BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	January 27, 2022
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, R. Chavis
FOR INFORMATION:	The Board of Governors
ISSUED BY:	Bob Winikoff
ISSUE DATE:	February 21, 2022

Grievance – Rick Chavis

Grievance 06-2021

Dr. Chavis presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed against a Member by Charlie Wolf, Chairman of the Fitness, Spa and Aquatics Committee. The Gold Card Offspring of the Members involved in the grievance engaged in improper conduct affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Section 10.02.

The Grievance Committee recommends the Offspring Children to be suspended for a period of one year; appropriate letters of apology to Joe Barone and the Fitness and Spa employees, Matthew Linderman, General Manager and the Board of Governors; Incident be recorded in Members file and no action to be taken against the Members.

Motion: On a motion made by Mr. Glassman and seconded by Dr. Edwards, the Board unanimously accepts the recommendation of the Grievance Committee.

Grievance 09-2021

Dr. Chavis presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed against a Member by two other Members. The Member involved in the grievance engaged in improper conduct affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Section 10.02.

The Grievance Committee recommends a two year suspension, the Member is required to meet with the Board of Governors to show why the Membership Privileges may be reinstated and the incident is recorded in the Membership file.

Motion: On a motion made by Dr. Edwards and seconded by Mrs. Banks, the Board unanimously approves the recommendation of the Grievance Committee.

Approval of Minutes

Motion: On a motion made by Dr. Edwards and seconded by Ms. Hoffman, the minutes of the December 16, 2021 Board meeting were approved.

Chairman Report – Bob Winikoff

Joint Venture

Mark Haberman was announced as the new President of the Master Association after Bernie Schlifke resigned as President. The Master Association is in the process of interviewing search firms to recruit for the Executive Director position.

The Delinquent Member Lien initiative has been successful and the list of delinquent members has been reduced significantly.

An audit and review of Non-Equity ownership has been performed in collaboration with the Master Association and their attorneys. A meeting has been scheduled to discuss and review the next steps.

Golf Course Renovations

Two architect groups, C.W. Golf Architecture and Fry/Straka Global Golf Course Design, were the finalist for the Golf Course renovation project. We have selected Dana Fry and Jason Straka with Fry/Straka Global Golf Course Design as the architects for the Golf Course renovation.

Management and the Board are reviewing the schedules prioritizing items on the Master Plan. There needs additional discussions on future timing, finances and items that need to be addressed in regards to the Master Plan.

Annual Meeting

In the interest of time, not all Committees will have a report at the Annual Meeting. Select Committees will report on matters of interest: Finance Committee, Special Projects Committee, Membership Committee, Joint Venture Village Subcommittee and the Leadership Program.

New Board Member Orientation

On the recommendation of Steve Forman a Subcommittee was formed to review the new Board Member orientation process. The Subcommittee is comprised of Phil Edwards, Frank Richards and Jeanine Banks.

A Committee Member and Committee Chair orientation are also in the process of being reviewed.

Nominating Committee

Mr. Glassman reported that future Boards are to be provided with a process in which the Board of Governors and the Nominating Committee comply with the Nominating Committee Standard Operating Procedure that was adopted and approved by the Board of Governors at its regularly scheduled Board Meeting dated May 29, 2020.

The Chairman of the Board and the Secretary of the Board is to issue and review the Nominating Committee Chair the Standard Operating Procedure of the Nominating Committee.

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

Made this 27th day of January, 2022 at a regularly scheduled meeting of the Board of Governors (BOG) and upon the Motion of the Chairman of the Board.

RECITALS

A. On December 7, 2021, the 2021/22 Nominating Committee (NC) emailed its final report (NC Report) to the BOG and simultaneously mailed it to the Membership by US Post. On December 9, 2021 the 2021/22 NC emailed the NC Report to the Membership.

B. Reaction to a report from the NC was immediate, expressing both favorable and opposing views of the report.

C. The BOG has considered the effect on the harmony and good reputation of the Club and its Members of this unusual response by some of the Membership to the NC Report and determined that it would be in the best interest of the Club to avoid a repeat of this situation in the future.

