



**BOARD OF DIRECTORS REGULAR MEETING MINUTES
BONITA NATIONAL GOLF CLUB, INC.**

Place of meeting: Bonita National Clubhouse
17501 Bonita National Blvd
Bonita Springs, Florida 34135

Date of meeting: January 27, 2025

Time of meeting: 9:00 a.m.

1. **Call to Order:** R. Donatuti, President on January 27, 2025 at 9:00 a.m.
2. **Certification of Quorum:** R. Jackson, Secretary
3. **Proof of Notice:** S. Coulls, GM, Troon Management

Attendees: R. Donatuti, President
P. Hanson, Vice President
R. Jackson, Secretary
N. Oliver, Treasurer
D. Jimenez, Director
T. Casey, Director
R. Winter, Director
S. Coulls, GM, Troon Management
W. Weber-Brunson, CAM, Troon Management
J.P. Shepherd, Head Golf Professional
T. Caliguire, Golf Course Superintendent

4. **Approval of Meeting Minutes:**
 - R. Jackson moved to approve the minutes of the December 20, 2024 Regular Board Meeting. The motion was seconded by T. Casey and passed unanimously.
5. **President's Report:**

R. Donatuti stated that the next meeting of the Board has been moved to Tuesday, February 25 at 3:30 p.m. He stated that the President's Cup and Bonita Cup matches have begun and men's and ladies' member-guest events are coming up. He stated that there was an irrigation line break that caused a large hole on Bonita National Blvd and is disrupting irrigation to portions of the course. Simon, J.P., and Tom have been working diligently to get all repairs made as soon as possible. He also stated that next week a survey will be coming out to all members and he encouraged all members to respond to it.

R. Jackson objected to President R. Donatuti making the decision on his own to move the date and time of the next Board meeting. In an email on January 24, 2025, R. Donatuti told the Board that "we will be moving" the February Board meeting. R. Jackson cited Bylaw Section 4.8 which states that the dates and times of Board meetings "shall be determined from time to time by the Directors" and thus the President alone does not have the authority to move the date and time of scheduled Board meetings. D. Jimenez stated that when the dates and times were changed at the November 19th meeting, no motion was taken or requested and no objection by any Board was made. S. Coulls suggested that the Board agree to suspend the advance motion notice requirement and allow a motion to change the February meeting date and time. R. Donatuti made that motion and it was seconded by P. Hanson. The motion passed 6-1 (with R. Donatuti, P. Hanson, D. Jimenez, R. Winter, N. Oliver, and T. Casey voting in favor, and R. Jackson voting against that motion). R. Donatuti then made a motion to change the date and time of the next Regular Meeting to February 25, 2025 at 3:30 p.m. and the motion was seconded by P. Hanson. The motion passed unanimously.

6. Treasurer's Report:

N. Oliver deferred the report to Bob Pacheco, Vice Chair. Bob Pacheco gave a detailed financial report for December and the entirety of 2024. The FORE report is being re-formatted and was discussed at some length. Rounds for the year were 52,374 versus a budget of 54,320, net operating income was \$85,061 before depreciation, and net income was \$213,234 (which includes depreciation and the unused 2023 excess member income). There is a potential tax liability of about \$39,000 regarding the unspent 2023 excess member income, but that tax liability might be reduced or eliminated through tax depreciation.

S. Coulls was asked the percentage of members who have signed up for ACH and the percentage is about 60%. R. Jackson pointed out that members have to remove their credit card information from the website after they enter their ACH information or else the credit card will be billed and ACH will not be used.

Bob Pacheco presented the Balance Sheet as of December 31, 2024, revealing assets of \$8,646,640, liabilities of \$2,908,290, and total fund balances of \$5,738,350. Our Club is on a very strong and sound financial footing.

D. Jimenez pointed out that the number of rounds played by transfer members in 2024 was below budget by over 700 as a result of increases in the transfer member cart fees. Bob Pacheco confirmed that to be true and stated that we can expect to see fewer transfer member rounds in 2025 as well due to the increase in the transfer member cart fees.

R. Jackson asked how many members have not yet paid their golf assessments. S. Coulls stated that 143 members have not yet paid their dues. A reminder will be sent out.

