BOCA WEST
COUNTRY CLUB

# MINUTES

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| **MEETING:** | Board of Governors |
| **DATE:** | October 24, 2023 |
| **MEMBERS PRESENT:** | P. Edwards, 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:** | J. Banks (with notice) |
| **PARTICIPANTS:** | P. Kupperman (Non-Board Member) M. Linderman, K. Campbell, L. Stefaniw, R. Chavis (Grievance Chair) |
| **FOR INFORMATION:** | The Board of Governors |
| **ISSUED BY:** | Philip Edwards |
| **ISSUE DATE:** | November 30, 2023 |

Grievance Committee – Rick Chavis

**Grievance Appeal - 10-2023**

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 made a statement.

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

**Motion:** On a motion made by Mr. Berkowitz and seconded by Mr. Haberman, the Board is in agreement that no change to the one year suspension. The Member has successfully completed an Anger Management course and submitted the certificate to the Executive Office. Appropriate letters of apology to the Board of Governors, Matthew Linderman and the Restaurant Staff have also been received.

**Grievance 11-2023**

Rick Chavis presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed by Charlie Wolf, Chair of Fitness, Spa and Aquatics. The adult child of a Member involved in the grievance engaged in improper conduct with staff members, affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Article X Section 10.02.

The Grievance Committee recommends the adult child be suspended from the Lifestyle and Racquet Center at Boca West Country Club for a period of six months followed by six months probation; the adult child is to provide appropriate letters of apology to the Board of Governors, Matthew Linderman and the Fitness and Spa Staff.

The Board discussed the grievance.

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

**Grievance 12-2023**

Rick Chavis presented the report and recommendation of the Grievance Committee in regards to a grievance complaint filed by a Member against another Member. The Grievance filed is in regards to the events leading up to and including an incident that occurred by the Members adult child affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Article X, Section 10.02.

The Grievance Committee recommends the Members be suspended from all activities and venues at Boca West Country Club for a period of two years; appropriate letters of apology to the Board of Governors, Matthew Linderman and the Members who filed the grievance; incident be placed in the Members membership file and the Members are to sign a document from the BWMA prohibiting the adult child from entering Boca West.

Motion: On a motion made my Mr. Schwartz and seconded by Mr. Haberman, the Board accepts the recommendation of the Grievance Committee.

Robin Shulman left the meeting.

**Grievance 13-2023**

Rick Chavis presented the report and recommendation of the Grievance Committee in regards to a grievance complaint filed by a group of Members against another Member. The Grievance filed is in regards to an alleged incident affecting the welfare, safety, harmony and good reputation of the Club, in violation of Bylaw Article X, Section 10.02.

The Grievance Committee recommend the Members be suspended from all activities and venues at Boca West Country Club for a period of three months; appropriate letters of apology to the Board of Governors and the Members who filed the grievance and the incident be placed in the Members membership file.

**Motion:** On a motion made by Mr. Schraub and seconded by Mr. Lerner, the Board dismissed the Grievance.
Mr Roth and Mr. Wolf abstained

Robin Shulman returned to the meeting.

Approval of Minutes

**Motion:** On a motion made by Ms. Hoffman and seconded by Mr. Haberman, the minutes of the September 21, 2023 Board Meeting are approved.

Chairman's Report – Phil Edwards

Dr. Edwards asked for a moment of silence for those who were murdered in Israel on October 7, 2023 may their memory be a blessing.

**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.

**Motion:** On a motion made by Mr. Adler and seconded by Mr. Lerner, the Board approves and accepts the resolution as stated below:

Made this 24th day of October, 2023 at a regularly scheduled meeting of the Board of Governors.

**WHEREAS**, on September 20, 2023, A Gold Card holder, an in-residence adult child of a Club member, engaged in improper conduct likely to endanger the health, welfare, safety, harmony, or good reputation of the Club for which she was directed to leave the Club premises by the General Manager, and;

**WHEREAS**, as of the day in question, the in residence adult child was the holder of a Gold Card sponsored by her parents, who were immediately contacted by the General Manager and pursuant to the Rules requested to surrender the adult child's Gold Card and were further advised that the adult child had been ordered off the Club property, from which the adult child remains barred to this day, and;

**WHEREAS**, the General Manager's action is subject to approval by the Board of Governors, and further , under Rule IV, 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", and;

**WHEREAS**, the Board of Governors having had the opportunity to consider all options available to the Club with respect to the adult child because they are not a member of the Club and pursuant to the authority set forth in the Club Bylaws and Rules and Regulations concludes that it would be in the best interests of Club to continue the current ban as a lifetime suspension from Boca West for the adult child of the Member.

