BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	May 31, 2023
MEMBERS PRESENT:	P. Edwards, J. Banks, E. Hoffman, F. Richard, B. Berkowitz, A. Adler, M. Haberman, B. Lerner, S. Roth, J. Schraub, R. Schwartz, A. Schwartzman, D. Shifrin, R. Shulman, C. Wolf,
MEMBERS ABSENT:	
PARTICIPANTS:	P. Kupperman (Non-Board Member) M. Linderman, K. Campbell, L. Stefaniw
FOR INFORMATION:	The Board of Governors
ISSUED BY:	Philip Edwards
ISSUE DATE:	June 30, 2023

Grievance Committee – Howard Boilen on behalf of Richard Chavis

Grievance 07-2023

Phil Edwards recused himself from the Grievance.

Howard Boilen presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed against a Member by Jeanine Banks, Chair of the House and Activities Committee. 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 the Member be suspended for a period of three months; Matthew Linderman is to contact the Members spouse to discuss concerns of cognitive issues related to the Member; appropriate letters of apology to Matthew Linderman and the Restaurant Staff; Incident be recorded in the Members file.

In depth discussion amongst the Board.

Motion: On a motion made by Mr. Wolf and seconded by Mr. Shwartzman, the Board agrees for the Member be suspended for a period of six months; Matthew Linderman to meet with the Members spouse; appropriate letters of apology to Matthew Linderman and the Restaurant Staff; Incident be recorded in the Members file.
9 approved; 4 opposed; 1 recused.

Grievance 08-2023

Howard Boilen presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed against a Member by Jeanine Banks, Chair of the House and Activities Committee. 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 the Member be suspended for a period of one year; appropriate letters of apology to Matthew Linderman and the Restaurant Staff; Incident be recorded in the Members file.

In depth discussion amongst the Board.

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

Grievance Appeal 04-2023

The Member involved in the grievance appeared before the Board to appeal the final decision of the Board. The Member thanked the Board for the opportunity to appeal the decision and gave a statement.

The Member was excused and the Board discussed the Members appeal.

Motion: On a motion made by Mr. Lerner and seconded by Dr. Shifrin, the Board agrees to reduce the suspension to a nine month period followed by three month probation period.

<u>Larry Corman – Club Counsel</u>

Outside Counsel, Larry Corman of Greenspoon and Marder LLP, was invited to the Board meeting to provide a legal opinion on various matters.

Mr. Corman gave an overview and provided legal opinion on the recently revised 75-mile rule as it relates to the Clubs Bylaws.

Motion: On a motion made by Mr. Schwartz and seconded by Mrs. Banks the Board unanimously agrees to rescind the most recent 75-mile Rule changes that were adopted at the March Board meeting. Further the legal committee is to work with Club Counsel to revise the Rules and Regulations and the 75-mile Rule agreement.

Approval of Minutes

Motion: On a motion made by Mr. Haberman and seconded by Mr. Roth, the minutes of the April 27, 2023 Board meeting were approved.

Chairman's Report – Phil Edwards

Capital Improvement Program

Dr. Edwards gave an update on the loan for the Capital Improvement Financing with Fifth Third Bank

The engagement letter for the Construction Project audit with RSM has been signed. The Audit will take a number of months to complete.

Dr. Edwards provided the Board with a complete and detailed history of the Capital Improvement Program along with timeline from concept inception to current date.

Boca West Master Association

A letter was sent to Village Representatives on May 9 seeking approval of two proposed Amendments to the Master Association Declaration of Maintenance Covenants to be implemented September 1, 2023.

Motion: On a motion made by Mrs. Banks and seconded by Mr. Lerner, the Board agrees to support the first amendment to the Master Association Declaration of Maintenance Covenants with the proviso that Jonathan Schraub as Legal Chairman draft a notification to the Master Association not to change the exceptions.
14 approved; 1 opposed.

Motion: On a motion made by Mr. Berkowitz and seconded by Mr. Haberman, the Board agrees to support the second amendment to the Master Association Declaration of Maintenance Covenants.
13 approved; 2 opposed.

Joining Fees

Dr. Edwards shared a comparative list for joining fees of surrounding Clubs.

The Board discussed raising the Club's joining fee. The discussion was tabled for the June Board Meeting.

Bill Berkowitz left the meeting.

Joint Venture

A Steering Committee meeting was held on May 15 and was a productive meeting. The Committee is looking to expand goals and planning a Joint Venture symposium.