D. Section 4.02B of the Bylaws allows the NC to operate independently of the BOG to the extent permitted by law. Pursuant to the legal powers granted to the BOG under Florida Statutes 617.0801 and acting in the best interests of the Club, on May 29, 2020, the BOG adopted and approved a Standard Operating Procedure (SOP) for the NC. This action by the BOG allows the NC to operate independently of the BOG, but under the authority of the BOG as those terms and conditions are set out in the SOP.

E. The BOG has determined that the terms and conditions of the SOP are such that any acts taken in accordance with the spirit and letter of the SOP would result in a report to the Membership that would not endanger the harmony and good reputation of the Club.

NOW THEREFORE IT IS RESOLVED AS FOLLOWS:

1. The Secretary of the Corporation shall maintain sufficient copies of the SOP for distribution to members of all future NCs.

2. As a condition of accepting a position to serve on the NC, each designee must commit to the BOG prior to their ratification that they will abide by and follow the letter and spirit of the SOP.

3. Prior to the time the NC is required by Section 4.02 C of the Bylaws to circulate its report to the Membership, the NC shall meet with the Chairman and President to certify compliance with the SOP.

4. In the event of noncompliance with the SOP, the Chairman and the President shall work with the NC to cure the problem so as avoid a reaction from the Membership that is likely to endanger the Harmony and good reputation of the Club.

<u>General Manager Report – Matthew Linderman</u>

Financial Flash Report

For the period of January 1 through January 23, 2022

Golf Operations is experiencing a really strong January with revenues and rounds significantly up from budget and last year.

Golf retail and equipment revenue is ahead of budget for the month of January. The Boutique continues to be slightly behind expectations. Inventory levels continue to be lower than expected due to supply chain issues with the manufacturers.

Fitness and Spa revenues are behind budget due to Omicron.

Food and Beverage restaurant revenues are currently lower than budget as not all of the outlets are open due to the challenges caused by Omicron.

Catering revenues for January have been greatly impacted by Omicron as a lot of functions were cancelled or postponed. Large revenues events that were budgeted but were cancelled or postponed: US Holocaust Memorial Museum Dinner, Boca West Hadassah Luncheon and Card Party, JCC Casino Night and the National MS Society Gala Luncheon.

Delinquent Dues, Foreclosures and Downgrades

There are currently 45 delinquent Members and 33 of those have been delinquent for more than one year. Last year at this time, there were 79 delinquent Members and 34 of those were delinquent for more than one year.

As of today, there has been one foreclosure compared to six at this time last year.

As of January 26, 2022, Golf is up 247 players compared to down 114 players last year. We currently have 1,868 Golf Members: we have not seen these levels since fiscal year 2011/12. Tennis is down one player compared to down 15 players last year. There are 62 players who took the Pickleball Membership which is up 21 from last year.

Welcome Center

The permitting process is in the revision process due to unexpected structural work.

Covid – 19

Management has been evaluating the current mask policy. We do not recommend removing masks indoors at this time, but will continue to evaluate regularly.

We have sourced a company for drive through Covid PCR testing. The Board decided not to offer onsite testing.

Tavern on the Court

During an inspection by the Palm Beach County Fire Department. Unfortunately it was discovered that there are temporary permitting issues with the tent that we were unaware of, as the permits were filed by the Tent Company and not the Club. We have shifted operations immediately that impacted dining and events scheduled at Tavern on the Court. We are hopeful to have it back and operational within the two weeks.

Sports Center Construction

We had meetings on January 18, 2022 with the Palm Beach County Building and Zoning department and Robert Weinroth, the Mayor of Palm Beach County. It was a positive discussions.

The tree barricades are up for the start of construction and we are expecting permit approval today.

The Aquatics Complex, My Pi and the upstairs areas of the Sports Center will close at the end of business on March 6, 2022. We will be communicating to the Members weekly as operations shift.

Boca West Realty

The Community currently has 26 listings on the MLS.

Human Resources

There are 47 International Staff that are still to arrive with 31 arriving by this weekend.

I have been asked to speak at Florida State University in early February and University of Central Florida in early March at their respective Hospitality schools.

