BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	January 26, 2023
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:	February 27, 2023

Approval of Minutes

Motion: On a motion made by Mr. Rosenblatt and seconded by Mrs. Banks, the minutes of the December 15, 2022 Board meeting were approved.

Chairman's Report – Phil Edwards

Dr. Edwards wished the Board a Happy and Healthy New Year.

The Holiday events at the Club were a huge success. Members and their families enjoyed all the Club had to offer. Dr. Edwards thanked Matthew Linderman and the entire staff for their exceptional service, creativity and hard work in achieving Member satisfaction.

Dr. Edwards thanked Jeanine Banks for her leadership on driving Hope Week. We plan to make Hope Week an annual event at Boca West.

Details regarding the Annual Meeting were discussed. New Committees will be selected in March following the Annual Meeting. A notice to the Membership will go out in the coming weeks with instructions for Committee consideration.

The New Member Party will take place on Tuesday, January 31. The entire Board and their spouses are invited to attend and welcome the new Members.

Joint Venture Committee on Villages

Dr. Edwards reported the number of villages participating in the village sessions has doubled since inception. Village Boards and Representatives are gaining in depth knowledge on a variety of topics such as Property Insurance, Condo Law, and Florida Insurance Reforms.

75-mile rule

An internal audit was conducted and it was discovered nine units were in violation of the 75 mile rule.

Dr. Edwards recommended suspension of the Members as well as for grievances to be filed against them. In depth discussion ensued with reference to the Club's Bylaws and Rules and Regulations.

The Board agreed to have a letter sent to the unit owners that are in violation of the 75 mile rule and their agreement from the Secretary of the Board, requesting the necessary documentation to determine if they are in compliance or in violation. Failure to respond within five days of receiving the letter or response received is inadequate the Board authorizes the General Manager to issue an immediate suspension.

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

Made this 26th day of January, 2023 at a regularly scheduled meeting of the Board of Governors.

WHEREAS, it has come to the attention of the Board that certain members of the Club whose membership is based on the "75 mile Privilege" contained in Section II J of the Rules and Regulations of the Club, Section 2.11C of the Club's By-laws and the agreement executed by the member pursuant to Rule J(1) and By-law 2.11C (the "Agreement"), appear, in violation of their Agreement, to have entered into rental or other use and occupancy agreements for their units with individuals who are not permitted as lessees;

WHEREAS, pursuant to Rule 2 (J) 4 of the Rules any violation of the provisions of the Agreement or related by-laws or Rules will result in the loss of all membership privileges as of the date of the violation, plus the loss of any entitlement to a refund of any dues or other fees paid;

NOW, THEREFORE, IN CONSIDERATION OF THE ABOVE, IT IS HEREBY RESOLVED AS FOLLOWS:

1. The Board directs the Secretary to send a certified letter, in a form to be provided, to each such unit owner advising the member of the Board's belief that the unit appears to have been rented or leased to persons not permitted as tenants or lessees under the terms of the Agreement and that such conduct is in violation of the terms of the Agreement and related Rules and By-laws;

2. The letter to the subject members shall advise as follows:

    a. The member must respond in writing to the letter within five (5) days of the postmarked date and provide evidence satisfactory to the Board, in its sole discretion, that the unit in question has not been leased or otherwise occupied in violation of the Agreement; and

    b. If no response is received within the designated time, the Board will authorize an immediate suspension and commence appropriate grievance procedures under Article X of the By-laws; and

If a timely response is received but is deemed in the sole discretion of the Club to be insufficient or in any manner inadequate to resolve the matter, the Secretary of the Board, pursuant to Article X of the By-laws, will refer the matter to the Club grievance process for further handling.

Grievance 06-2021

The Board Members received a letter from the Members Offspring Guests involved in grievance 06-2021. No further action to be taken.

Club Committees

Dr. Edwards reported the synergy and collaboration between Committees is going well. The Membership Committee has been working with the Legal Committee on Membership interviews. The Communications Committee has been working with the Joint Venture on projects as well.

Dr. Edwards thanked Bill Berkowitz, Bob Schwartz and Enid Hoffman for their work on the Nominating Committee.

Gold Card Guest Incident

Pursuant to Section 10.02 of the Bylaws, the President and General Manager issued an emergency suspension for the Gold Card Member involved in an incident in the Spa.

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

Made this 26th day of January, 2023 at a regularly scheduled meeting of the Board of Governors.

