BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	September 21, 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:	October 23, 2023

Grievance Committee – Rick Chavis

Grievance Appeal- 09-2023

The Member involved in the grievance appeared before the Board with their Spouse to appeal the final decision of the Board. The Member thanked the Board for the opportunity to appeal the decision, apologized and made a statement.

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

Motion: On a Motion made by Mr. Haberman and seconded by Mr. Schwartzman, the Board is in agreement that no changes to the one year suspension; the Member is to successfully complete and Anger Management course. The letters of apology to the Board of Governors, Matthew Linderman and the Golf Staff have already been received.

Grievance 10-2023

Rick Chavis presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed by Jeanine Banks, Chair of House and Activities Committee. The Companion of a Member involved in the grievance engaged in improper conduct with a staff member, affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Article X Section 10.2.

The Grievance Committee recommends the Companion be suspended from all activities and venues at Boca West Country Club for a period of one year followed by one year probation; the Companion is to successfully complete an Anger Management course and appropriate letters of apology to the Board of Governors, Matthew Linderman and the Restaurant Staff.

The Board discussed the grievance.

Motion: On a motion made by Mrs. Banks and Mr. Berkowitz, the board accepts the recommendation of the Grievance Committee. The Companion is to be suspended for a period of one year followed by a one year probation period. The Companion is to successfully complete an Anger Management course and appropriate letters of apology to the Board of Governors, Matthew Linderman and the Restaurant Staff.

Approval of Minutes

Motion: On a motion made by Mr. Berkowitz and seconded by Mrs. Banks, the minutes of the June 29, 2023 Board Meeting are approved.

Chairman's Report – Phil Edwards

Dr. Edwards welcomed back the Board from their Summer travels.

Dr. Edwards thanked Arthur Schwartzman, Audit Chair, and Kathy Campbell, CFO and the Accounting team for their work with the auditors this year. Typically the Club would have two audits performed during the course of the year; however, this year there will be four audits with the addition of the Construction audit and the TAA.

Golf Course Construction Update

The Special Project Committee is responsible to assist in developing, administering and presenting Capital Projects for the Boards approval before they are brought to the Membership for final approval.

On October 19, 2023 a Special Board meeting has been scheduled for Fry/Staka, Golf Course Architects, to present their preliminary plans for the future Golf Course Construction. Our goal is to present this Capital Project to the Membership in March 2025.

Compensation Committee Report

The committee held a meeting on Wednesday, September 14, 2023. Matthew made recommendations to the Committee which were approved.

David Shifrin left the meeting

General Managers Report – Matthew Linderman

Financial Flash Report

For the period of September 1 through September 18, 2023.

Golf Operation revenues are currently ahead of last year but slightly lower than budget due to hot and rainy September weather conditions.

Golf and Racquet Sports merchandise revenues are ahead of budget for the month of September due to the end of Summer and Labor Day sales.

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

Food and Beverage restaurant revenues and check average are ahead of budget due to the increase in menu pricing and the timing of Rosh Hashanah dining with 750 reservations.

Catering revenues are ahead of budget due to an unbudgeted birthday event.

Delinquent Dues, Foreclosures and Downgrades

There are currently 11 delinquent Members and nine of those have been delinquent for more than one year. Last year at this time, there were 23 delinquent Members and 20 of those were from previous years. The reduction in delinquent Members for than one year is due to the Joint Venture lien initiative.

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

As of September 20, 2023 there are currently 1,989 Golf players which is up 113 players compared to last year. This is 51 more players than in fiscal year 2009/2010. There are currently 251 Racquet Sports players which is up 37 players compared to last year. The Racquet Sports community has not had this many players since fiscal year 2015/2016.

Human Resources

We are currently engaged with Kopplin, Kuebler and Wallace executive search firm for the Director of People and Culture, Director of Lifestyle and Wellness and Clubhouse Manager searches. We have final interviews scheduled with two candidates for the Director of People and Culture. We are in the process of the first round of interviews for the Director of Lifestyle and Wellness. We have final interviews scheduled with two candidates for the Clubhouse Manager position. We are hopeful to have all three positions filled next month.

