BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	September 22, 2022
MEMBERS PRESENT:	P. Edwards, J. Banks, C. Rosenblatt, F. Richard, E. Hoffman, A. Adler, B. Berkowitz, J. Glassman, P. Kupperman, B. Lerner, S. Roth, J. Schraub, R. Schwartz, D. Shifrin, C. Wolf, B. Winikoff (ex-officio)
MEMBERS ABSENT:	
PARTICIPANTS:	M. Linderman, K. Campbell, L. Stefaniw
FOR INFORMATION:	The Board of Governors
ISSUED BY:	Phil Edwards
ISSUE DATE:	October 27, 2022

Dr. Edwards asked for a moment of remembrance for past Board Member Paul Echenberg who recently passed away. Dr. Edwards asked Frank Richard to offer some brief comments about Paul; he was a dedicated family person and a great friend to many of us. Paul was a dedicated and passionate Board Member who was instrumental in spearheading the Members with Infirmities initiative and worked with the Club on implementing important protocols in this regard.

Approval of Minutes

Motion: On a motion made by Mr. Wolf and seconded by Mrs. Banks, the minutes of the June 23, 2022 Board meeting were approved.

Chairman's Report – Phil Edwards

Boca West Master Association

A new Executive Director, Michael Eustace, has been hired. He comes from Glen Eagles Country Club with over 30 years of experience.

We have been notified that they will be delaying the renovation of the Glades Road entrance. Cosmetic updates will be done in the interim.

Joint Venture

The September meeting was held on September 6. RSM was in attendance and the 2021 Boca West Community Advisors tax return was reviewed. Cotton & Co. was in attendance for the second part of the meeting and updated the committee on Boca West Realty.

The Welcome Center is open. A formal ribbon cutting is scheduled for October 31. The Boca West Board of Governors and the Master Association Board of Directors have been invited along with Palm Beach County officials and press. Members will be invited for a month long opening in the month of November.

General Business

Mr. Richard reported on a meeting held with CBIZ, the Club's insurance brokers. The Club's insurance policy was renewed at a favorable rate with a 14-month extension on the current policy, providing full coverage through November 2023. A two percent deductible was negotiated, which is a good rate in today's market. The new policy includes cyber security as well as more comprehensive and enhanced coverage.

The Annual RSM Club Trends Event is scheduled for October 20 at Wycliffe Golf and Country Club. Transportation has been arranged for the Board to attend.

Effective November 1, all Board and Committee meetings will return to the original meeting standard of in-person attendance. Zoom will no longer be an option. The Masters Association is enforcing the same practice.

2022/23 Board Initiatives

Three Board initiatives have been implemented this year:

Joint Venture Village Sub-Committee - Frank Richard and Bob Schwartz

This is the second year this Sub-Committee will host round tables for Village Representatives and Presidents. The first round table sessions will take place on October 12 through October 14. Additional seminars and educational sessions will be planned.

Membership Initiative – Enid Hoffman and Jeanine Banks

This initiative is to get a better understanding of new Members who have been Members for three years. Informal get-togethers will be scheduled for these Members to be part of the conversation. Topics of discussion will include trends in dining, activities, wellness and other areas of Member interest.

Hope Week

This concept began several years ago by Matthew and Arthur Adler as an opportunity for the Boca West Community to learn about various philanthropic organizations supported by the Boca West Community and having the opportunity to experience what they do through volunteer participation. This Committee, now led by Jeanine Banks, has planned a week of Club volunteerism providing an opportunity for Boca West Members to engage with charities.

Board of Governor Annual Election

Dr. Edwards recommends a change in present practice of the Board Election Ballot. Currently, Members are required to sign the Board election ballot that is submitted to the Clubs certified accounting firm. The proposed change would implement the Board election vote is done by secret ballot, where the actual ballot would not be signed by the Member. Instead, they would sign the envelope that they insert the ballot into. This process is the same as voting practices done in many States. The Club has done its due diligence and confirmed the new process with the Clubs Accounting firm and Club Counsel. The election packet is in the process of being revised. Members will be informed they cannot change their vote.

Motion: On a motion made by Dr. Edwards and seconded by Mr. Kupperman, the Board unanimously approves the proposed change of procedure for the Board election vote to a secret ballot.

Compensation Committee Report

The committee held a meeting on Wednesday, September 21, 2022. Matthew made recommendations to the Committee which were approved.

General Managers Report – Matthew Linderman

Financial Flash Report

For the period of September 1 through September 18, 2022

Golf Operations are experiencing a strong September with revenues and rounds ahead of budget.

