BOCA WEST
COUNTRY CLUB

MINUTES

MEETING:	Board of Governors
DATE:	May 30, 2024
MEMBERS PRESENT:	J. Banks, A. Schwartzman, R. Schwartz, E. Hoffman, A. Adler, J. Schraub, P. Edwards, J. Attermann, B. Berkowitz, M. Haberman, B. Lerner, B. Roberts, S. Roth, D. Schulman, R. Shulman
MEMBERS ABSENT:	
PARTICIPANTS:	M. Linderman, K. Campbell, L. Stefaniw, Howard Boilen (Grievance), Laurie Andrews and Stephann Cotton, Cotton & Co (Market Report and Trends)
FOR INFORMATION:	The Board of Governors
ISSUED BY:	Jeanine Banks
ISSUE DATE:	June 27, 2024

Grievance Committee – Howard Boilen on behalf of Rick Chavis

Grievance 07-2024

Howard Boilen presented the report and recommendation of the Grievance Committee in regards to the grievance complaint filed by Steven Roth, Chair of Racquet Sports. The Member involved in the grievance engaged in inappropriate conduct and unsportsmanlike behavior at the Member Guest and in Boca West Travel League Tennis. In accordance with Section 10.02 of the Clubs Bylaws her behavior and conduct endangers the welfare, safety, harmony and good reputation of the Club.

The Grievance Committee recommends the Member be suspended from all Racquet Sports at Boca West for a period of one year, followed by a probation period of one year; a permanent ban from all organized team Racquet Sports activities; and appropriate letters of apology to the Board of Governors, Matthew Linderman, President, COO and General Manager and the Tennis Professional Staff.

Motion: On a motion made by Jonathan Schraub and seconded by Enid Hoffman, the Board accepts the Grievance Committee Recommendations.
12 in favor; 3 opposed.

Grievance 10-2023 Appeal - Suspension Reduction Request

Matthew Linderman reported that the Member involved in the grievance has submitted a letter to request a reduction in suspension based upon successfully complying with the requirements outlined in the final Board ruling.

Motion: On a motion made by Enid Hoffman and seconded by Philip Edwards, the Board denies the request to reduce the suspension.
14 in favor; 1 opposed.

Motion: On a motion made by Mark Haberman and seconded by Jonathan Schraub, the Board approves the Members request to use Club facilities for a period of one week, June 19, 2024 to June 25, 2024, while the Member has family in town.
8 in favor; 7 opposed.

Market Report and Trends - Stephann Cotton and Laurie Andrews: Cotton & Co.

Stephann Cotton, Founder and CEO of Cotton & Co, and Laurie Andrews, President of Cotton & Co, presented the annual market report and real estate trends to the Board.

Foundation Report – written report provided by Richard Zenker and Pamela Weinroth

YOUR FOUNDATION WORKS YEAR-ROUND TO IMPROVE THE LIVES OF "OUR" KIDS

Through the generosity of Boca West Country Club members, the Boca West Children's Foundation donated 297 bikes and helmets to "our" kids during our 4th annual Bikes for Tikes program. Bikes for Tikes was initiated during Covid to promote physical activity, healthy lifestyles, and independence. As in the few previous years, bikes were given to children reaching goals, including grade level reading targets through our charity partner, Roots & Wings, and pre-K graduations at the YMCA South Palm Beach County.

CAMP, CAMP and MORE CAMP….

This summer, your Foundation will once again send "our" kids to a wide variety of camps. We will sponsor:

- 15 children from the Boys & Girls Club to go to overnight camp at the YMCA Camp. What a great experience for these kids to learn independence and co-existence skills!
- A one-week basketball day camp run by Ballstars, an organization started by retired NBA 4 time All Stars Otis Birdsong and Michael Ray Richardson. Up to 50 children will have the opportunity to improve their basketball skills…but more important are the life skills taught by these former pros and the Ballstars staff. Drop by to say hi at the Delray Beach Club from June 24 through June 28.
- FAU Band Camp, at which 200 children will learn to play a musical instrument under the supervision of professional music teachers. The highlight of camp is a concert on the last day that is open to all.

