BOCA WEST
COUNTRY CLUB

# MINUTES

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| **MEETING:** | Board of Governors |
| **DATE:** | September 23, 2021 |
| **MEMBERS PRESENT:** | B. Winikoff, J. Macher, C. Wolf, E. Hoffman, J. Banks, w. Berkowitz, P. Edwards, S. Forman, J. Glassman, P. Kupperman, F. Richard, C. Rosenblatt, R. Schwartz, D. Shifrin, |
| **MEMBERS ABSENT:** | B. Lerner (with notice) |
| **PARTICIPANTS:** | M. Linderman, K. Campbell, L. Stefaniw |
| **FOR INFORMATION:** | The Board of Governors |
| **ISSUED BY:** | Bob Winikoff |
| **ISSUE DATE:** | November 4, 2021 |

Approval of Minutes:

**Motion:** On a motion made by Mr. Forman and seconded by Dr. Edwards, the minutes of the June 24, 2021 Board meeting are unanimously approved.

Chairman Report – Bob Winikoff

**Joint Venture**

The Committee approved the budget for the Boca West Realty 2021/22 fiscal year at the last meeting. The Club and the Master Association will provide funding for another year. The Joint Venture is a tremendous benefit to the Community and the Club.

The newly adopted Delinquent Fining Program has reduced the number of delinquent accounts since the program started with 15 non-performing units sold. At this time we have the lowest number of delinquencies within the community in many years. This program with the Master Association through the Joint Venture has been a big contributor to the success of this program.

Values of real estate continue to go up in the 50% range. There will be approximately 260 new Members that have closed by the end of September.

Boca West Realty is expanding with the addition of three independent agents, Lisa Carlin, Judy Romanow and Ina Tuchman. An additional salaried agent, Russell Yellen has also been hired.

**Nominating Committee**

Chuck Rosenblatt has resigned from the Nominating Committee. Phil Edwards was approved as a replacement to serve on the 2021/22 Nominating Committee

**Motion:** On a motion made by Mr. Winikoff and seconded by Mr. Kupperman, the Board confirms the appointment of Phil Edwards as a replacement for Chuck Rosenblatt for the 2021/22 Nominating Committee.

**Compensation Committee**

The Committee held a meeting on Monday, September 20, 2021. Matthew made recommendations to the Committee which were approved with minor adjustments acceptable to Matthew. The Committee approved an additional bonus to the senior Professional Staff for their work during the fiscal year related to COVID-19.

**Joining Fees**

There have been no increases in the Club's Joining Fees in 15 years, the last increase being in 2006. Since then, and upon the completion of the current Club Improvement Program, the Club will have invested over $200 million in capital improvements to its facilities. Those investments have allowed the Club to maintain and enhance the infrastructure, amenities and services widely rated as among the best in the world. This was all accomplished without assessments to the Membership. Most of the neighboring Clubs within Palm Beach County review and increase their joining fees periodically and have made many increases since Boca West's last increase. In 2006, Boca West was middle of the pack and since then the Club's joining fees moved to near the bottom, even though Boca West's facilities are at the top end of the scale. The effective marketing efforts of Boca West Realty has helped the Club participate in the exceptionally strong real estate market in our area, and importantly aided by our effective renovator programs, the value of residential units, small, medium and large, in Boca West has substantially increased.

Mr. Winikoff proposed an increase of the Club’s Joining Fee from $70,000 to $90,000 effective for all Contracts of Sale of residential units within Boca West dated or submitted to the Membership office on or after November 1, 2021.

Lengthy discussion took place regarding the amount of the increase.

**Motion:** On a motion made by Mr. Winikoff and seconded by Mr. Rosenblatt, the Board unanimously agreed to raise the Joining Fee from the present $70,000 to $90,000, effective for all Contracts of Sale of residential units in Boca West dated or delivered to the Membership Office on or after November 1, 2021 with the $90,000 to be proportionately reduced for residential units purchased under the Legacy Starter Program. Formal language of the motion describing the aforesaid changes in the Joining Fees is as follows:

Motion made and carried this 23rd day of September, 2021 pertaining to what is commonly called the "Seventy thousand dollar ($70,000) Joining Fee", which consists of a sum to purchase equity and a sum to pay the initiation fee. Pursuant to a finding by the Board that it is desirable and in the best interest of Boca West Country Club, Inc. that its Board of Governors, in accordance with Section 2.06 A and B of the Bylaws, fix the Membership equity purchase price at One hundred dollars ($100) and fix the non-refundable fee required to be paid in connection with the acquisition of membership at Eighty-nine thousand nine hundred dollars ($89,900); and that the aforementioned changes shall be effective for all Contracts of Sale of residential units in Boca West dated or delivered to the Membership Office on or after November 1, 2021with the $90,000 to be proportionately reduced for residential units purchased under the terms of the Legacy Starter Program, making the equity purchase price, One hundred dollars ($100) and the fee required to be paid in connection with the acquisition of membership at Seventy-four nine hundred dollars ($74,900) for the Legacy Starter Program.