**NOW THEREFORE IT IS HEREBY RESOLVED AS FOLLOWS:**

1. The following conditions shall take effect immediately and shall continue in full force permanently.

A. The adult child of the Member is subject to a lifetime suspension from Boca West Country Club and shall not be permitted at any time to become a Member and/or in any way enter and/or use Club facilities; and

B. The adult child of the Member shall be permanently barred as a guest at the Club and is not permitted at any time to be or become the holder or beneficiary of any Gold Card rights or privileges at the Club; and
C. The adult child of the Member 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); and
D. The adult child of the Member 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 adult child of the Member or one of her entities shall not purchase property in the Boca West Community and/or apply for membership in the Club, or designate The adult child of the Member as a "Designated User".

2. 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 (C) Club's Bylaws.

**Gold Card Suspension Reconsideration**

Dr. Edwards reported that the Board received a letter from a Member petitioning for reinstatement of the suspended Gold Card. The Gold Card Holder was suspended by the Board at the May 19, 2022 Board Meeting and a resolution was adopted.

**Motion:** On a motion made by Mr. Haberman and seconded by Mr. Richard, the Board denied the Members request for the reinstatement of the Gold Card, the suspension will remain in place until May 18, 2024.

**Israel Response**

The Board discussed the Clubs response to Israel in depth. The Board did not reach unanimity on any further action.

**Committee Goals Update**

Dr. Edwards called on Committee Chairs for a progress update on their individual Committee goals.

**Board Goals Update**

Dr. Edwards provided an update on the 2023/24 Board adopted goals.

**Boca West Country Club Vision and Mission Statements**

The current Vision and Mission statements of the Club have not been revised since they were formalized 30 years ago. An Ad-hoc Committee was formed: Dr. Edwards, Mrs. Banks, Mrs. Shulman and Mr. Adler, to review and revise the Vision and Mission Statement. A revision was provided to the Board:

**Vision:** To be a premier Country Club community that provides the most favorable residential options for active adults so they may participate in the amenities and activities enjoyed by Members and their families.

**Mission:**

- Boca West is a Member Owned Private Residential Country Club that provides a Resort Lifestyle to Active Adults and their Families.
- We pledge to surround our Members with gracious hospitality in a luxurious setting that always feels like home.
- Our commitment to excellence extends to our dedicated Staff and philanthropic outreach to the Palm Beach Community. Boca West Cares.

**Motion:** On a motion made by Dr. Edwards and seconded by Ms. Hoffman, the Board approved and adopted the revised Vision and Mission Statements.

**Golf Course Construction Update**

A Special Board Meeting was held on October 19, 2023. Fry/Straka Golf Course architects presented preliminary plans to the Board. The presentation included the planning process, time frame limitations and answered questions from the Board. Suggestions were also given to Fry/Straka that will be reviewed. The goal is to present the plan to the Membership in March of 2025 for a Special vote.

**Motion:** On a motion made by Dr. Edwards and seconded by Mr. Richard, the Board approves Fry/Straka to proceed with drawings and the preliminary construction project.

Dr. Edwards will keep the Board apprised of the progress.

General Managers Report – Matthew Linderman

**Farewell to Roger Brock (Director of Culinary)**

Roger Brock was invited to the meeting.

The Board recognized Roger for 18 years of service and thanked him for his unwavering commitment to excellence and service to the Members and Matthew Linderman.

**Financial Flash Report**

For the period of October 1 through October 18, 2023

Golf Operation revenues are currently ahead of last year but lower than budget. This is anticipated to improve towards the end of October as more Members arrive for the season.

Golf Retail merchandise revenue is lower than budget and is expected to improve due to sale events scheduled for the end of October as well as more Members arriving for the season.

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

Food and Beverage restaurant revenue is lower than budget due to the delay in opening of the Lifestyle Center. October revenues and covers is expected to increase as more Members arrive for the season.

Catering revenues are lower than budget due to the timing of private events that will take place at the end of October

**Delinquent Dues, Foreclosures and Downgrades**

There are currently 92 delinquent Members and 10 of those have been delinquent for more than one year. Last year at this time, there were 112 delinquent members and 21 of those were from previous years. The reduction in delinquent Members for more than one year is due to the Joint Venture lien initiative.

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

As of October 24, 2023 there are currently 1,989 Golf players which is up six players from last year. This is up 51 more players than in fiscal year 2009/2010. There are currently 331 Racquet Sports players which is up 81 players compared to last year. The Racquet Sports community has not had this many players since fiscal year 2013/2014.

