



**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: May 21, 2024

Time of meeting: 4:00 p.m.

- 1. Call to Order:** R. Donatuti, President on May 21, 2024 at 4:00 p.m.
- 2. Certification of Quorum:** R. Donatuti, President.
- 3. Proof of Notice:** D. Intinarelli, GM, Troon Management

Attendees: R. Donatuti, President
P. Hanson, Vice President (Via Telephone)
R. Jackson, Secretary (Via Telephone)
N. Oliver, Treasurer (Via Telephone)
R. Winter, Director
D. Jimenez, Director
T. Casey, Director (Via Telephone)
D. Intinarelli, GM, Troon Management
W. Weber-Brunson, CAM, Troon Management
J.P. Shepherd, Head Golf Professional
J. Ellis, Golf Superintendent

- 4. Approval of Meeting Minutes.**
 - R. Jackson moved to approve the minutes of the March 26, 2024 Regular Board Meeting. The motion was seconded by T. Casey and passed unanimously.
 - R. Jackson moved to approve the minutes of the March 26, 2024 Annual Meeting. The motion was seconded by P. Hanson and passed unanimously.
 - R. Jackson moved to approve the minutes of the April 2-3, 2024 Special Meeting. The motion was seconded by D. Jimenez and passed unanimously.

- R. Jackson moved to approve the minutes of the April 18, 2024 Special Meeting. The motion was seconded by T. Casey and passed unanimously.
- R. Jackson moved to approve the minutes of the April 23, 2024 Special Meeting. The motion was seconded by D. Jimenez and passed unanimously after the minutes reflected that J.P. Shepherd attended the meeting.
- R. Jackson moved to approve the minutes of the May 7, 2024 Organizational Meeting. The motion was seconded by D. Jimenez and passed unanimously.
- R. Jackson moved to approve the minutes of the May 7, 2024 Special Meeting. The motion was seconded by T. Casey and passed unanimously.
- R. Jackson moved to approve the minutes of the May 10, 2024 Special Meeting. The motion was seconded by D. Jimenez and was passed unanimously after it reflected that R. Winter was absent and T. Casey participated by telephone but could not be heard.

5. **President's Report.** R. Donatuti stated that all Committees are up and running with Liaisons being elected, and he thanked all of the volunteers for all of the hard work they have done and will do this coming year. He reminded the membership of the upcoming Memorial Day event on May 27, 2024. He also reminded the membership of the first course closure set for May 28 – June 7, 2024 as well as the closure each Tuesday from June 11 through September 17, 2024. He also stated that he is initiating a round table, with the first being held on June 11. Members will be invited and the Board will have discussions on various motions, objections, and Board matters, but no votes will be taken. His goal is to have the Board fully informed about the pros and cons of every motion and fully prepared to vote later at a Board meeting. He plans to have these round tables in the middle of each month. D. Intinarelli states that these will be called town halls with Board discussion topics, but there will be no agenda for these meetings and no minutes will be taken. They will begin at 4:00 p.m. on the designated dates.

6. **Treasurer's Report.** N. Oliver reported that, for March 2024 rounds exceeded budget as did net income, and for April 2024 our rounds and net income exceeded budget. Our investments in staggered maturity T-Bills continue, and our funds will be reinvested in T-Bills of appropriate durations to correspond with the need for the funds for operating purposes.

7. **Standing Committee Reports:**

Communications Committee: No Report.

Golf Operations Committee: P. Hanson reported that the Committee has prepared a preliminary draft of the calendar of golf events for the 2024-2025 season.

Governance/Compliance: No Report.

Greens Committee: N. Oliver stated that there will be two motions advanced later at the meeting by Greens/Strategic Planning. In addition, he will raise at a subsequent Board Meeting a plan to revise the 13th Hole, including to extend the front of the green, grow in the back of the green, expand the bunker to the right of the green, and add a bunker to the left of the green. He explained that the goal is to make the 13th Hole more playable and speed up play of that hole. N. Oliver stated that the golf membership will be asked to vote on whether to approve the re-design of the 13th Hole. R. Donatuti stated that legal counsel advised that no membership vote to approve the re-design is required, but this matter will be put to a member vote because the Board previously agreed to do so.