There will be 401 International Staff joining us this season, which includes a 62% return rate.

The out of country International employees are in the process of going through the visa process with the U.S. Consulates in their home countries with some receiving approvals already. The H2B visas usually expire on May 31 each year, this year the Department of Labor approved our H2B visas to go through June 30, 2024. This will be helpful with the transition of the seasonal staffing to the summer staffing.

There are 11 mid-level managers and supervisors enrolled to complete the Hospitality Certification Course at FAU this year. To date, 60 employees have complete this certification.

College recruiting for the Summer Hospitality Management Internship has begun. The HR department and Food and Beverage Managers are scheduled to attend College career fairs to promote our Internship. We had four Hospitality Management Interns stay on after completing their internship this past summer in full time and part time positions.

Special recognition was recently given to Pam Elders, our Director of Instruction, from the South Florida Section of the PGA. She was honored as the fifth recipient of the Patriot Award. The Patriot Award recognizes a PGA member who personifies patriotism through the game of golf and demonstrates unwavering commitment and dedication to all who have served the United States. Pam plays a pivotal role in the South Florida PGA HOPE program, leading numerous programs since becoming a certificate instructor six years ago. This past year, she was a key figure in the Women's PGA HOPE program at Broken Sound Club, the first program that featured all female participants and instructors.

General Business

The annual Risk Assessment updated September 2023 was distributed to the Board. The Risk Assessment feeds the Master Plan, which was also updated and distributed to the Board.

The loan with Fifth Third Bank has been paid down, currently there is no outstanding balance.

The 401K Audit is underway with RSM. The 5500 form is due to be filed on October 16, 2023. The Construction Audit is also in process with RSM. Russell Devick and Jaclyn Schomber, the Clubs Project Managers/Owners Representatives have been very helpful in collecting documents that have been requested.

The Clubs Insurance renewal is coming up and a pre-meeting was held. The renewal meeting with Weeks and Callaway has been scheduled for November 1, 2023. A 17% increase was budgeted for the 2023/24 fiscal year with the increase tracking to come in a little lower.

We have partnered with XO private aviation and finalized a VIP rewards program for Boca West Members with the initial XO membership fee waived.

Boca West Cares

Boca West Cares has officially launched.

Boca West Cares is the foundation of unwavering commitment to the care of our community and each other by providing unique engagement opportunities for our Members and Staff to participate in. We care and contribute to our community with philanthropic efforts through our charity partners and by volunteering locally. We care and invest in the development of future leaders by providing employee wellness and enrichment programs. We are committed to caring for all.

Construction Update

The Aquatics facility is on track to open the middle to end of October. The Fitness Studios TCO is expected within days.

The Builders Risk insurance policy will be renewed as the current policy expires October 1, 2023

Cosmetic upgrades to the Racquet Center Building are complete with the building and roof repainted. A new awning for the stadium court was installed and we are awaiting the cabinet doors for the beverage counter. These updates have been well received by the Racquet Sports community. In addition, 12 Tennis courts will be resurface in October. The rainy weather has pushed this project out a couple of weeks.

The Cart Barn floor has been refinished. Additional updates are to be completed in the cart barn and will be completed by the end of October.

Gold Card Guest Issue in the Spa.

Matthew reported on an incident at the spa with a Members Gold Card Guest on August 1, 2023. The Gold Card Guest engaged in improper conduct towards Staff violating Club Bylaws, Article X, Section 10.02 likely to endanger the health welfare, safety, harmony or good reputation of the Club.

After investigating the incident that occurred, the sponsoring Member was immediately contacted by Joe Barone as directed by Matthew Linderman and advised the Gold Card Guest was barred from Spa services. The General Managers action is subject to approval of the Board of Governors, and in addition to approval, under Rule III, D, 1.

Motion: On a motion made by Mr. Adler and seconded by Mr. Haberman, the Board approves and accepts the General Managers emergency suspension of the Gold Card Guest.
David Shifrin absent from vote.