Golf and Tennis retail and equipment revenues are both ahead of budget and last year. The end of Summer and Labor Day sales were very successful.

Fitness and Spa are experiencing a strong September with revenues ahead of budget and last year.

Food and Beverage restaurant revenues are ahead of budget and last year. Restaurant covers are 2,623 ahead of budget and 1,182 ahead of last year.

Delinquent Dues, Foreclosures and Downgrades

There are currently 23 delinquent Members and 20 of those have been delinquent for more than one year. Last year at this time, there were 38 delinquent Members and 31 of those were from previous years. The reduction in delinquent Members over the past year is due to the Joint Venture lien initiative.

As of today, there has been two foreclosed units compared to 15 at this time last year.

As of September 19, 2022 Golf is up 254 players compared to down 67 players last year. We currently have 1,875 Golf Members: we have not seen these levels since fiscal year 2011/12. Tennis is up two players compared to down 14 players last year. There are 68 Pickleball Members which is up 27 from last year.

Employee Recognition

Mike Bove, Assistant Golf Pro, has been named Assistant Golf Professional of the Year by the South Florida PGA Section. Mike is a Class A PGA Professional with an advance PGA Certification in Golf Operations and Teaching & Coaching.

Department Head Introduction

Paul Griffin, newly hired Executive Chef was introduced to the Board.

Human Resources

We are looking to partner with the University of Montreal to recruit J1's on a four month visa next summer. We are working on finalizing the curriculum and will be attending their job fair on October 24, 2022.

Wes Dinsmoor, Director of Golf Course Maintenance and Landscape has recently tendered his resignation. Wes and his family made the difficult decision to leave Florida and move back to Colorado to be closer to family. While we are sad to see Wes leave Boca West after 16 years, we are excited for his family and their new chapter. We engaged with a top search firm that did a nationwide search, and we feel so fortunate to have hired Jeremiah Lockhart as Director of Agronomy. Jeremiah comes to us with a wealth of knowledge and experience, most recently from PGA National where he assisted in hosting multiple PGA events. Wes has been working remote and is still very involved. Jeremiah will start on October 10 and will work with Wes for a few weeks to ensure a smooth transition.

The International Staff arrivals dictate the venue opening dates. Prime Cut will reopen at the end of November.

General Business

The annual Risk Assessment updated September 2022 was distributed to the Board. The Risk Assessment feeds the Master Plan, which was also updated and distributed to the Board.

UKG, the new payroll and human resources system went live with a smooth transition. Cobalt POS system will go live September 29 in Panache.

The Boca Raton Chamber of Commerce has asked for our assistance to spearhead the Boca Raton Hospitality Awards that will honor employees of Restaurants, Club's and the Hotel industry.

Boca West has appointed Zane Khan as our new ATP resident tennis touring professional. Zane achieved a career high ranking of 16 in the ITF Junior Rankings. He is a three-time Futures winner, winner of the Eddie Herr International Tournament, and a finalist at the U18 Orange Bowl. He made it to the final round of qualifying for the Delray Beach Open and the US Open and is managed by Tennium.

Matthew reported that he attended the annual Distinguished Clubs Summit on September 19 and 20 that was held at West Bay Club on the west coast of Florida.

Boca West has submitted its Platinum Club of America ballot. Voting is in process and the results will be announced in October.

Holiday Dining reservations requests are trending high; Rosh Hashanah with over 600 reservation requests received, Yom Kippur with over 750 reservation requests received. Additionally, we have received over 1200 requests for the Welcome Back event that will be spanned over two nights.

Our Carnival vendor has retired. We are negotiating with two other Carnival vendors that come highly rated by neighboring Clubs. We will finalize details in October.

JR Friend, Mike Bove, Jim Philips and Peter Taylor played in the 100-hole challenge yesterday with a guest appearance by Nanna Koerstz Madsen. They raised over $9,000.00 with a total of two eagles, 31 birdies and only 15 lost balls.

Boca West Realty

There are currently 77 listings on market of which 30 are listed with Boca West Realty.

The Welcome Center will host a month long opening celebration during the month of November.

Sports Center Renovation Update

During last weeks incredible downpour of rain, there was major flooding in the Sports Center. Both the Club's and Contractors insurance companies are involved. Remediation is ongoing and then rebuilding will commence. The Sports Locker Rooms were not in the scope to be replaced were damaged and need compete replacement with a three to four month lead time on new lockers. Our Project Managers/Owners Representatives and Contractors have been very diligent in identifying damage and ensuring the repairs are done. We have been told this will have minimal effects on the timeline.