R. Jackson objected to the process by which the payment deadline for assessments was extended. This Board approved the budget and the 2025 assessments at the November 19, 2024 Regular Meeting and all members know that assessments are due on January 1 of every year. This Board discussed at the December 20, 2024 Regular Meeting the issues with assessments notices being sent out or received by members late, and this Board decided at that time to not extend the January 1 due date. In a community-wide email dated January 7, 2025 at 6:26 p.m., it was stated that "the Boards of Directors have extended the payment deadline to January 31, 2025." R. Jackson stated that he had no prior knowledge that the deadline would be extended, and there was no Board Meeting, much less a text, email, or phone call to him advising him that this was being done or being considered. R. Jackson also stated that the Board can hold a Special Meeting on 48 hours' notice to address specific matters like this. T. Casey confirmed that he, too, was not given any prior notice of the payment deadline discussions or extension, and he stated that extending the assessment due date has financial implications, both in interest and collection enforcement as to those members who fail to timely pay their dues.

After the January 7, 2025 community-wide email was sent out, R. Jackson learned through emails that R. Donatuti discussed the extension with P. Hanson and she agreed with the extension, and then R. Donatuti attended a meeting with S. Coulls and R. Winter and N. Oliver and they felt it was best to extend the payment deadline. The deadline was then extended. R. Jackson stated that there can be differences of opinion regarding whether the payment deadline should have been extended, but more importantly there should have been a Board Meeting to discuss this important financial matter and its implications before a decision was made. R. Jackson stated that, unfortunately, the President and majority of this Board repeatedly take actions without consulting with the entire Board or having Board meetings. We have an election coming up soon and members should be aware of how the majority of this Board acts.

D. Jimenez stated that she was not involved in the decision to extend the payment deadline. R. Winter stated that he did attend the meeting with S. Coulls at which the payment deadline (and other issues) were discussed, but he was not asked how he felt about extending the deadline. P. Hanson stated that she was not at the meeting with S. Coulls at which the payment deadline was discussed; R. Jackson stated that he did not say that P. Hanson was at the meeting but R. Donatuti stated in an email that he

discussed it with P. Hanson beforehand and she agreed with the extension. R. Donatuti stated that S. Coulls recommended the payment extension and related that the HOA was going to extend the payment deadline. R. Jackson stated that the Golf Club is a separate association and it must follow its own rules and there is no excuse for such a decision to be made on behalf of the Board without a Board Meeting.

7. Standing Committee Reports:

A. Greens Committee: R. Winter introduced Tom Calligre, the new Golf Course Superintendent. There are some brown spots on the course and that is normal for this time of year in light of the cool weather we have been having. Members can help the course by following the stakes to enter and exit the fairways and fixing divots and ball marks. He advised our members, when the mats are being used, to not tee balls up off of the mats as that can be a serious safety issue. He also reiterated that those who want to use the driving range or putting/short game areas must check in with the pro shop in advance. There will be new stations for additional divot mix on the course. The Club purchased a new TriPlex approach mower and it will begin being used during the first golf course closure this summer. Last, R. Winter noted that we are about 90 days from the beginning of the putting green and driving range projects. N. Oliver asked that divot mix be placed at the short game practice area.

B. Finance Committee: N. Oliver stated that there is no further report.

C. Strategic Long Range Planning: N. Oliver stated that this ad hoc committee has met to start the process of long range planning. R. Jackson reminded the Board that this is not an ad hoc committee; instead, at the September 24, 2024 Board meeting a motion was made and unanimously approved to have this be a stand-alone committee. R. Jackson further stated that, at that meeting, he requested that golf members be asked whether they would like to volunteer for that committee and N. Oliver stated that he would do so. No such request for volunteers has been circulated, but the committee has added another member without seeking the input of the membership.

N. Oliver stated that the committee has decided to have three focus groups (on January 29, February 3, and February 7) to begin gathering information for the planning process and begin assembling strategic initiatives for a 2-5 year plan and a 5-10 year plan. Members are requested to register for these sessions (maximum 10 people for each session) and Board members are welcome to attend (but cannot participate in the discussions). The committee currently consists of N. Oliver, R. Donatuti, R. Winter, Bob Pacheco, Simon Coulls, and Phil Mosler.

D. Governance/Compliance: D. Jimenez stated that she is happy that the membership approved the proposed changes to the Declaration of Covenants and Bylaws,

particularly the language regarding resale capital contributions and interest on capital reserves and the joint enforcement language. The joint enforcement provisions will not become effective until a joint enforcement policy is drafted with the HOA Board and approved by both Boards.

- E. Golf Operations Committee: P. Hanson stated that rounds exceeded budget in December by over 200 rounds but for the entirety of 2024 were down over 1900 to budget. There are 206 members of the LGA, including 9-hole members. The Handicap Subcommittee notes a 94.1% posting percentage and she encouraged members to watch the video of J.P. Shepherd and Chris Trout explaining the new applications of the Cap Patrol software. That video is on the website. The 9 and Dine event in January was very successful and well liked. As to the Men's Interclub, 36 men attempted to qualify for 24 spots, and 4 matches have taken place thus far.