Foundation Report – Pamela Weinroth (written report provided)

I am pleased to present the latest report on the activities of the Boca West Children's Foundation. Over the past year, our organization has achieved remarkable milestones, reflecting our unwavering commitment to the welfare of vulnerable children and their families.

Financial Commitment: Since our inception, we have disbursed $18,000,000 to support the basic needs of “our kids,” including nutrition, education, clothing, and protection. This year alone, we have contributed over $2,500,000 to our charity partners, bringing rays of hope to tens of thousands of children.

Our Annual Members Appeal for 2023/24 will be mailed out shortly: This appeal serves as a call to action for all champions of change, seeking your invaluable support to fuel more than two dozen life-altering programs.

Upcoming Events for this year:

1. **58th Annual Super Bowl Raffle Extravaganza**:
    - Location: Las Vegas, NV
    - Prizes: Game tickets, luxurious accommodations, and exclusive swag
    - Additional Prizes: St. James's Club & Villas in Antigua (7-9 nights), The Waterstone Hotel in Boca Raton (2 nights) with a $200 dining voucher.

2. **Walk the Walk - December 9, 2023**:

   - Location: West Palm Beach
   - Description: A solidarity parade along the enchanting intercoastal waterway.

3. **14th Annual Boys and Girls Club/Old Navy Shopping Spree - December 16, 2023**:

   - Description: A heartwarming shopping spree to gift joy and empowerment to deserving youngsters.

4. **12th Annual $100,000 Golf Challenge - March 25, 2024**:

   - Location: South Florida's premiere golf venue
   - Highlights: Brunch delights, shopping sprees, Duck Drop, Cocktail Party, and glittering awards.

5. **Culinary Luncheon with Iron Chef Alex Guarnaschelli - April 17, 2024**:

   - Description: An exquisite luncheon with the renowned culinary superstar.

As we approach this exciting season, we extend our deepest gratitude to each of you for your steadfast support. Your dedication has been instrumental in making miracles happen, and we trust in your continued passion to turn dreams into realities. Together we can rewrite destinies, one event and one child at a time.

David Shifrin returned to the meeting.

Legal Report – Jonathan Schraub

Mr. Schraub reported that the Legal Committee has started to work on potential revisions to the Clubs Bylaws.

Audit – Arthur Schwartzman

Mr. Schwartzman reported that traditionally there are two annual audits, however, this year there are four. In addition to the Club's Annual audit and Employee 401K audit, the Club has engaged with RSM to conduct an audit of the Construction Project as well as request a Technical Assistance Advisement (TAA) from the State Department of Revenue regarding the Florida Sales Tax Holiday.

The Club's Annual audit will begin in November. A planning meeting has been scheduled with RSM for November 1, 2023.

The Employee 401K Audit for year-end 2022 is underway. RSM is currently working with the HR department to gather requested data.

The Construction Project audit is also underway. The Club is in the process of submitting data to RSM for review and analysis of the cost and change orders to determine the overall increase in the cost of the project.

The Club is working with RSM to request a TAA which will provide a definitive opinion from the State Department of Revenue on the Florida Sales Tax Holiday and if it applies to Boca West. The ruling will be unique to Boca West and not applicable to any other Club. The TAA process will take anywhere from six to nine months for completion. .

Finance Committee – Arthur Schwartzman on behalf of Frank Richard

Arthur Schwartzman reported on highlights for the month of August.

The Club will close the 2022/23 fiscal year without a deficit.

The Club will have zero debt by year end. Additionally, the Club has not withdrawn any funds from the line of credit approved in April 2023.

Special Projects – Philip Kupperman

In summary, total Market Value appreciation is $41 million, with two pending acquisitions, 12 units under renovation, 10 units for sale and nine pending sales for a total of 33 additional units to be sold under this program. These additional units to be sold will generate another $3.6 million in new Joining Fees.

Renovator Program

As of August 31, 2023 the Renovator Program is at 179 acquisitions with one pending acquisitions. To date, 46% of the units acquired were formally non-performing or non-equity units.

As of August 31, 2023 there are 163 renovated units sold with five pending sales.

Total Market appreciation is $29.6 million.

There are 16 units now under construction and not sole, five of those units are required to and are currently paying social dues for this fiscal year.