<u>Foundation Report – Pamela Weinroth (written report provided)</u>

We are proud and grateful to announce that your Boca West Children's Foundation distributed more than $2,000,000 this year to over 34 children's charity programs aiding more than 10,000 at-risk children in Palm Beach County. These funds help feed, clothe, educate, and ensure the physical and mental health and safety of "our" children.

With the generous support of the Boca West Board of Governors members and staff, we shattered all previous years' records. The BWCF has now funded more than $16,000,000 of charity projects in the 12 years since we were established.

Our Annual Member's Appeal has been mailed and we hope that in the spirit of giving, the membership will continue to make the Boca West Children's Foundation a priority in their philanthropy so we can enhance the lives of the children and families we serve.

In addition to the Annual Appeal, our fundraising and major events in the upcoming season will include:

- November 15 – Charity Partner Tours are back starting with a bus tour for potential contributors from Boca West to each of the JAFCO campuses

- December 10 – the Second Annual Walk the Walk Funfest along the esplanade at the intercostal in West Palm Beach as part of the Palm Beach Marathon Weekend
- For our 5th Annual Raffle featuring a fabulous Glendale, Arizona Super Bowl Raffle Package … raffle fundraisers have raised over $700,000 in total.
- Bikes for Tikes for children graduating from pre-K or achieving significant milestones in learning. In the previous two years over 700 bikes have been donated to "our kids."
- December 17 - 13th Annual Home for the Holidays Old Navy Shopping Spree and Pancake Breakfast with the kids from the Boys and Girls Clubs … we annually have 150 children and 150 Boca West members volunteering for this event.
- January 8 - An Evening with the Foundation's dear friend, Jay Leno at Boca West Country Club... we do expect a 900 person guests to attend.
- February 21 – 8th Annual Diaper Drive … last year we broke records and delivered over 180,000 diapers.
- March 27 - 11th Annual $100,000 Golf Challenge

Looking forward to another wonderful season.

Legal – Report – Jerry Glassman

Dr. Edwards thanked Jerry Glassman for his tireless work.

Mr. Glassman reported that the Good Old Days matter has finally closed with the unit being sold.

Mr. Glassman gave a brief update on an active litigation.

Finance Report – Bob Lerner

The Board was invited to a financial Informational session held by Bob Lerner and Kathy Campbell on Tuesday, ahead of the September Finance Committee meeting.

Bob Lerner reviewed and summarized the August financials.

Strategic Planning – Bill Berkowitz

No meetings were held over the Summer months. The Committee will reconvene in October.

Special Projects – Phil Kupperman

Akoya

As of August 31, 2022 Akoya has 110 sold with one pending. There are two units remaining to be sold.

Renovator Program

As of August 31, 2022 the Renovator Program is at 168 acquisitions with three pending acquisitions.

As of August 31, 2022 154 renovated units have been sold with three pending sales.

Total increase in Market Value to date is $27.1 million.

Bulk Renovator

As of August 31, 2022 the Bulk Renovator Program has a total of 56 closed and pending acquisitions. As of August 31, 2022, 25 renovated units have been sold with no pending. Total Market Value appreciation is $6.1 million, $300,000.00 more than last month.

Combined Units

To date there are five combined unit applications approved with two completed combination that have passed the Club's inspection.

A Member, who received approval and acquired the unit next to theirs to combine with their existing unit, has completed the combination and has received closed permits supporting the combined unit as one from Palm Beach County Building Division. We will be inspecting this unit next week.

Motion: On a motion made by Mr. Kupperman and seconded by Mr. Rosenblatt, the Board unanimously authorizes Membership to refund 60% of the Joining Fees paid upon the purchase of the unit and now combined; only one social dues going forward beginning October 1, 2022 upon satisfactory inspection prior to October 1, 2022; and the execution of the Club's required documents.

Leadership Program – Jeanine Banks and Frank Richard

No meetings were held over the Summer months, although the participants were given an assignment. We are receiving back good content as well as ideas and suggestions that can be put forward to the relevant committee chairs

The next scheduled meeting is on October 31, 2022. Boca West Country Club and Boca West Master Association governance is on the agenda.

JV Villages Sub Committee – Frank Richard

The Sub-Committee continued discussions over the summer to continue the successes of the Village Round tables from last year. The round tables for this season have been scheduled. Agendas will differ as different Villages are participating. The Sub-Committee will emphasize to the Villages, through the JV Villages Sub-Committee, that these round tables are "what we can do to help" and expert speakers will be brought in for seminars. The Sub-Committee is working closely with the Master Association.

Hope Week – Jeanine Banks

Jeanine Banks gave gratitude to Arthur Adler and Matthew for coming up with this idea and concept. A weeklong event is in the planning phase and will be advertised in a brochure and the Boca West magazine.