D. Jimenez expressed a concern that the shotguns on the mornings of Tuesday, Wednesday, and Thursday (January 28-30) are taking up all of the morning tee times. J. P. Shepherd stated that the shotgun on Tuesday, January 28 is taken up by a combination of LUSH and reduced ladies league play, the shotgun on Wednesday, January 29 is taken up by men's league play as well as President's Cup and Bonita Cup matches, and the Thursday, January 30 shotgun is devoted entirely to the Ladies' Interclub. J.P. also stated that the calendar was previously approved. D. Jimenez suggested that in peak season (Jan – Mar) consideration be given that we not block out three mornings in one week with shotgun events.

- F. Communications: P. Hanson stated there is no report for this committee.

8. Old Business: None.

9. New Business:

- A. Motion to Adopt the Amendments to the Golf Declarations and Bylaws, Per Membership Approval Vote.

D. Jimenez made the following motion: "To adopt the changes to the Declarations of Covenants, Conditions and Restrictions and bylaws of Bonita National Golf Club, Inc. approved by the Golf Membership as of January 20th, 2025." The motion was seconded by P. Hanson and passed unanimously.

- B. Motion to Fine Member XXX \$100.

D. Jimenez made the following motion: "To fine member XXXX \$100 for riding his personal golf cart on the golf course on January 15th, 2025, at 4:30 p.m. and refusing to identify himself to the Roving guard when he was requested by Mr. Boyer (roving guard) to do so." The motion was seconded by R. Donatuti. W. Weber-Brunson was asked

whether she recommends a suspension as well as a fine, and she recommends only a \$100 fine for this incident. The motion passed unanimously.

C. Motion to Approve the Use of a Part of the Driving Range for a Community Social Event.

P. Hanson made the following motion: "To approve Community Event to be held on March 15th, 2025, allowing part of the Golf driving range to be used for said event. Breakdown and removal of the stage will take place March 17th, 2025." The motion was seconded by R. Winter. A portion of the driving range will be available for use on March 15 – 17. The motion passed unanimously.

D. Motion to Approve a Charity Event Policy.

P. Hanson made a motion to approve the Golf Charity Event Policy recommended by the Golf Operations Committee. The motion was seconded by D. Jimenez. T. Casey stated that he objects to the motion being considered at this meeting, because less than 7-days' notice was given to all Board members that such motion would be considered at this meeting. D. Jimenez and P. Hanson stated that, at past meetings, motions were considered by the Board without giving 7-days' notice. T. Casey stated that the rules of the Board must be followed.

D. Jimenez stated that in 2023 we did not receive motions 7 days in advance of meetings for almost the entire year and that one of the most important motions was not received until 8:45 p.m. the night before the meeting. She further stated that she agrees the rules must be followed but that did not take place in 2023 nor consistently in 2024.

R. Jackson stated that he agreed with T. Casey and the motion should not be considered at this meeting. R. Jackson also stated that, unfortunately, this Board has not followed many other rules adopted by the Board, including that the Agenda for all meetings must be circulated at least 7 days before the meeting, any Board member can request items be placed on the Agenda for discussion, and all motions must be in writing and furnished to all Board members at least 7 days before every meeting. These rules were all discussed and most recently agreed upon at the Board's Retreat in November, 2024. R. Jackson also stated that he objects to the draft Golf Charity Event Policy because it would preclude any charitable events from being held in October – December other than a Veteran's Day event, and that would be a great time to hold such an event (BNGC previously held a charity event in December before COVID). R. Winter suggested that J.P. Shepherd gather information regarding the number of rounds in October-December 2024 as well as the number of overflows and the number of guest rounds in those months, and then the Board can discuss that information and the proposed policy at a later meeting.

P. Hanson made a motion to table this motion until the February Regular Board Meeting. The motion to table was seconded by N. Oliver and passed unanimously.

E. Motion to Approve In-Season Tee Sheet Restriction Exceptions.

Before this motion was made, P. Hanson stated that this motion will be tabled until the February Regular Board Meeting.

10. Management Report:

No report.

11. Golf Member Comments: There were no additional golf member comments.

12. Member Online Questions: There were no online questions regarding the Agenda.

13. Adjournment: R. Donatuti made a motion to adjourn; seconded by T. Casey. The motion passed unanimously at 10:28 a.m.

*Approved February 25, 2025
Robert Jackson, Secretary*