IT and Cobalt update

The IT Disaster Recovery Test went well. Our plan is to perform a second Disaster Recover Test in the next couple months and in the summer time a complete Disaster Recovery Test will be done.

UKG, the Payroll and Human Resources component of Cobalt is in the programming phase. Weekly meetings are being held with our team and UKG. Currently there is no start date.

The Purchasing program, Cedar Creek, was rolled out and was not a good fit for our complex operations. We are transitioning to Birchstreet, the parent company of Cedar Creek, which appears to be a better suited to our platform.

Tanglewood 2022

The theme this year will be a "Tribute to Boca West". The event will take place on April 6, 2022.

Sports Center Fitness Lockers

We have been advised that we cannot keep the Sports Locker Rooms open during the construction as previously planned.

In depth discussion took place on crediting the Locker Room fee for the seven months of construction. The Board did not authorize a credit at this time.

Strategic Planning – Steve Forman

Joel Macher gave an in-depth overview and report on the recommendations and findings of the Real Estate sub-committee.

Bob Lerner gave an in-depth overview and report on the recommendations and findings of the Activities sub-committee.

Audit – Steve Forman

RSM has received and approved the proposed Anti-Fraud training program that was recommended.

Steve Forman left the meeting.

Foundation Report – Pam Weinroth (written report provided)

On December 18, the Boca West Children's Foundation held its 12th Annual Adopt a Family/Home for the Holidays Project at Old Navy. Over 100 Boca West volunteers packed harvest baskets for each child's family, took children from the Boys and Girls Clubs of Delray Beach and Boca Raton shopping at Old Navy, chaperoned children at a sumptuous brunch at Tavern on the Court and helped each child pick out an age-appropriate toy for Christmas. It was a joy to see the kids smiling and enjoying their special day.

Our raffle drawing was held on January 13. Two tickets, with air and a tailgate party for the Superbowl on February 13, 2022 was the grand prize. Gross revenue was over $180,000.

Our 7th annual Diaper Drive is taking place on February 15 in the Tennis parking lot loop. The pandemic has taken its toll on everyone and has especially hit the underserved families of our neighboring communities very hard. For many families, especially those suffering from food insecurity, buying diapers is simply not in their budget. It is still true that no state or federal child safety net program, such as food stamps, allocates funds for the purchase of diapers.

We are working to shatter our record-setting total of 100,000 diapers we donated last year. Boca West Realty has jumped in to offer help this year. Diapers may be dropped off at their offices anytime during the month of February.

We are starting to plan for graduation gifts for "our kids". Our second annual Bikes for Tikes Program is in full swing. Last year the generosity of Boca West members enabled us to provide over 600 bikes to each Fuller Center PreK graduate as well as PreK graduates from the YMCA of the Palm Beaches and YMCA of South Palm Beach County. In addition, all the children being served by our foster partners, Place of Hope, JAFCO, SOS Children's Village FL and HomeSafe all received a bike for the holidays. New this year, donors will be providing the thrill of owning a bicycle and helmet to kids who achieve milestones in reading this school year. The smiles on faces when they see their bikes are priceless!

Our 10th Anniversary Golf Challenge is on Monday, April 4th. We are expecting a record turnout.

Motion: On a motion made by Mr. Macher and seconded by Mr. Rosenblatt, the Board unanimously approves the annual Boca West Children's Foundation Golf Tournament on April 4, 2022 to be held at Boca West Country Club.

Legal Report – Jerry Glassman

A meeting is scheduled for this afternoon with Club Counsel, the Master Association and their Counsel to discuss the Delinquent Member Lien procedure.

Finance Report – Bob Lerner

Nothing to report in addition to the financial flash report distributed.

Special Projects – Phil Kupperman

Akoya

Akoya has 102 units sold with two pending, with nine units remaining to be sold.

Renovator

To date the Renovator Program is at 185 acquisitions. Total increase in Market Value to date is now $24.6 million.

Bulk Renovator

The Five Bulk Renovators have acquired a total of 45 units and 6 pending. To date 10 units have been sold with two pending, increasing Market Value by $2.3 million.