WHEREAS, A Gold Card holder, while a guest of another Member, on January 15, 2023 in the spa engaged in improper conduct (loud, abusive and inappropriate behavior towards Staff) likely to endanger the health, welfare, safety, harmony or good reputation of the Club for which, pursuant to By Law Section 10.02, and

WHEREAS, on the day in question, the holder of a Gold Card sponsored by his Parent, attempted to use the Club facilities without activating their Gold Card. The Parent was immediately contacted by the General Manager and pursuant to the Rules and advised that the offspring was barred from Club facilities, where they remain barred to this day, and

WHEREAS, the General Manager's action is subject to approval of the Board of Governors, and in addition to approval, under Rule III, D, 1, "Should the Board, in their sole discretion determine that a Guest of a Member has engaged in conduct which violates the Bylaws, Rules, is otherwise deemed improper or conduct that is likely to endanger the health, welfare, safety or good reputation of the Club, or its Members, shall by vote as determined by the Board, be subject to the suspension of their guest privileges including but not limited to a lifetime suspension."

WHEREAS, the Board of Governors at its regularly scheduled Board meeting on January 26, 2023, having had the opportunity to consider all options available to the Club with respect to the Gold Card Guest because they are not a Member of the Club and pursuant to the authority set forth in the Club's Bylaws and Rules and Regulations concludes that it would be in the best interests of Club to continue to the Gold Card Guest from the Club.

NOW THEREFORE IT IS HEREBY RESOLVED AS FOLLOWS:

1. The following conditions shall take effect immediately and shall continue in full force for a period of six (6) months until July 26, 2023.

2. The Gold Card Guest shall not be permitted to become a Member and/or in any way enter and/or use Club facilities. Moreover, the Members Offspring shall not be permitted to participate in any activities of the Club as a guest of another Member, Staff, Management or any person or entity that contracts to use the Club's facilities (i.e. outside affairs).

3. The Gold Card Guest or any person or any entity (including but not limited to a Trust, Land Trust, Corporation, Partnership, Limited Partnership and Limited Liability Company) owned or affiliated with the Members Offspring or one of their entities shall not purchase property in the Boca West Community and/or apply for membership in the Club, or designate the Members Offspring as a "Designated User".

4. Subsequent to April 26, 2023, The Member may petition the Board of Governors for the reinstatement of the Offspring's Gold Card. The Members petition must include an acceptable letter of apology to the Staff of the Spa and the Board of Governors signed by the Gold Card Guest; and certification to the Club's Executive Office that the Gold Card Guest has successfully passed an acceptable Anger Management course. Granting reinstatement is at the discretion of the Board.

5. Management is hereby authorized to take all necessary steps to implement the terms of this resolution, including the "posting" of this resolution in accordance with Article X, Section 10.02, Paragraph C of the CLUB's Bylaws.

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

Financial Flash Report:

For the period of January 1 through January 23, 2023.

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

Golf and Tennis Retail and Equipment is ahead of budget for January due to the success of the 'Play for Pink' and 'Freaky Friday' sales.

Fitness and Spa revenues are higher than budget.

Food and Beverage restaurant revenues are less than budget due to the delay in opening of the Lifestyle and Racquet Center. Mr. D's and Grand Centrals average check is higher than budget as both outlets are currently open for lunch and dinner. Panache average check is higher than budget due to the recent increase in prices. Catering revenues are higher than budget due to higher head counts for events than what was budgeted, as well as additional events not budgeted.

Delinquent Dues, Foreclosures and Downgrades

There are currently 27 delinquent Members and 14 of those have been delinquent for more than one year. Last year at this time, there were 45 delinquent Members and 33 of those were from previous years. The reduction in delinquent members of the past year is due to the Joint Venture lien initiative.

As of today, there are six foreclosed units compared to one at this time last year.

As of January 24, 2023 there are currently 1,981 Golf players which is up 105 players compared to last year. This is 62 less players than in fiscal year 2008/2009. There are currently 243 Racquet Sports players which is up 29 players compared to last year. The Tennis community has not had this many players since fiscal year 2015/2016.

General Business

Construction continues at the Lifestyle and Racquet Center. The pools have come together quickly, however we cannot open until the restrooms are complete. These restrooms have been delayed and the contractors are prioritizing these buildings. We continue to plan on a phased opening with the hope of opening the pools for the Presidents week holidays. I will send an email to the Membership with more details as soon as we have firm dates.

The restaurant to go program is being updated in order to ensure every member experiences the highest level of quality and service with each meal, whether that is enjoyed in our restaurants or at home. The current program is creating issues at the valet entrance to the kitchen. The team is working out details to accommodate all to go requests and in dining Members. Email communications detailing the changes will be sent to the Membership in the coming days. The Board was in agreement.

Boca West Master Association has notified us that the Glades Road entrance monuments will be updated with new paint and the Club logo in the next six weeks. The construction of the Glades Road security guard house is slated to commence in April 2023.