- JCC's Camp Kavod is a premier summer camp serving children and teens with special needs ages 3 to 22 plus. It's the largest special needs camp in Palm Beach County, with more than 150 participants in their year round camps.
- Now in its 15 year, Nat King Cole, Generation Hope two-week summer music camp dedicated to elementary, middle & high school string students serves children in the Palm Beach County area with the greatest need and fewest resources and culminates in a free community concert at 2pm on June 28, 2024. To be added to the concert invite list, please email info@natkingcolegenhope.org.
- Our own Boca West Pickleball Camp is in high demand. Approximately 35 children from a few of our charity partners each week (beginning June will receive instruction from our racquet sports staff, led by John, Rob, Mat, Art, and Maria. Each camper receives sneakers, socks, shirt, hat, drawstring bag and lunch. The camps are running June 17 to 21, June 24 to 28 and July 15 to 19. We can always use more volunteers! Please call us at (561)488-6980 if you are interested.

All of these activities provide life changing opportunities for "our" kids. Join us in making a difference in a child's life.

Approval of Minutes

Motion: On a motion made by Jeanine Banks and seconded by Bob Schwartz, the minutes of the April 25, 2024 Board Meeting are unanimously approved.

Chairman's Report – Jeanine Banks

Jeanine Banks reviewed the agenda for the Board Retreat scheduled for June 3, 2024.

The Committee Goals were distributed to the Board. Bob Lerner, presented an update of the Golf Committee Goals.

The Board Portal will be introduced and rolled out in September.

At the conclusion of today's Board meeting, the Board will reconvene for an educational session on the Clubs Budget and Finances, presented by Arthur Schwartzman and Howard Liebman.

Boca West Community Advisors / "Joint Venture"

The first Steering Committee was held on April 30. There was a great sense of collaboration. In the subsequent weeks following this meeting, follow up meetings with Committee Members have taken place fostering further collaboration. A new Sub-Committee focused on Strategic Planning has been established.

General Managers Report – Matthew Linderman

Financial Flash Report

For the period of May 1 through May 21, 2024.

Golf Operations revenue is currently experiencing a strong May with rounds and revenue ahead of budget and last year.

Golf and Racquet Sports Retail Merchandise and Equipment revenue is currently lower than budget, but is expected to increase towards the end of the month due to revenues generated from Memorial Day weekend sales.

Fitness and Spa is experiencing a strong May with revenues and services ahead of budget and last year. The positive variance to the budget is due to an increase in facial treatments, massages, Pilates and personal training sessions.

Food and Beverage restaurant outlets are ahead of budget, even though Blue Point opening has been delayed. Market Square continues to be a great success.

Catering and House is currently ahead of budget due to timing of events and additional high revenue events not budgeted.

Delinquent Dues, Foreclosures and Downgrades

There are currently 14 delinquent Members and nine of those have been delinquent for more than one year. Last year at this time, there were 17 delinquent members and 12 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 are three foreclosed units compared to seven at this time last year.

As of May 27, 2024 there are currently 2,084 Golf players which is up 101 players from last year. This is up 41 more players than in fiscal year 2008/2009. There are currently 344 Racquet Sports players which is up 94 players compared to last year. The Racquet Sports community has not had this many players since fiscal year 2012/2013.

General Business

Matthew Linderman reported that golf rounds are up to 3,000 and 479,000 meals served through April 2024, this is 85,000 more meals than last year without Blue Point and Aria.

Cobalt - Online payment end of August role out.

Art and Culinary Studio Construction

The construction of the Art and Culinary Studio was included in the overall Club Construction project that was approved by the Membership in March 2020 with $1.5 million assigned for this part of the overall project.

The Club had three contractors bid on the Art and Culinary Studio construction: T&G Construction, Mouw Construction and BSA Construction; both Mouw and BSA were referred by several neighboring Clubs. The Club is finalizing the contract with Mouw Construction and construction is scheduled to begin next week.

The scope of work includes replacing the roof of the entire Golf and Activities building. At the time the project was presented to the Membership, the Golf and Activities building roof replacement was not part of the scope. However, since the Membership approval there have been significant issues and now the roof needs to be replaced.

Matthew Linderman is requesting approval for $3.4 million for the Art and Culinary Studio Construction which includes the roof replacement, all furnishings and fixed assets, permitting, inspections as well as contingencies.

Motion: On a motion made by Bob Schwartz and seconded by Philip Edwards, the Board unanimously approves the $3.4 million for the overall cost of the Art and Culinary Studio construction.

New Projects

The new construction project that includes the renovation of Golf Course I and III, the Living Room Terrace expansion, the Racquet Center renovation and the construction of a new Employee building will be presented to the Board for approval in October 2024. This project will then be presented to the Membership for a vote at a Special Meeting in March 2025. Presentations and renderings will be done and shown prior to the March 2025 vote.