Combining Units

The four applications that were submitted to the Membership Department for existing Members to purchase the unit above or next to them to combine with their current unit have now closed. To date the Club has only received preliminary drawings but they do appear to satisfy the concern of ensuring that the combination results in one renovated residential unit. Joining Fees and Dues that have been paid will only be refunded in part once the combinations have been approved by the Membership Committee and the Special Projects Committee.

Leadership Program – Frank Richard and Jeanine banks

On Monday January 24, 2022 the fifth session of the program was held. The agenda was robust with the Joint Venture, Real Estate, Joint Venture Sub-Committee and Philanthropy as topics of discussion. Philanthropy was a new topic and Matthew gave a strong presentation.

Jeanine Banks and Frank Richard asked the Board to submit names for candidates for next year's program.

The final program meeting will be held on February 24, 2022.

JV Village Outreach Sub Committee – Phil Edwards

The focus of the subcommittee was to engage the Villages in discussions of what the Joint Venture can do for the Villages and to educate the Villages on their part of the four pillars of Boca West along with the Country Club, Master Association and Joint Venture. Educational sessions were held from November 2021 through March 2022 and topics included Board Certification, Reserve Studies, Document Review, Community Insurance, Charging Stations and Financing Capital Projects.

Membership – Phil Edwards

Dr. Edwards thanked Leslie Kennedy and the Membership Department for their work with the increased volume of new Members.

Two New Member Receptions will be held on March 28 and 29, 2022. There are two receptions this year as last year's reception was cancelled due Covid.

Motion: On a motion made by Dr. Edwards and seconded by Mr. Richard, the Board approves the five new Memberships presented to the Board. Steve Forman absent from vote.

Membership Statistics

As of January 26, 2022, closed and pending sales to new Members were 107 compared to 67 last year, including two new Members in Akoya this year compared to 11 in Akoya last year.

Communications and Marketing – Jeanine Banks

Nothing to report. The January Committee meeting was cancelled due to increase in Covid cases.

Technology and communications is being embraced and welcomed by the Membership.

Tennis and Pickleball – David Shifrin

Matthew Linderman reported that reconstruction of the Tennis Courts is on the Risk Assessment. The Club is doing a study for future improvements of the entire Tennis and Pickleball facility, which includes the parking area and traffic patterns.

Golf – Chuck Rosenblatt

The Play for Pink Tournament has raised $79, 000 to date.

There have been concerns about tee times. The tee sheets are full daily with over 800 rounds of golf being played on Fridays. The number of golf members has increased significantly.

House & Activities – Joel Macher

Nothing to report. The January Committee meeting was cancelled due to increase in Covid cases.

Fitness & Aquatics – Charlie Wolf

Nothing to report in addition to the minutes already published.

Retail – Bill Berkowitz

Nothing to report other than continued supply chain concerns.

Human Resources – Robert Schwartz

International Hiring & Flights

It has been a very challenging season with staffing club-wide. As of today, we have 251 employees of the 350 requested International's that have arrived and 51 in South Africa that are in the process of receiving approvals and should arrive by the end of January.

Recruitment

We are currently recruiting for positions in Golf Course Maintenance, Fitness, Aquatics & Spa, Server Assistant, Server, Hostess, Housekeeping, Restaurant Manager, Porter, Pressure Cleaner, and Culinary among others. We recently hired a Talent Acquisition & Culture Coordinator and are exploring many areas to try and recruit staff as well as ways to increase staff morale.

401-k Plan

We have reconciled all of the end of year information for the 401k for the 2021 plan year. The Club's plan has passed all of the IRS required non-discrimination plan testing and no refunds are needed.

Employee Holiday Party

Unfortunately in this time of social distancing, we were unable to host the Holiday party in December. We have tentatively scheduled an end of season employee party in April.

Staffing

The current number of employees is 746 compared to 606 last year and 859 in 2020 at the same time. The large decrease is due to not receiving visa approvals of the H2b staff and having difficulty hiring and retaining staff from the domestic market.

Ombudsman – David Shifrin

There have been several inquiries on the nominating process.

BWMA – Charlie Wolf

The Annual Village Representative meeting scheduled for February 24, 2022.

Unscheduled Topic

No unscheduled topics to discuss.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 1:10pm.