Bulk Renovator

As of August 31, 2023 the Bulk Renovator Program has a total of 59 units closed and one pending acquisition.

As of August 31, 2023 there are 44 renovated units sold with four pending sales.

Market Value appreciation from these sales is $11.4 million.

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, five have been completed and approved. Two combinable units are completed and awaiting permits and final inspection.

Motion: On a motion made by Mr. Schwartz and seconded by Mrs. Banks, the Board unanimously authorizes Membership, upon satisfactory inspection of the Bridgewood MRIII combined unit next week, to refund 60% of the Joining Fees paid upon the purchase of the unit and now combined; only one social dues going forward; and the execution of the Club's required documents.

Motion: On a motion made by Mr. Schwartz and seconded by Mr. Lerner, the Board unanimously authorizes Membership, upon satisfactory inspection of the Willow Wood MR combined unit next week, to refund 60% of the Joining Fees paid upon the purchase of the unit and now combined; only one social dues going forward; and the execution of the Club's required documents.

Joint Venture Committee on Villages – Bob Schwartz

A planning session with Michael Eustace, Executive Director of the Master Association and the Committee was held on September 20, 2023. Topics for Village Session were discussed and assigned to dates booked.

Membership – Enid Hoffman

Phil Edwards commended the work of Enid Hoffman and the Membership Committee on all their work interviewing prospective Member nominees prior to Board approval.

Membership Statistics

As of September 19, 2023, closed and pending sales to new Members were 206 compared to 244 last year.

Board Approvals Needed

Motion: On a motion made by Ms. Hoffman and seconded by Mrs. Banks the Board unanimously approves the 11 new Member nominees presented.

Motion: On a motion made by Ms. Hoffman and seconded by Mr. Lerner, the Board unanimously approves the three new 75 mile Member nominees presented. The 75-mile rule acknowledgements and agreements have been signed.

Motion: On a motion made by Ms. Hoffman and seconded by Mr. Wolf, the Board unanimously denied a new Member nominee presented.

Motion: On a motion made by Mr. Wolf and seconded by Mrs. Shulman, the Board denied a new Member nominee presented.

Motion: On a motion made by Mr. Haberman and seconded by Mrs. Banks, the Board unanimously approves the new Legacy Guest Member nominee presented.

Golf Committee – Bob Lerner

Bob Lerner presented several RFA's for approval

Motion: On a motion made by Mr. Lerner and seconded by Mr. Berkowitz, the Board unanimously approves RFA's 1841 – 1850 all for the budgeted expenses to replace various pieces of Golf Course Maintenance equipment.

Hope Week – Jeanine Banks.

Jeanine Banks shared a video that was created for the launch meeting of Hope Week 2024.

Hope Week has been scheduled for January 29, 2024 through February 4, 2024.

Steve Roth encouraged the Board to participate in volunteering events schedule.

Human Resources - Bob Schwartz

International Staff

There are 401 International staff hires this year compared to 350 last year. We have 249 returning International staff for a 62% return rate.

Employee Apartments

We have secured almost all of the housing for the upcoming season because we were required to obtain a percentage of year round apartments. We tried to use as many apartments as possible to house the College Hospitality Management Interns, Canadian, and Irish J1s 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.

College Recruiting

This year we will be visiting several colleges to attend their career fairs, to hire for the Hospitality Management Internship next summer. The Colleges we will be visiting are: University of South Carolina, Florida State University, Florida Gulf Coast University, Florida International University and University of Central Florida.

Tenure Luncheons

We are hosting our annual tenure luncheon on Friday, October 20. There will be 72 employees celebrating milestones anniversaries spanning from five years to 40 years.

Top Workplaces USA Survey

We will be participating in the Top Workplace survey again this year. The survey is administered by a third party and must be started by the November 2.

Staffing

The current number of employees is 568 this year compared to 490 last year.

Ombudsman – Steve Roth

Mr. Roth reported he has received some inquiries on the Club's 75-mile rule.

Adjournment

There being no further business to discuss, the meeting adjourned to executive session at 12:50pm.