The anticipated timeline for this project will begin with the first phase next Summer being the Racquet Center renovation and the construction of a new Employee building. In 2026, the second phase will include the renovation of Course III, the driving range and practice area and construction of a Golf Performance facility. In 2027, the third phase will include the renovation of Course I and the construction of a new Par 3 Course.

The Board approved $1 million for Fry/Straka, Golf Course Architects, to proceed with drawings and the preliminary construction project at the October 2023 Board meeting.

The design consultants selected for the Living Room expansion, Racquet Center renovation and the construction of a new Employee building are Spina O'Rourke, Architects, Larson Nichols, Interior Design and EDSA, Planners and Landscape Architects.

Matthew Linderman is requesting approval for $816,700 for the design consultant's fees to complete overall budget and renderings of these new projects for the next three months.

Motion: On a motion made by Bob Schwartz and seconded by Enid Hoffman, the Board unanimously approves the $816,700 for the design consultant's fees for the next three months.

Country Club Building and the Golf and Activities Building

Matthew Linderman is requesting approval for $580,000 for exterior painting of the Country Club and Golf and Activities buildings and roofs. These funds are available from this fiscal year's cash and savings and the work is planned for this Summer.

Motion: On a motion made by Arthur Schwartzman and seconded by Philip Edwards, the Board unanimously approves the $580,000 for the exterior painting of the Country Club and Golf and Activities buildings and roofs.

Lifestyle Center Construction Update

Matthew Linderman reported that the County inspections did not happen as planned but have been rescheduled

The Life Safety inspection and Building final walk through is scheduled for the end of next week. If these inspections are passed, the TCO will following.

Human Resources

Matthew Linderman introduced new employee Family Promise. Every employee is a part of the Boca West legacy. We pledge to provide our employees with the best care, resources and learning that can be

expected as a treasured member of our family. The promise we make to our employees, members and guests is guided by our values

Vision: To be the global benchmark for reimagined Country Club living.

Mission: To fulfil our promise to our employees, members and guests in order to create a reimagined Country Club life.

Boca West Country Club has been named Top Workplace USA for the fifth year running and in the top 10 of Florida. This award is voted on by employees using a third party survey company. This achievement is one we are extremely proud of.

There were 219 employees that participated in the onsite biometrics screening at the Employee Wellness Fair. This is a program through our health care provider, Florida Blue. The Club receives a percentage in discounts to the insurance premiums with this program.

The Clubs Workers Compensation MOD score was lowered in 2023 and we received a $129,000 credit from Zenith, the insurance carrier.

Audit – Joan Attermann

Annual 401k Audit

Three bids were received and are in the process of being evaluated.

BWCC Annual Financial Audit

The current agreement with RSM runs through fiscal year ending September 30, 2025. Planning for the engagement is scheduled for September and field work to begin November 13, 2024.

Forensic Construction Audit

No update since the April 2024 Board Meeting.

The Clubs Construction attorneys are in the process of completing their engagement, at which time RSM will update and finalize their report.

Technical Assistance Advisement (TAA) – Florida Sales Tax Holiday

RSM received a response from the Florida Department of Revenue. The Club has requested clarification on two of their responses. Once a response has been received, the Committee will report back to the Board and the Membership.

Jeanine Banks advised that this information has been included in the Chairman's letter in the June/July Boca West magazine.

Budget – Enid Hoffman

Nothing to report as preliminary budget meetings are in process

Communications and Marketing – Barry Roberts

Nothing additional to report other than the Committee minutes already submitted.

Finance – Arthur Schwartzman.

Arthur Schwartzman reviewed the financial highlights for the month of April. In summary, April was a very strong month.

Golf – Bob Lerner

Bob Lerner provided an agronomy update to the Board.

House and Activities – Arthur Adler

Arthur Adler provided an update on upcoming events and activities.

Nothing additional to report other than the Committee minutes already submitted.

Human Resources – Bill Berkowitz

International Staff

The H2B employees working at northern Clubs this Summer have departed and for those going home, will have staggered departures through the end of June.

H2B Visa Process

The Club has received the prevailing wage information from the Department of Labor for Season 2024/25. We continue to work with our Immigration Attorney on data collection for the H2B visa application process.

We have compiled the requested number of H2B employees from each department and submitted the count for the budget process.

Employee Apartments

Workaway International is closing apartments as our International Employees depart. We will keep a number of apartments on a year round basis to accommodate housing for College Interns and J1 employees this Summer.

Recruitment

The open house / job fair was successful and we extended employment offers to 15 year round employees, primarily for Food and Beverage.

