation were selected. T&G Contractors for the exterior, and Carrere for the interior.

High Holiday service discussions are in process. An email to the Members of the congregation will be going out soon.

The date for the annual Boca Raton Region Hospital Golf Tournament has changed to October 18, 2021

We would like to stop taking temperatures of the Members that come inside the buildings. The Board unanimously agreed.

The New York Times recently published a lifestyle article of vaccinated people in Florida. The article featured Members of the Club. The Members had notified the Club on a number of occasions that they were asked to be featured in the article. Unfortunately, the Club employee that was notified did not follow protocol. We are addressing the mistake internally and reminding all of our employees to follow the procedure in place.

Boca West Realty

An open house was held at Bridgewood Village on Friday, April 23 and featured three homes that were renovated by the Clubs approved renovators. Boca West Realty had a successful turnout, and they are planning another open house to take place at another Village.

Boca West Realty sent out post cards to the neighboring communities highlighting the 75-mile rule Membership option. This marketing campaign generated three new sales of smaller units.

Human Resources

May starts our transition into the summer months. The International Staff begin to depart to their home countries or Clubs up north. We will keep as many of them as we can until the end of May.

Seven interns have been hired for our MID (Manager in Development) program, and they start on May 19. We will be speaking to the Hospitality students at UCF in September 2021, as they are the largest and one of the highest rated hospitality schools in the country.

We are actively searching for an Assistant General Manager and have partnered with Kopplin, Kuebler and Wallace search firm.

The search for a new Director of Catering is going well. Human Resources and Tracy Bradbury have interviewed some great candidates.

We have begun the search for a Director of Facilities and Construction. This new position will work closely with the General Manager, Professional Staff and outside architects and engineers on the planning process for new projects and reconfigurations to ensure all projects conform to quality standards, specifications and building codes.

Housing for the International Staff continues to be a challenge. The housing market in Florida is driving up the apartment demand and increasing apartment costs. We will make the necessary budget adjustments.

On April 9, 2021, we had an extremely unfortunate incident that resulted in the death of one of our employees. A golf course maintenance employee drove his golf cart out of the Yamato entrance, and then proceeded to drive west in the east bound lane. He was tragically hit by an oncoming car. This employee had worked for the Club for six years, and the route from the golf course he works on to the Yamato entrance is both outside of his normal route, and against Club Policy. The incident is being investigated by different authorities.

Foundation Report – Pam Weinroth (written report provided)

Eleven years of hard work, building good faith and relationships pay off when disaster strikes. With great fortune the Boca West Children's Foundation raised $1,000,000 at its 10th Anniversary Ball just days before the world shut down from Covid. All of our granted charities had to stop almost all their fundraising events. Many of them have still not have had any a year plus later. A few are no longer are with us.

However, the children were in need more than ever and our Foundation was able to step in. With new and creative events such as Bikes for Tikes, A Spring Cleaning with a Meaning, My First Bike and The Partnership as well as tremendous support from our Members Appeal, raffles and other yearly non-contact events we are proud to say that with the grants approved April 23rd we have apportioned over $1,400,000 to our granted charities in the first half of our fiscal year. With more to come.

Our inaugural year for the Partnership was a resounding success. The Partnership engaged donors directly with our charity partners. We asked all of our granted charities to submit proposals for extremely needed programs that they could not budget for … a wish list. Eleven charity proposals were chosen to compete and with each share in the Partnership purchased a vote was cast. We are thrilled to advise you all 500 shares were sold and $250,000 was granted to the five most popular programs. The winning charities received $50,000 each and the runners up each received $5,000. The $50,000 grants were awarded to:

Sweet Dream Makers
Place of Hope
JAFCO
Joe DiMaggio's Children's Hospital
The Fuller Center

The $5,000 grants were awarded to:

Boca Helping Hands
Education Foundation of PBC
Boys and Girls Clubs of PBC
Center for Family Services
YMCA of the Palm Beaches
Junior League of Boca Raton

Our annual raffle raised $140,000. First prize, a Saks Fifth Avenue $7,000 shopping spree, second prize was a golf weekend for two at the Boca Raton Resort and third prize was a Cruise on the Fly (anytime over the next three years).

Our new Bikes for Tikes program raised over $100,000 and to date over 600 bikes have been distributed to children some of whom never had a bike.