Philanthropic organizations include:

Boca West Chapter Pap Corps
Gilda Mallin Boca West Chapter of Hadassah
Fuller Center
Habitat for Humanity
Place of Hope
Boca Helping Hands

Tri-Country Animal Rescue
Lynn Cancer Institute - Boca Raton Regional Hospital

Audit – Enid Hoffman

Kathy Campbell and Kris Nielsen have held preliminary meetings with RSM for the upcoming annual audit.

The annual 401K audit is in process, also with RSM.

Membership – Enid Hoffman

Motion: On a motion made by Mrs. Banks and seconded by Mr. Rosenblatt, the Board approves the 19 new Membership Nominees presented to the Board.

Membership Statistics

As of September 19 2022, closed and pending sales to new members were 244 compared to 262 last year. These numbers include five new Members in Akoya this year compared to 26 in Akoya last year. Therefore, without Akoya, new Members this year totals 239 compared to 246 last year, noting another strong consistent year of new Members.

Board Approvals needed

Enid Hoffman presented a request of a Member in good standing to temporarily reside in a home within Boca West owned by another Member who was approved under the 75-mile rule.

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

Motion: On a motion made by Mr. Glassman and seconded by Mrs. Banks, the copy of Resolution below will have all names and locations removed, including the copy of the Resolution published to Membership.

WHEREAS, Requesting Members in good standing, have suffered the destruction of their Boca West residence by fire, causing the loss of their home and all of their possessions; and

WHEREAS, during the period of time the requesting Members need to replace their lost residence, they seek to remain at Boca West and to continue to participate as Members-in-Good standing; and

WHEREAS, the Board of Governors of Boca West County Club, Inc. (the "Club") has evaluated all of the options available to the Club to assist the requesting Members in remaining at Boca West through this difficult period; and

WHEREAS, the requesting Members who have participated in this evaluation process have proposed a solution that would involve a private agreement between them and a fellow Member of the Club. The private agreement, described below was brought to the attention of the Administration and the Membership Committee for consideration; and

WHEREAS, the Board of Governors has evaluated the proposed private agreement reached between the two Members. The private agreement involves a Members Boca West unit, which is owned through an arrangement with the Club under the 75-Mile Privilege (Rule Part II, J). As a 75-mile Member with privileges, the Member is prohibited from leasing or renting the unit, required to keep it empty and only use the unit for his family. Both Members have agreed, subject to the approval of the Club, that the requesting Member can stay in the said unit while they seek to replace the Boca West home lost to the fire. Having considered the proposed private agreement, the Board of Governors has determined that it is in the best interest of the Community and the Club to take the actions necessary to allow certain of its terms to take effect; and

WHEREAS, In view of the foregoing and pursuant to Section 5.03 of the Bylaws and Part I, Sec. A 3 of the Rules, the Board of Governors, with the support of the Administration and the Membership Committee, takes the necessary actions described in this RESOLUTION to provide for certain temporary and compassionate exceptions to the 75 Mile Privilege rule.

NOW THEREFORE IT IS RESOLVED AS FOLLOWS:

1. Pursuant to the terms of the private agreement mentioned above, the requesting Member will be allowed to stay in the Members unit temporarily while they seek to replace the home which was lost in the fire. This action by the Board is a temporary and compassionate exception to the 75 Mile Privilege rule which restricts the Member from leasing their unit and requires them to keep it empty.

2. The requesting Member being allowed to stay in the Members unit under the terms of this RESOLUTION does not involve the exchange of monies. The Club is not a party to this private agreement.

3. Notwithstanding the temporary living arrangements described herein, the requesting Member will retain their Equity Membership in the Club while they hold title to the unit lost in the fire and they will continue to enjoy the privileges of the Club so long as they remain Members-in-Good standing.

4. The temporary living arrangement described herein shall be effective immediately and shall expire ninety (90) days after the requesting Members begin to reside in the Members unit.

5. The temporary living arrangement provided for in this RESOLUTION is for the express purpose of providing a place for the requesting Member to stay and enjoy the benefits of Club Membership while they take steps to replace the unit described in Para. 3 above. The Club will consider extensions to the ninety day period described in Para. 4 above, if the requesting Member request an extension in writing to the Membership Department at least ten (10) days before the day of expiration; and further provided that the requesting Member show that they are actively taking steps to replace the unit lost to the fire with an Equity residence . If extensions are granted, such extensions shall be in writing from the Board of Governors, and require the written agreement from Member approving the extension.