Human Resources

The new Director of Golf, Travis Wehrs, starts on February 1. Travis comes to us from a national search through the PGA. He has an extensive background in Golf Operations and we are looking forward to have him on board.

The new Spa Manager, Elaine Sbrolla, starts on February 1. Elaine comes to us from St. Andrews where she was the Assistant Director of Fitness and Spa for the last 11 years.

Boca West Country Club has been named Top Workplace for the fourth year running. This award is voted on by employees using a third party survey company. This achievement is one we are extremely proud of.

Joint Venture

Matthew Linderman reported on the successes of the marketing program through Boca West Realty. Since inception, Boca West has 558 new members, 55 percent of those new members had registered with BWR prior to the purchase.

RSM has been retained to prepare the tax return for Boca West Community Advisors and Boca West Realty.

Foundation Report- Pamela Weinroth (written report provided)

On January 8th the Boca West Children's Foundation brought back Jay Leno for an encore performance. Jay Leno was on his game as he entertained over 760 people. Gross revenue for the event was over $1,100,000. A large thank you goes out to everyone at Boca West Country Club. We couldn't do what we do without the continued support from the Board of Governors, senior management and staff.

Our raffle drawing was held on January 23rd. Dr Phil Edwards drew the winner of two tickets, hotel and a tailgate party for the Superbowl on February 12, 2023. Gross revenue was over $140,000.

Our 8th annual Diaper Drive is taking place on February 21st in the clubhouse parking lot where the tent was previously set up. In addition, we are putting up a second location at the tennis tunnel so as not to miss anyone. 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 180,000 diapers we donated last year.

We're starting to plan for graduation gifts for "our kids". Our third 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!

Remember our 11th Annual Golf Challenge is on Monday, March 27th. We are expecting a record turnout. As of this writing we are two thirds sold.

Legal Report – Jerry Glassman

Jerry Glassman gave an updated on various legal matters.

Finance Report – Bob Lerner

Revenue through December continues to be positive despite the delay in opening of the Lifestyle and Racquet Center.

Payroll expenses through December are close to budget. Operating Expenses are over budget in Food and Beverage, Valet and Activities due to increased participation in Club events and operating costs continue to be impacted by inflation.

Total cash as of December 2022 was $1.07 million compared to $30.6 million the previous year with no outstanding balance on the Line of Credit.

As of January 2023 the Club borrowed $12 million from the line of Credit.

Special Projects – Phil Kupperman

Akoya

As of December 31, 2022 Akoya has 111 sold with one pending. One unit remains available.

Renovator Program

As of December 31, 2022 the Renovator Program is at 170 with three pending acquisitions.

As of December 31, 2022 there are 158 renovated units sold with one pending.

Total increase in Market Value is $28.5 million.

There are 12 units now under construction or pending sale, seven of those units are currently paying social dues for this fiscal year.

Bulk Renovator

As of December 31, 2022 the Bulk Renovator Program has a total of 57 closed and pending acquisitions.

As of December 31, 2022 there are 31 renovated units sold with three pending sales.

Total Market Value appreciation is $7.7 million, $500,000 more than last month.

Combined Units

There has been no change in the number of units acquired under this initiative. Of the 7 Members who have acquired combinable units, 3 were previously completed and approved. This week, Leslie Kennedy, Matthew Linderman and Phil Kupperman inspected a completed unit in Clubside, the units meets the Club's criteria to become one residential unit, properly permitted.

Motion: On a motion made by Phil Kupperman and seconded by Ms. Hoffman, 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 February 1, 2023; and the execution of the Club's required documents.

Leadership Program – Jeanine Banks and Frank Richard

Session 5 will take place on January 30. Topics discussed will include a Committee Overview, Real Estate at Boca West, Residential Home Improvement Program, and the Joint Venture Village Sub Committee.

Jeanine Banks asked the Board to recommend candidates for next year. Mrs. Banks thanked Matt, Howard Liebman and Jerry Glassman for being the foundation of the Leadership Program.

Joint Venture Committee on Villages – Bob Schwartz on behalf of Frank Richard

Two seminars were held in January including topics on Condo Association Legal Docs, Florida Condo Inspection, Reserves, and Structural Repair Law and Property Insurance Reforms.

The upcoming seminars are scheduled for February 3 on Florida New Era with Major Property Insurance Reforms and February 10 on Amending Documents.

The committee has had some discussion about adding sessions on electric vehicle charging stations as well as another reserve study program.