**General Business**

Golf Rounds are currently down by three percent. The National Golf Association reported Golf Rounds across the US is currently trending down by three to five percent.

The annual RSM Trends seminar is scheduled for October 26 at BallenIsles Country Club. Matthew Linderman is been asked to be on the General Manager panel. Topics include Governance, Human Capital, Capital Projects and Technology.

This season the Club has 26 less lessees compared to last year. Membership reports show 13 lessees purchased after leasing, four lessors are maxed out and two lessees are maxed out on the two year limitation.

The waterproofing on the terrace of the Golf Building has failed. The Club has hired an outside engineering firm to inspect. There is no safety issue and there will be no disruption to the membership during remediation. The Board will be kept apprised.

We have received over 2,000 requests for Thanksgiving dinner and 1,100 requests for the Fire and Ice Season Opener event.

**Human Resources**

Chef Paul Griffin, current Executive Chef has been promoted to Director of Culinary with Roger Brocks retirement. Currently there is no Executive Chef, we will look at promoting from within next Summer.

A new Clubhouse Manager has been hired. Felipe Murcia will start on November 13, 2023.

The executive search for the Director of People and Culture and the Director of Lifestyle and Wellness continues.

The 2024 Top Workplace voting will start in November. The survey is generated by a third party, Energage and the results are solely based on employee feedback.

On October 20 we hosted 70 employees for lunch to celebrate tenures spanning from five to 35 years.

The employee season kick off Pep Rallies are scheduled for November 1 and 2.

The inaugural Chamber Platinum Hospitality Awards will take place at Boca West on October 25. The Club has nominated five employees for the awards.

Matthew Linderman will be traveling to the University of South Carolina in November to lecture three classes.

**Club Improvement Program**

The drawings for the Multipurpose Art and Culinary Studios are in review. We are looking to start the conversion next Summer.

We had a positive meeting with County officials on timing of permit approvals. The County reported that they have limited inspectors and are looking at scheduling to work around the staff shortage.

Furniture installations are scheduled for the week of November 6 and November 13.

Foundation Report – Pamela Weinroth (written report provided)

The Boca West Children's Foundation is excited to promote the upcoming season with more details.

The 2023-24 Annual Members Appeal was sent out early this month and received an exceptional response from Boca West membership.

The Foundation, annually, holds a raffle fundraiser and extends the invitation to each of our partner charities to participate. We pay for the prizes as well as the printing costs for the tickets. Each charity also has its own logo featured on the tickets. The chance to win Super Bowl tickets has been so popular the tickets have been selling themselves.

Here is the list of events for the season:

- On Saturday, December 9 we be in West Palm Beach for our third annual Walk the Walk Funfest. Club members will be joined by hundreds of friends and supporters of our charity partners. Last year's walk raised over $250,000. The Walk will begin at 10am on West Flagler and continue along the Intercostal. The event will be a part of the Palm Beaches Marathon Weekend.
- The following Saturday, December 16 is the 14th Annual Boys and Girls Club Holiday Shopping Day and Brunch. This was the Foundation's first program and remains a favorite of children and volunteers alike. Over 150 volunteers will meet the children at Old Navy and armed with a $50 gift card will assist the children in purchasing new clothes. After the shopping spree, the kids will celebrate the holiday Country Club style and enjoy Boca West sized portions of waffles, pancakes, donuts and bacon, choose an age-appropriate toy. Upon returning to their clubhouse each family will pick up a harvest basket of fresh turkeys and vegetables to take home for a family holiday meal.
- The Carnival for the Kids is back! On December 29, the Boca West carnival will open early from 12:30pm-2:30pm so that 200 children from our charity partners may attend. The Boca West Children's Foundation is underwriting this addition to the day.
- Our 12th Annual Golf Challenge will be held on March 25 and our first luncheon with Chef Alex Guarnaschelli is on April 17.

Anticipation and excitement fill the air as we eagerly await the upcoming events on the horizon. We're thrilled to gather and celebrate philanthropy in our community, and we hope you will consider joining us at one of our events!

Legal – Jonathan Schraub

Mr. Schraub reported the Committee is in the process of preparing recommended amendments to the Clubs Bylaws. These amendments are by way of clarification of the existing Bylaws, with a focus on clarifying the grievance process. The proposed amendments will be sent to the Membership in January 2024 for a Membership vote in March 2024.

Financial Report – Frank Richard

Mr. Richard thanked Arthur Schwartzman and Kathy Campbell for their work during his absence.

The Year End Audit is scheduled to start November 13, 2023. The Accounting Department is in the process of gathering information requested by RSM to be reviewed during the audit.

At this time, the Club has no outstanding bank debt.