Grievance 01-2023

Dr. Edwards reported that the Member involved in the grievance has requested a reduction in suspension based upon successfully complying with the requirements outlined in the final Board ruling.

Motion: On a motion made by Mr. Lerner and seconded by Mr. Schwartz, the Board agrees to reduce the suspension period to six months. Additionally, if the Member receives a traffic violation within Boca West Country Club, the Member will be subject to an additional suspension determined by the Board.
13 approved; 1 opposed; 1 absent.

General Business

Dr. Edwards shared a first draft of proposed Board goals. Board Members are to review and make suggestions ahead of the June Board meeting.

Dr. Edwards reviewed the agenda for the Board retreat scheduled for June 7, 2023.

Bob Schwartz discussed the golf cart insurance process and how it relates to Florida law.

General Managers Report – Matthew Linderman

Financial Flash Report

For the period of May 1 through May 24, 2023

Golf Operations revenues are currently ahead of last year but slightly lower than budget due to unfavorable weather conditions in May.

Golf Merchandise revenue is currently lower than budget but it is expected to even out by month end with revenue generated from Memorial Day weekend sales.

The Cabana Shoppe is under budget due to the delay in opening.

Fitness and Spa is experiencing a strong May with revenues and services higher than budget and last year.

Food and Beverage restaurant revenues as less than budget due to the delay in opening of the Lifestyle and Racquet Center. Grand Centrals average check is higher than budget as it is currently open for all meal periods. Panache's average check is higher than budget as it is open for dinner more days than budgeted and due to an increase in menu prices.

Catering is experiencing a strong May with revenues higher than budget due to additional events not budgeted.

Delinquent Dues, Foreclosures and Downgrades

There are currently 17 delinquent Members and 12 of those have been delinquent for more than one year. Last year at this time, there were 34 delinquent Members and 29 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 May 31, 2023 there are currently 1,980 Golf players which is up 114 players compared to last year. This is 52 more players than in fiscal year 2009/2010. There are currently 246 Racquet Sports players which is up 32 players compared to last year. The Tennis community has not had this many players since fiscal year 2015/2016.

Human Resources

All International Staff have left. We are transitioning to our Summer Staffing with the Hospitality Management Interns and J1's starting to arrive in the first two weeks of June.

The Director of Lifestyle candidate we extended an offer to has turned it down. The search has restarted and we have been presented with four new candidates. Joe Barone has committed to staying on as long as needed.

We have engaged with Kopplin, Kuebler and Wallace executive search firm for the Director of Human Resources search.

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.

We are working with the Boca Raton Chamber of Commerce to host their inaugural Platinum Service Award Luncheon recognizing individuals working in Hotels and Country Clubs for South Palm Beach County. The awards ceremony will be held at Boca West on October 25, 2023. We have submitted nominees for each of the categories.

There are four dependents of employees that will be awarded the Jay DiPietro scholarship this year; 1 Culinary, 1 Spa, 1 Golf and 1 Stewarding. The awards ceremony will be held at Lynn University on June 3, 2023.

General Business

We have opened Mr. D's Roadhouse as a second lunch venue on busy golf days. The additional venue has helped with volume in Grand Central. We will look at adding more venues and events as the Interns get trained, in addition Human Resources continues their efforts in local hiring. The delay in construction completion has put a strain on additional venues as we were expecting to have Market Square and Cabana Pool Bar and Grill open.

We have interviewed a potential Pickleball Touring Pro, Christa Gecheva. Christa has been in the tennis circuit for many years but has transitioned to pickleball. We are in the process of finalizing an agreement and hope to bring her on in the upcoming months.

Construction Update

The Comfort Station upgrades will be completed by the end of Summer. A lot of work will be done during aerification of each Golf Course to minimize Member interruption.

The Lifestyle and Racquet Center construction is moving along. We are looking at completion and opening in a phased approach in July, August and September. We are awaiting a narrowed down timeline from the Contractors and an update will be sent to the Membership in the upcoming weeks.

Foundation Report – Pamela Weinroth (written report provided)

The Boca West Children's Foundation achieved our goal this year. The total of all monies, goods and services distributed to our charity partners, i.e. discretionary grants, golf winnings, raffle ticket sales, bicycles, bike helmets, swim goggles and donor directed grants exceeded $2 million.

Although we have had a great year, and the bar keeps rising, the number of kids who need our assistance, unfortunately, keeps rising as well.