**Late fees on add-on's**

Last year the Club made a onetime exception not to charge late fees under certain circumstances for add-on's. There will not be an exception this year.

**Non-Equity units**

Professional Staff is currently undergoing an analysis and audit of non-equity units within Boca West. We have made progress but the work continues.

General Manager - Matthew Linderman

**Financial Flash Report**

For the period of September 1 through September 19, 2021.

Golf rounds are 828 greater than budget and reflect a positive variance to budget. Trail Fee Membership is also greater than budgeted which contributed to the positive variance.

Golf and Tennis Retail are experiencing a strong September with revenues in both equipment and clothing greater than budget.

Fitness and Spa are experiencing a strong September with revenues greater than budget.

Food and Beverage September revenues are higher than budget and covers are 1,785 greater than budget. Labor To-Go covers were 270. Rosh Hashanah covers were 307 and To-Go covers were 476. Yom Kippur covers were 370 and Yom Kippur To-Go covers were 192.

**Delinquent Dues, Foreclosures and Downgrades**

There are currently 38 delinquent Members, 31 of those have been delinquent for more than one year. Last year at this time, there were 56 delinquent Members and 35 of those were delinquent for more than one year.

As of today there have been 15 foreclosures compared to three last year at this time.

As of September 22, 2021 golf is down 72 players compared to down 17 players last year and tennis is down 14 players compared to down 18 players last year. There are 41 players who took the Pickleball Membership which is up 14 from last year.

**Welcome Center**

Construction is underway at the Welcome Center. We are working towards an end of November early December open.

**Risk Assessment**

The Annual Risk Assessment was reviewed. The Club's Joining Fee will be added to next year's Risk Assessment.

**Club Improvement Program**

The Country Club's installation of furnishings was completed last week, although there were some delays on deliverables. We are working towards opening in mid-October.

Mr. D's renovations are underway. A lot of pre-work on electrical has been completed with a slight delay due to weather obstacles. Furniture and furnishings is scheduled to be installed on October 18. We are working towards opening at the beginning of November.

Work on the Sports Center will begin in the upcoming weeks. The Contractor will be installing fencing at the back of the pool.

**Human Resources**

We continue to face staffing challenges. Golf Course Maintenance has had some success in hiring after implementing an increased referral bonus incentive.

We have received information that the current travel ban will be lifted on November 1, 2021. We have a large group of International Staff returning from northern clubs.

The new employee wellness program will be rolled out by Human Resources in October. The Club will offer a new benefit for all employees and their families to have access to telehealth regardless of their insurance status, this benefit will also be offered to our International Staff.

John Collings, the new Assistant General Manager started today.

**Covid-19**

The Florida Department of Health continues to report high Covid-19 positive rate within Palm Beach County, we will continue require masks to be worn in doors, with the exception of eating or drinking. We would like to propose allow members to remove masks when seated at cardroom tables effective October 1, 2021. The Board is in agreement.

The Tent is back. This venue will not be an additional restaurant, it will be utilized in place of a restaurant and our fall back should Covid-19 cases increase. My Pi may move to the tent in March when the construction of the Sports Center begins.

Catering has had some events transition from the Country Club to the Tent. Some events are rescheduling from the Fall to Spring.

**IT Project**

The IT project continues to moves forward. Cedar creek, the Clubs new food tracking and Food & Beverage inventory system went live three weeks ago. The team is working hard on the transition to the new system.

Foundation Report – Pam Weinroth (written report provided)

The Boca West Children's Foundation is thrilled to announce we had a record giving year. Over $1,700,000 has been distributed to over 30 children's charity programs which aid over 9,000 at risk children in our area.

With the support of the members of Boca West Country Club, local businesses, the Palm Beach Sheriff's Foundation, the Florida State Legislature, the Governor's Office and many others, we shattered all previous years. Our total for our 11-year history is $13,100,000 donated to charity projects.