Hope Week – Jeanine Banks

Over 200 volunteers signed up and it has been a great week of serving so far. Jeanine Banks expressed gratitude to Christina Guilianti and Kathy Kohlhepp for their dedication, creativity and responsiveness when assisting the volunteers with registering through the Club App and website. After the success of this year, we are building a great model for years to come. Jeanine Banks recognized Matt and Arthur Adler for their concept many years ago that has now been brought to life.

During the Habitat for Humanity Volunteer day of Hope Week, Enid Hoffman was awarded for her volunteerism and service. Congratulations to Enid on this achievement.

Membership – Enid Hoffman

Ms. Hoffman reported on the format for the New Member Party on Tuesday, January 31. The entire Board and their spouses are invited to attend and welcome the new Members.

Motion: On a motion made by Ms. Hoffman and seconded by Mrs. Banks, the Board unanimously approves 13 new Member Nominees presented.

Motion: On a motion made by Ms. Hoffman and seconded by Ms. Lerner, the Board unanimously approves the Member Nominee presented to be admitted to Membership under the 75-mile rule.

Membership Statistics

As of January 24, 2023, closed and pending sales to the new members were 56 compared to 107 last year. Including one new member in Akoya this year compared to two last year.

Board Approvals Needed

Ms. Hoffman 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 Ms. Hoffman and seconded by Mrs. Banks, the Board approves the six month extension.

Trendz Sub Committee – Enid Hoffman

The Committee report has been finalized. It was a successful first year for the Sub Committee with 60 Members participating. The Members selected were a part of a targeted group identified through Membership that had purchased in Boca West within the last 3 years and were under the age of 70.

The next session will be comprised of single Members.

Communications and Marketing – Bob Schwartz

An overview of the Joint Venture was given at the Committee meeting.

Bob Schwartz discussed his upcoming article in the Boca West magazine.

Racquet Sports – David Shifrin

A second Pickleball Color War tournament has been scheduled due to the high demand.

Racquet sports transitioning to lottery reservation system for events.

Pickleball lighting is complete.

Golf – Chuck Rosenblatt

Play for pink is currently underway. The Club has raised over 90K with 588 players signed up.

Chuck Rosenblatt recognized the Golf Staff for all of their hard work.

House and Activities – Jeanine Banks

Jeanine Banks thanked the Activities and Food and Beverage Staff for a successful Holiday week events.

The dress code and efficient strategies to maintaining it was discussed at the Committee meeting.

Fitness, Aquatics and Spa – Charlie Wolf

Nothing to report in addition to the minutes already distributed.

Retail – Jonathan Schraub

This has been a breakout year for Retail sales. There is a lot of new merchandise in the Retail Shoppes around the Club.

IT – Steven Roth

Nothing new to report.

Human Resources – Arthur Adler

Arthur Adler reported that Barbara Crowley has left Boca West after 36 years of service. She was presented with a wonderful offer as the Chief Executive Officer of Workaway International, our International staffing agency, to expand their business. We are excited for Barbara and her next chapter and look forward to working with her in this new capacity.

International Staff

We have started planning the International staff's departure dates, to stay in line with the phased opening of the Lifestyle and Racquet Center.

Summer Recruitment

The summer recruitment continues for college students to take part in our Hospitality Management Internship. We are attending the following career fairs this spring:

- University of South Carolina
- Florida State University
- Florida International University
- CMAA Career Opportunities and Networking Showcase
- Lynn University
- Florida Atlantic University

Employee Benefits - 401-k Plan

We are still in the process of finalizing year end testing. Once completed, we will receive a summary from Vanguard on how the plan performed during the 2022 calendar year. This should be done by the end of January.

Employee Wellness Fair

On January 6 we hosted our Employee Wellness Fair. We had food, drinks, vendors, and even some interactive vendors including a petting zoo, painting classes, and chair massages. We also had a huge raffle prize giveaway where each employee that attended received 3 tickets to submit for any prize they wanted. All prizes were wellness-inspired, from a FitBit to a Kayak. All of this was paid for by the annual wellness funds we receive from Blue Cross Blue Shield. We also had biometrics screenings for the staff at this event. We had 129 out of the 130 scheduled attend for the biometrics which is the largest turnout we have had yet! We had 330 staff members take part in the Wellness Fair in total. We received great feedback from management and staff.

Staffing

The current number of employees is 857 compared to 746 last year, 774 in 2021 and 657 in 2020.

BWMA – Bob Schwartz

Nothing to report.

Ombudsman – David Shifrin

David Shifrin reported that he continues receive inquiries on the completion of the Lifestyle and Racquet Center.

Unscheduled Topics

Dr. Edwards discussed Board succession and current Board recommendations to the incoming Board Members.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 1:25pm.