The Foundation initiated this year, A Spring Cleaning with Meaning. Boca Helping Hands and Sweet Dream Makers were on hand to collect food and small appliance donations to be given to those in need.

Plans are already underway for next season. Boca West 500 Golf Tournament will take place on November 1st and more to come.

We are extremely grateful to the members and staff of the Boca West County Club who supported the work we do through, what seemed like, the worst of times. On behalf of those we serve, I say thank you.

Mr. Winikoff recognize the fundraising efforts that the Foundation has done. They have had incredible success during this very difficult time in which needs are great and funding sources for Charities have been limited.

Legal – Jerry Glassman

Jerry Glassman was served at his home residence with a Summons and Verified Complaint in the Snyder v. Mizner matter. The Clubs D&O Carrier was notified that Mr. Glassman was a named defendant.

A meeting with Club Counsel was scheduled to discuss the progress of Good Old Days.

Strategic Planning – Steve Forman

The Committee had its first meeting on April 8. Initial efforts will focus on conducting a SWOT analysis which will be the subject of our next meeting.

Finance – Bob Lerner

Financial results for the current fiscal year as of March 31, 2021, before $131,000 of timing differences, were $1,233,900 higher than budget. Non- operating items netted to a $286,000 negative variance, and operating results came in $1,519,900 ahead of budget.

Non-operating items represents Dues related to the number of non- paying members being in excess of the numbers anticipated in the budget as well as pro-rata dues for new Members not yet received.

Covid restrictions continue to impact Club operations. Staffing levels have been adjusted to reflect our current business requirements, and Member Activities throughout the Club have shifted from large in person events to smaller gatherings, including virtual. Outside venues have been popular with the addition of Tavern on the Court.

Revenues have been negatively impacted in all areas. Gross profit is down $3.6 million of which $2.7 million is Food and Beverage.

Total cash as of March 31, 2021 was $11.1 million with no outstanding balance on our credit facility. As of March 31, 2020 total cash was $7.3 million with no outstanding balance on the Line of Credit.

Special Projects – Phil Kupperman

Akoya

Akoya has 93 units sold and pending with three pending resales.

Renovator

To date the Renovator Program is at 173 acquisitions with 110 sales and an additional 9 pending. The purchase price versus the sold price has increased home values in the Community by over $18.7 million.

Bulk Renovator

The three Bulk Renovators have acquired a total of 11 units with one pending sale.

IT Report – Enid Hoffman

The IT Committee meeting was held on April 22. The new online reservation system will be implemented in phases beginning with online requests for Fitness, Spa and Salon appointment followed by Golf and Tennis lessons appointments and then Dining Reservations next year.

Credit Card processing is now available as a payment option.

Leadership Program – Frank Richard and Jeanine Banks

The first session which was an introduction and orientation session took place on April 26. The 13 participants of the Program are: Arthur Schwartzman; Barry Roberts; Howard Atterman; Kris Etter; Lewis Faber; Marty Brody; Michelle Schneider; Mitchell Koval; Richard Margolese; Robin Shulman; Steven Goldsmith; Sue Steckler and Suzanne Wagner. Most participants are already active within various Committees of the Club.

Membership – Phil Edwards

Motion: On a motion made by Dr. Edwards and seconded by Mr. Macher, the Board unanimously approves the 31 new Memberships consisting of 22 new Members and nine new homes.

Membership Statistics

As of April 26, 2021, closed and pending sales to new members were 160 compared to 102 last year, including 23 new members in Akoya this year compared to 12 in Akoya last year.

Board Approvals Needed

Motion: On a motion made by Dr. Edwards and seconded by Mr. Macher, the Board unanimously approves the 75-mile rule request made. Affidavits have been signed that states they will not be renting their Boca West unit and have requested Membership other than limited social.

Dr. Edwards reported there is a request for the approval of a six month extension to hold the equity refund for a member while they seek a new residence within Boca West.

Motion: On a motion made by Dr. Edwards and seconded by Mr. Rosenblatt, the Board unanimously approves the six month extension.