On November 1 over 400 golfers will enjoy the renewal of the ninth Annual Boca West Foundation $100,000 Golf Challenge to feed, clothe, educate and make safe 9,000 kids. Brunch, hats, sleeves of balls, goody bag, golf shirts, $150 gift certificate to shop in the Callaway gift catalog, round of golf, Super Bowl Raffle tickets, $2,500 duck drop, Exotic Car hole-in-one, drinks & food on the course, cocktail party, dinner, live auction, and some wonderful surprises attached to our theme this year…the Boca West 500. 30 children's charities will be sharing the proceeds from the event.

We have been fortunate to secure tickets to the 56th Annual Super Bowl in Los Angeles. The tickets along with hotel accommodations will be offered as first prize in our raffle event this year. Other prizes include a week's stay at Pineapple Beach Resort in Antigua and a weekend stay in Key West.

Last year we began our Bikes for Tikes and our My First Bike Program. $100,000 was raised so over 800 kids were able to get their first bike for the holidays or for their Pre-K Graduation. We are collecting funds again this year and hope to distribute 1,000 bikes, helmets, and training wheels with your help.

We are looking forward to another successful year.

Legal – Jerry Glassman

Club Counsel may apply for surplus funds arising from individual tax deed sales.

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

**WHEREAS,** pursuant to Article VIII, Section 7 of the Declaration of Maintenance Covenants for Boca West, parties obtaining title to residential lots within the Boca West community ("Lots") are required to become members ("Members") of Boca West Country Club, Inc. ("Club");

**WHEREAS,** pursuant to Section 9.04 of the Club's Bylaws, (i) each Member is responsible for timely payment of all his/her financial obligations to the Club, including without limitation, dues, assessments, refundable deposits, fines, fees and charges, including current charges for goods and services (collectively "Indebtedness") and (ii) failure by a Member to pay such Indebtedness when due shall subject the Member to such action as deemed appropriate by the Club's Board of Governors ("Board"), including without limitation, the placing of a recordable lien upon the Member's membership account and the right to sue to recover a money judgment for the Indebtedness plus interests, costs and reasonable attorneys' fees, without thereby waiving the lien securing the same;

**WHEREAS,** the Board has recognized that the Club's ability to collect the Indebtedness of certain Members is frequently constrained in instances where the Lots owned by such Members are sold by virtue of tax deed auctions conducted in accordance with Chapter 197, Florida Statutes ("Tax Deed Sales"); and

**WHEREAS,** in view of the foregoing, the Board has determined that it is in the best interest of the Club to establish a procedure that will enable the Club to file claims for any surplus proceeds which may arise from Tax Deed Sales affecting Units owned by Members with outstanding Indebtedness to the Club.

**NOW THEREFORE, IT IS RESOLVED AS FOLLOWS:**

**RESOLVED,** that Larry Corman, Esq., be, and hereby is, selected as the Club's authorized representative for purposes of carrying out the intent and purpose of the foregoing recitals; and be it further

**RESOLVED,** that in accordance with Chapter 197.582(3), Florida Statutes, the Claim to Surplus Proceeds of a Tax Deed Sale ("Claim Form"), substantially in the form attached hereto as Exhibit A, is hereby approved for submission to the Palm Beach County Clerk of the Circuit Court & Comptroller; and be it further

**RESOLVED,** that Larry Corman, Esq., be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Club, to take, or cause to be taken, such actions, including the execution and delivery of Claim Forms, the filing of such applications and forms, and the expenditure of such funds, as he shall deem necessary and appropriate to effect the purpose and intent of the foregoing (as conclusively evidenced by the taking of such actions or the execution and delivery of such instruments, as the case may be); and that all actions heretofore taken by the officers and agents of the Club in connection with the subject matter hereof be, and they hereby are, ratified, confirmed and approved in all respects as the acts and deeds of the Club.

Finance – Frank Richard

The Annual dues payments are $4 million higher than last year. There are 193 more Members paying dues compared to last year.

We will end this fiscal year with a small surplus.

Strategic Planning – Steve Forman

The Committee has been divided into subgroups with Committee Members doing a lot of work over the summer. We will issue a report with pragmatic suggestions and process recommendations.

Audit – Steve Forman

RSM Auditors have done some preliminary work for the audit of this fiscal year. Results will be brought to the Board for approval in December

Special Projects – Phil Kupperman

**Akoya**

Akoya has 101 units sold and pending with 12 units still available. Several units have been resold.

**Renovator**

To date the Renovator Program is at 173 total acquisitions. The purchase price versus the sold price has increased home values in the Community by over $22.3 Million

**Bulk Renovator**

The four Bulk Renovators have acquired a total of 31 units, with three sold with five pending.