Roots and Wings, whose mission is to support and encourage children's reading skills and teachers who inspire learning, created a program entitled Project UpLift.

Project UpLift currently serves 1st 2nd and 3rd graders at Title I schools in Delray Beach, Boynton Beach and Boca Raton.

New this year, each child who displayed the highest level of achievement received a brand-new bicycle. In total 205 bikes of the 400 ordered for Bikes for Tikes were given out to Roots and Wings children.

Bound for College identifies motivated students in high school and tutor students after school on ACT/SAT exams. Over 95% of their students graduate with a college degree.

The Foundation was able to help Sweet Dream Makers by assisting the giving of 350 additional beds to children sleeping with siblings or on the floor.

We, at the Foundation, all look forward to accomplishing great things in the future with all of you to help "our" kids.

Nominating Committee – Jonathan Schraub

Jonathan Schraub reported that he is in the process of receiving applicants for the Committee Members.

Finance Report – Frank Richard

Frank Richard reported on highlights for the month of April.

Special Projects – Phil Kupperman

Akoya

As of April 30, 2023 Akoya has 112 units sold with one unit under contract for June 30, 2023 closing. This accounts for all units.

Renovator Program

As of April 30, 2023 the Renovator Program is at 176 acquisitions with three pending acquisitions.

As of April 30, 2023 there are 161 renovated units sold.

Total Market appreciation is $29.3 million.

There are 15 units now under construction, six of those units are currently paying social dues for this fiscal year.

Bulk Renovator

As of April 30, 2023 the Bulk Renovator Program has a total of 58 units closed and pending acquisitions.

As of April 30, 2023 there are 37 renovated units sold with two pending sales.

Market Value appreciation from these sales is $9.2 million.

Total Market Value appreciation is $38.5 million, with three pending acquisitions, 34 units under renovation and two units pending sale for a total of 39 additional units to be sold under this program. These additional units to be sold will generate another $3.51 million in new Joining Fees.

Combined Units

There has been no change in the number of units acquired under this initiative. Of the seven Members who have acquired combinable units, four have been completed and approved. One combinable unit is completed and awaiting inspection.

Motion: On a motion made by Mr. Schwartz and seconded by Mrs. Banks, 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 July 1, 2023; and the execution of the Club's required documents upon the satisfactory inspection of the completed combination by June 30, 2023.

Joint Venture Committee on Villages – Bob Schwartz

Bob Schwartz reported that the committee is finalizing the Village session dates. The next Committee meeting is scheduled for June.

Membership Report – Enid Hoffman

Motion: On a motion made by Ms. Hoffman and seconded by Mr. Haberman, the Board approves the 15 new Member nominees, one companion and one legacy guest presented. Robin Shulman recused.

Motion: On a motion made by Ms. Hoffman and seconded by Mr. Haberman, the Board approves five new 75 mile Member Nominees. The 75-mile rule acknowledgement and agreements have been signed.

Board Approvals

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.

Membership Statistics

As of May 19, 2023, closed and pending sales to new Members were 137 compared to 200 last year. Including two new Members in Akoya this year compared to seven last year.

Human Resources – Bob Schwartz

International Staff

We have received the Prevailing Wage Statements for all H2B positions. All of the necessary information needed for the visa process will be prepared to send to the Clubs Immigration Attorney to start the H2B application process.

The Club's immigration attorney reported that the Club should receive all of the approvals as we have in the past.

Employee Apartments and Transportation

This summer, the J1's and Hospitality Management Interns will be staying in our housing. Additionally we provide transportation for our J1s to and from work, per visa regulations. To fulfill all van shifts that are needed, we have kept our seasonal van drivers on as full-time year-round, as well as hired an additional driver.

Recruitment

Boca West Country Club was awarded Top Workplace USA 2023 for the fourth consecutive year. We are promoting these awards in all job ads as a recruitment tool.

The recruiting trip to South Africa is being finalized with travel at the end of July. There are a number of former participants that are interested in returning, so we should have a very high return rate next season.

Staffing

The current number of employees is 872 compared to 748 last year and 828 in 2021.

Unscheduled Topics

Enid Hoffman reported on lessees in regards to the rules for Golf and Racquet Sports. Second year lessees are limited on the time of day for Golf and Racquet Sport play. It has been recommend the policy be reviewed annually.

The Board agreed no change to the current Rules.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 1:45pm.