Audit – Arthur Schwartzman

The annual employee 401K audit has been completed by RSM and issued a clean opinion with no adjustments.

A pre-audit meeting for the Clubs financial audit is scheduled for November 1 with the Committee and RSM.

A draft letter from RSM has been received regarding the TAA. A meeting is scheduled to finalize the letter for submission.

The Club has engaged with RSM for analysis on the Country Club Improvement Plan. RSM is working with the Club's Owners Representatives and Project Managers, reviewing original bid documents with the actual contract documents with specific examples of scope changes and cost increases to detail the overall cost increase. Change orders are also in review.

Special Projects – Philip Kupperman

In summary, total Market Value appreciation is $41.8 million, with 12 units under renovation, 11 units for sale and five pending sales for a total of 28 additional units to be sold under this program. These additional units to be sold will generate another $3.2 million in new Joining Fees.

**Renovator Program**

As of September 30, 2023 the Renovator Program is at 180 acquisitions. To date, 46% of the units acquired were formally non-performing or non-equity units.

As of September 30, 2023 there are 165 renovated units sold with four pending sales.

Total Market appreciation is $29.7 million.

There are 15 units now under construction and not sold, seven of those units are required to and are currently paying social dues for this fiscal year.

**Bulk Renovator**

As of September 30, 2023 the Bulk Renovator Program has a total of 59 units acquired.

As of September 30, 2023 there are 47 renovated units sold with one pending sale.

Market Value appreciation from these sales is $12 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, six have been completed and approved. One combinable unit is completed and awaiting permits and final inspection.

Leadership Development – Bill Berkowitz

The third session was held on October 18, 2023. The agenda consisted of the Club's governance, presented by Jerry Glassman; an overview of the Master Association, presented by Elaine Wittlin and Michael Eustace; the Joint Venture, presented by Jerry Glassman and Philip Edwards; and Managing in a Post Pandemic World, presented by Matthew Linderman.

House and Activities – Bill Berkowitz on behalf of Jeanine Banks

Bill Berkowitz presented the proposed dress code changes presented by the House and Activities Committee.

**Motion:** On a motion made by Dr. Shifrin and seconded by Mr. Schwartz, the Board approves the Restaurant dress code as presented by the House and Activities Committee.

Bill Berkowitz presented three RFA's for approval; RFA 1858 for the unbudgeted expense to purchase a new tilt skillet, RFA 1859 for the budgeted expense to replace the Club's copiers, RFA 1860 for the budgeted expense to purchase a new golf cart for the Engineering department.

**Motion:** On a motion made by Mr. Schraub and seconded by Ms. Hoffman, the Board approves RFA 1858, 1859 and 1860.

Joint Venture Committee on Villages – Bob Schwartz

Bob Schwartz shared the schedule for the upcoming educational sessions for the Village Presidents and Representatives. These sessions continue to be very well received and attended.

BWMA – Bob Schwartz

Bob Schwartz reported the October Board of Directors meeting for the Master Association is scheduled for October 25, 2023.

Membership – Enid Hoffman

**Membership Statistics**

As of October 16, 2023, closed and pending sales to new Members were 28 compared to 22 last year.

**Board Approvals Needed**

**Motion:** On a motion made by Ms. Hoffman and seconded by Mr. Berkowitz, the Board approves the five new Member nominees, one Legacy Member nominee, one Companion Nominee, two internal transfers and one Inherited Member nominee.

**Motion:** On a motion made by Ms. Hoffman and seconded by Mr. Berkowitz, the Board approves the one new 75-mile Member nominee presented. The 75-mile rule acknowledgement and agreement has been signed.

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 Mr. Lerner, the Board approves the six month extension.

Ms. Hoffman reported there is a request for the approval of a third request for another 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 Mr. Adler and seconded by Mr. Roth, the Board denies the third request for a six month extension.

Racquet Sports – David Shifrin

The Club has hired a new Pickleball Pro for lessons. This is in addition to the new touring Pickleball Pro.

Human Resources – Bob Schwartz

**International Staff**

We have had held two orientations to date and there are four more scheduled for October 24 and 27 and November 1 and 10.

End of season departure dates will be staggered in all departments starting in late April and ending in late June 2024.

**Employee Trips**

We have scheduled a trip to South Beach in November, trips to Universal Studios in January, and trip to Disney in March.

**Tenure Luncheon**

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

**Employee Pep Rally**

The season kick-off Pep Rally will be held on November 1 and 2.

**Staffing**

The current number of employees is 609 this year compared to 595 last year.

Ombudsman – Steve Roth

Nothing to report.

Adjournment

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