Communications and Marketing – Jeanine Bank

Mrs. Banks presented a comprehensive overview of the Communication and Marketing Committee. The overview included the role and responsibility of the Committee as well as a detailed report of the Committees goals for the upcoming year:

- Awareness of All Communication Tools
- Establish Focus Sub Committees to get Committee Members involved and active.
- "Get the word out: - Educate, engage and encourage
- Promote other departments

Tennis and Pickleball – David Shifrin

Dr. Shifrin presented a comprehensive overview of the Tennis and Pickleball Committee. The overview included a detailed report on both the Tennis and Pickleball programs as well as details on the facility improvements. The new furniture and awning upgrades have been well received by the Tennis community. Tennis participation is good and morale is high. The facility is in need of additional courts. The Club is currently evaluating and identifying Tennis courts that will be converted to Pickleball courts.

Golf – Chuck Rosenblatt

Nothing to report at this time.

House and Activities – Joel Macher

Nothing to report at this time.

Mr. Winikoff recognized Tracy Bradbury and Christina Guilianti on the creative programs offered during the pandemic. Boca West has been the envy of the surrounding Clubs.

Fitness, Aquatics and Spa – Charlie Wolf

Nothing to report at this time.

BWMA – Charlie Wolf

The Master Association Board meeting was held yesterday. Only three of 54 villages were present.

Retail – Bill Berkowitz

Nothing to report at this time.

Human Resources – Bob Schwartz

International Hiring & Flights

The first flight to leave departed on April 24th this year. Out of 165 H2b employees, we have 135 going up north. The only staff flying home are Romanian and a few South African employees. We had three South African employees leave early because of deaths in their family. Luckily, the required insurance reimbursed for the airline ticket expenses. We are trying to keep our staff here as long as possible towards the end of May as business seems to be very steady.

We are hopeful that we will be able to obtain the H2B visas next season without too much difficulty. Our attorney sent in the request for the Prevailing Wage Determination from the Department of Labor and we should receive the Final Wage Determination by the first week of May. Once that's received, we can proceed with the petitions for the visas. Of course, we have to wait until June 15 (120 days before the effective date of the visa) to send those in for processing.

We have sent out requests for the rehire status information from all of the departments. I anticipate that the majority of the staff will be eligible for rehire but we will have to wait until the beginning of June to send out offer letters to return. We expect approximately 175 rehires to return for next season, primarily from South Africa. We are hoping Ireland will allow workers to return. We are not sure that Italy and Portugal will be allowing staff to visit the consulate, but we will keep monitoring the situation.

Employee Apartments

We continue to work with Premier Housing to close down as many apartments as possible. We are also waiting to receive word from the current apartment complexes to see if they will welcome the H2B staff members back next season and see what the availability is for units; especially three bedroom units. We are very concerned about the housing availability and will have to consider leasing a portion earlier and for longer periods of time. We will probably have to house the staff at five complexes which is the maximum number to keep transportation time and costs in line.

Domestic Recruitment

We are focusing most of the recruiting efforts using Indeed.com and have had some success. It is a constant struggle to recruit restaurant, housekeeping, golf course maintenance and golf employees. We are monitoring the local market to determine if our pay rates are in line. Other Clubs are also increasing referral bonuses and offering signing bonuses.

Intern/MID Program

We have created an Intern/Management in Development program with a primary focus on Food & Beverage. Nine students have been hired and attend a variety of schools; University of Central Florida, Florida Atlantic University, Florida State University, and Florida International University. They will start on Monday, May 17th and continue through at least the end of July, but hopefully later. We will have to house them in apartments as well at least through the end of July. The hope is that these students will fall in love with the country club industry, more importantly Boca West, so that we can grow future managers.

Project Search

The second year of Project Search is nearing an end. It was successful, but we were limited in the number of participants to two. We will be hosting a graduation luncheon for the two participants, their parents and the Boca West mentors that were instrumental in helping the students succeed. We are working closely with Unicorn Academy to identify candidates for next year's group.

Staffing

The current number of employees is 638 this year compared to 394 last year. The main reason that this year's staffing is higher than last year is due to eliminating all seasonal staff last year because of the Covid-19 pandemic.

<u>Ombudsman – David Shifrin</u>

Inquiries continue to come in and issues are handled by Club professionals.

<u>Adjournment</u>

There being no further business to discuss, the meeting adjourned and the Board met in executive session at 12:30pm.