The 15 J1 employees arrive the first week of June from Ireland and will work with us for a three month period. In addition, we have partnered with a Staffing Agency to recruit from Puerto Rico to bridge the gap in staffing. We are exploring this as an option for summer coverage and possibly regular season coverage as there are no Visa restrictions.

College Intern / Boca West Academy

We welcomed 19 Hospitality Management Interns from various universities around the Country. They started on May 20 and attended a two day orientation where they met each of our department heads, learned about Boca West and our service culture, and were then transitioned to their departments and have begun to work.

Service Culture Rollout

We re-launched our employee PROMISE Service Culture to the employees; Boca West Country Club is "Country Club Life Reimagined". This PROMISE continues to provide our Members with the extraordinary and consistent level of service that continues to make us the Country Club of choice.

Staffing

The current number of employees is 997 compared to 872 at this time last year.

Leadership Program – Philip Edwards and Bill Berkowitz

The second session of the Leadership Development Program was held on May 15, 2024. The agenda consisted of "Who we are", the distinction between the Club, the Master Association, Villages and Boca West Community Advisors, LLC. and the relationship between the Club and the Master Association presented by Howard Liebman; An overview of The Country Club, presented by Jeanine Banks; and an overview of the Nominating Committee, presented by Philip Edwards.

The second session was engaging with active participation and each participant was given a Summer project. The third session is scheduled for October 16, 2023.

Legal – Jonathan Schraub

Jonathan Schraub updated the Board on various legal matters, including an upcoming grievance appeal.

Lifestyle and Wellness – Robin Shulman

Robin Shulman shared an update on the success of the new Wellness and Spa programs.

Nothing additional to report other than the Committee minutes already submitted.

Trendz – Robin Shulman

Robin Shulman reported that the Committees focus for this year is Year Round Members.

Membership – Mark Haberman

Membership Statistics

As of May 27, 2024, closed and pending sales to new Members were 140 compared to 137 last year.

Board Approvals Needed

Motion: On a motion made by Mark Haberman and seconded by Enid Hoffman, the Board unanimously approves the one new 75-mile Member nominee presented. The 75-mile rule acknowledgement and agreement has been signed.

Motion: On a motion made by Mark Haberman and seconded by Bill Berkowitz, the Board unanimously approves four new Member nominees, three Internal Transfers, four Companion nominees and one Lessee.

Mark Haberman presented a New Member Nominee to the Board with the recommendation to decline the nomination.

Motion: On a motion made by Mark Haberman and seconded by Enid Hoffman, the Board accepts the recommendation to decline the new Member nominee.
14 in favor; 1 opposed.

Retail – Mark Haberman

Nothing additional to report other than the Committee minutes already submitted.

Racquet Sports – Steve Roth

Nothing additional to report other than the Committee minutes already submitted.

Special Projects – Bob Schwartz

Bob Schwartz presented the written report provided by Philip Kupperman, Special Projects Committee Member.

Renovator Program

In summary, the Program has currently slowed down with only one acquisition currently pending. However, we did witness the closings of four previously pending units, raising the total market value appreciation under this Program to $44.6 million.

As of April 30, 2024, there are eight units with pending contracts, six units up for sale and six units still under construction. These additional units to be sold will generate another $2.3 million in new Joining Fees.

Regular Renovator

There are six active Regular Renovators.

As of April 30, 2024 there are 185 acquisitions with one pending acquisition. There are 175 units sold with six pending sales and three units for sale.

Total Market appreciation is $31.3 million.

Of the 13 units not sold, five of those units are currently paying social dues for this fiscal year. One is delinquent and we plan to deduct the dues plus interest upon the unit's sale.

Bulk Renovator

As of April 30, 2024 there are a total of 59 units acquired. Of these, 52 have been renovated and sold and two more are pending sales. Of the five units not under contract, three are now up for sale.

Market Value appreciation from these sales is $13.3 million.

Of the seven units now under construction and not for sale, one of these units is required to pay social dues for this fiscal year but is delinquent and we plan on deducting the prorated dues plus interest upon the units sale.

Combined Units

Eight units have been acquired under this program with seven already combined and approved as one combined residential unit.

We are in receipt and have approved the plans for the eighth contiguous unit combination under this Program.

Boca West Community Advisors Committee on Villages – Bob Schwartz

Nothing to report at this time.

Boca West Master Association – Bob Schwartz

Bob Schwartz reported that the Master Association has retained new legal counsel of record.

The Community lighting project has resumed. Contract terms are in the process of being negotiated.

Unscheduled Topics

No unscheduled topics.

Adjournment

There being no further business to discuss, the meeting adjourned to Executive Session at 1pm.