**Capital Projects**

The Membership approved the Capital Improvement Program to be financed at $46 million, plus interest. The Country Club will exceed the initial projected costs however we have had significantly higher joining fees than anticipated.

Leadership Program – Frank Richard and Jeanine Banks

The next meeting is scheduled for October 4, 2021. The Master Association will be presenting.

JV Villages Sub- Committee – Phil Edwards

We are hosting round table discussions with the Village presidents and Representatives in October. These meetings will be held over four days, both the Club and the Masters Association will be in attendance.

Membership – Phil Edwards

Dr. Edwards commended Leslie Kennedy and her team for their work this past year considering the Club has had a record number of closings this past fiscal year.

**Motion:** On a made by Dr. Edwards and seconded by Mr. Macher, the Board unanimously approves the 19 new Memberships presented to the Board.

**Membership Statistics**

As of September 21, 2021 closed and pending sales to new Members were 270 compared to 150 last year, including 24 new members in Akoya this year compared to 14 in Akoya last year.

**Board Approval needed**

Dr. Edwards presented and recommends approval of a Member nominee who had previously been convicted of a felony.

**Motion:** On a motion made by Dr. Edwards and seconded by Mr. Rosenblatt, the Board approved the exception approval of the nominee.

Communication and Marketing – Jeanine Banks

Mrs. Banks shared current website and app statistics and highlighted a new category on the website and app that has received a large amount of traffic, "This Week at Boca West".

Tennis and Pickleball – David Shifrin

We are in the process of adding six additional pickleball courts for a total of 14. There have been some delays due to permit issues.

Golf Operations – Chuck Rosenblatt

Mr. Rosenblatt presented several RFA's for approval.

**Motion:** On a motion made by Mr. Rosenblatt and seconded by Mr. Kupperman, the Board unanimously approves RFA's 1764 – 1771 all for the budgeted expenses to replace various pieces of Golf Course Maintenance equipment.

The Club is interviewing Golf Course Architects. We will be going on a trip to Naples to look at some golf courses.

House and Activities – Joel Macher

Nothing to report other than we polled the Committee for feedback on holding the Carnival this December. The Committee agrees that given the circumstances we should not hold the carnival and in its place we will be hosting smaller events for the families and guests

Fitness/Aquatics – Charlie Wolf

Nothing to report at this time.

Retail – Bill Berkowitz

Year-end inventory is underway. All three retail outlets are closing out the year with lower inventory levels than prior years.

There continues to be delays in supply chain, vendors are stating four to six week delays in delivery.

Human Resources – Bob Schwartz

**SA Hiring & Flights**

There are 343 seasonal hires this year compared to 284 last year although only 165 of last year's seasonal employees were actually issued visas and worked. Of the 343 hires, 187 are returners to BWCC for a 55% return rate.

**Recruitment**

We continue to recruit locally for a number of positions including culinary staff, servers, server assistants, food runners, and golf course maintenance laborers right now, but the available pool is very small.

**Health Insurance Renewals**

We will be meeting with Blue Cross Blue Shield in October to begin negotiations for the insurance renewal effective January 1, 2022 to obtain the best rate possible.

**College Recruiting**

We are attending the Job Fair at FSU in Tallahassee on October 5. We will look for MID's for the winter and summer terms. I have connected with Professor Carlos Fernandes in Portugal to discuss J1's for next summer as well.

**Vaccinations**

The Palm Beach County Department of Health was on property for educational seminars on the Covid-19 vaccine on August 23 and September 13. We had a number of employees that attended get vaccinated after both presentations. In addition, we are working on weekly testing for the unvaccinated staff. We are finalizing dates for the Department of Health to return on October 15 and October 28 as well. Additionally, we will be

offering Flu shots to all employees.

**Tenure Luncheons**

Everyone has enjoyed the tenure luncheons so far. There were 239 staff members with over five years of service up to 39 years.

**401-k Plan**

All of the testing has been completed and we are waiting for the auditor's final report so the 5500 form can be filed for the plan year ending December 31, 2020.

**Staffing**

The current number of employees is 461 this year compared to 464 last year at the same time. These numbers do not include expected seasonal staff.

Ombudsman – David Shifrin

Nothing to report at this time.

BWMA – Charlie Wolf

The last Board Meeting was held on August 25. It was reported that they secured a $6 million loan with Fifth Third Bank for the renovation of the Glades Road entrance.

Unscheduled Topics

Discussion on length of time a lessee can lease within the community.

Discussion on confidentiality within the Board and Committees.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 12:30pm