6. The actions taken by the Board of Governors set out in this RESOLUTION do not change any Rule or amend any Bylaw, or set any precedent. It is solely a compassionate action to assist a Member in need and is limited to the circumstances described herein.

<u>Membership Initiative Sub-Committee – Enid Hoffman</u>

The focus of this initiative is to find out what various Member groups want out of the Boca West experience. This is not a focus group but rather a group to discuss trends.

Communications and Marketing – Bob Schwartz

The top three hits on the Member App and Website are "Today at a Glance", the Member directory and Tee Times.

Racquet Sports – David Shifrin

The Pickleball court conversion is in process. Six additional Pickleball courts will be added by the end of November as well as lighting being added to of all Pickleball courts.

Golf – Chuck Rosenblatt

Mr. Rosenblatt presented several RFA's for approval.

Motion: On a motion made by Mr. Rosenblatt and seconded by Mr. Berkowitz, the Board unanimously approves RFA 1811 for the unbudgeted expense to remodel the comfort stations.

Motion: On a motion made by Mr. Rosenblatt and seconded by Mrs. Banks, the Board unanimously approves RFA's 1799 – 1810 all for the budgeted expenses to replace various pieces of Golf Course Maintenance equipment.

The new GPS system has been added to all golf carts, both fleet and private.

The new fleet carts have been ordered and we are waiting on delivery.

House and Activities – Jeanine Banks

Mrs. Banks commended the staff within Food and Beverage, Catering and Activities for all the added activities for the summer.

Motion: On a motion made by Mrs. Banks and seconded by Mr. Wolf, the Board unanimously approves RFA 1812 for the unbudgeted expense for the three phase UPS for the server room.

Fitness, Aquatics and Spa – Charlie Wolf

Motion: On a motion made by Mr. Wolf and seconded by Mrs. Banks, the Board unanimously approves RFA 1814 for the budgeted expense to replace the massage tables.

Mr. Wolf reported that the services price in the Salon will increase effective October 1.

Retail – Jonathan Schraub

John Collings was the guest speaker at the September Committee meeting. John reviewed the retail component planned for the Sports Center.

Human Resources – Arthur Adler

H2B Update

We received all of the H2B final approvals from the Department of Labor and USCIS.

We are now working with local political leaders to assist with scheduling visa appointments at the overseas consulates. We will be coordinating with Workaway, our International recruiting firm, for an orderly planned arrival schedule.

To date, there are 365 hires this year vs. 305 last year that arrived with 168 re-hires.

Employee Housing

We have secured almost all of the housing for the upcoming season as we were required to obtain a percentage of apartments year round, with a total of five complexes. We used many apartments over the Summer to house the Hospitality Management Interns while they were here. This served a dual purpose of offering housing for the out of town participants, which is very attractive as well as helping to offset a minimal amount of the expenses.

Recruitment

We continue to recruit locally for a number of positions including culinary staff, servers, server assistants, food runners, and golf course maintenance laborers.

Employee Insurance

We negotiated our renewal with Blue Cross/Blue Shield in July to limit our annual renewal rates by participating in their wellness program. This is a strong initiative where we will conduct biometric screenings on-site as well as other initiatives to engage our staff and keep them healthy.

College Recruiting

We continue our partnership with St. Andrew's, Polo Club, Addison Reserve and other Clubs to sponsor another Country Club Management class this Fall at FAU. We continue to send our job openings list to the FAU students weekly and hope to attract their students to work part time while attending school but more importantly, attract the future leaders to choose a career in the Country Club industry. We are attending the Job Fair at Florida Gulf Coast on September 27, FSU in Tallahassee on October 4 and UCF in Orlando on October 25. During these trips, we will focus on hiring Hospitality Management Interns winter and summer terms. We have also connected with a college in Montreal to recruit J1's for next summer as well.

Tenure Luncheons

We are hosting our annual tenure luncheon on September 29. There will be 50 employees celebrating anniversary milestones for every 5 years employed spanning from 5 years to 40 years.

401-k Plan

All of the testing for the annual audit 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 12/31/21.

Wellness Committee

The Wellness Committee has put together an exciting calendar of events for the staff. We are working closely with Baptist Hospital group to promote events and seminars with great topics on leading a healthy lifestyle.

Top Workplaces USA

We will be participating in the survey again this year.

Staffing

The current number of employees is 490 compared to 461 last year and 464 in 2020 at the same time.

Ombudsman – David Shifrin

Nothing to report at this time. All inquiries received are answered or forwarded to the corresponding Department for a response.

BWMA – Bob Schwartz

Nothing to report in addition to Dr. Edwards report.

Unscheduled Topics

Discussion on golf cart insurance and registering golf carts.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 12:10pm