8. Old Business: None

9. New Business:

A. **Motion to Post Committee Meeting Dates and Minutes.**

R. Jackson moved to require the dates and times of all Committee meetings to be posted on the BNGC website, as well as the approved minutes of all Committee meetings. R. Donatuti seconded the motion. R. Jackson noted that all golf members are entitled to attend all meetings of the various Committees, yet the dates and times on which the Committees meet are not posted and thus members cannot attend the meetings. Also, the approved Committee minutes are not posted on the BNGC website and thus our golf members are not aware of the activities of the Committees. T. Casey stated that he reviewed the minutes of all Committees when he was the President last year, and there was nothing controversial in them. N. Oliver stated that Committee minutes are routinely posted on a golf club's website in his experience. Some concerns were raised that discussions at the Committees will be curtailed if the minutes of the meetings are posted and that rumors will spread if the Committee minutes are posted.

The motion was defeated 4-3, with R. Jackson, T. Casey, and N. Oliver voting in favor, and R. Donatuti, D. Jimenez, P. Hanson, and R. Winter voting against the motion.

B. **Motion for a Gratuity for Outside Bag Staff.**

P. Hanson made a motion to, during the off-season, add a \$3 gratuity to all non-BN golf member's charges (PGA Pass, reciprocal, social members, etc.) and those funds will be distributed to our outside bag staff. R. Winter seconded the motion. It was discussed that non-BN golf members do not always recognize the services our bag staff provide and we want them to be recognized for the outstanding services they provide. T. Casey questioned whether the \$3 amount was high enough and suggested \$5. R. Winter moved to amend the motion to specify a \$5 amount, rather than \$3, and that motion was seconded by D. Jimenez. R. Jackson agreed with the motion except that any such requirement should not apply to social members. The amended

motion passed by a vote of 6-1, with R. Jackson voting against the motion because it includes social members.

C. Motion to Expand Putting Green and Renovate Chipping Area.

N. Oliver made a motion to expand the existing putting green and renovate the existing chipping area including relocating the cart path and adding more cart path parking spaces at a cost not to exceed \$330,000. The motion was seconded by R. Winter. N. Oliver stated that the existing putting green is poorly designed and cannot accommodate enough golfers during events and in busy times, and the existing chipping area allows for only 2-3 golfers to use it at one time. The redesign will provide for a much larger and usable putting green, large enough to have a putting course when not in busy times, and the new chipping area will allow for many golfers to use it at the same time. J. Ellis stated that this work can all be accomplished in 2024. N. Oliver stated that the Finance Committee has determined, after consultation with legal counsel, that since this topic is discussed in the capital reserve study, it does not require a member vote but only the approval of the Board. R. Jackson stated that this Board committed, at our February, 2024 Regular Meeting, to have our members vote on any improvements that exceed \$100,000 in aggregate cost, and prior versions of this motion stated that the work would not go forward without member vote and approval. R. Jackson stated that the Declarations and Covenants also require a member vote and approval and this work should not go forward without member vote and approval. The motion was passed by a vote of 6-1, with R. Jackson voting against the motion.

D. Motion to Approve Work on Certain Strategic Projects.

N. Oliver made a motion to move forward with work on five strategic projects at a cost not to exceed \$170,500 subject to approval by golf member vote. Those projects are (1) relocate the cart path of the right sides of holes 5 and 6 at a cost of \$38,500; (2) convert the existing coquina paths to turf on holes 4, 7, and 16 at a cost of \$27,500; (3) remove the existing left bunker on hole 1 and replace it with a waste area or new bunker at a cost of \$11,000; (4) replace the turf on the driving range with a heartier variety of grass and regrade the driving range for better drainage at a cost of \$71,500; and (5) expand the size of the green tees on five holes at a cost of \$22,000. The motion was seconded by R. Winter. N. Oliver stated that these modifications will enhance the member experience when playing golf and these projects will be funded with 2023 excess member income dollars with no new assessment to the members. R. Jackson stated that our members will decide whether to go forward with these improvements, and the voting materials must inform the members that, if we spend some of the approximate \$660,000 in 2023 excess member income, we are then precluded from returning that excess member income to the members and are required to pay tax on the amount not spent on operational expenses in 2024. The motion passed unanimously.

E. Financial Impact of Transfer Members.

In light of the HOA Board's May 8, 2024 proposed changes to the HOA Declarations/Covenants and Bylaws that would mandate a minimum rental period of 90 days (as opposed to the current 30-day rental minimum), at the request of R. Jackson, T. Casey, and R. Winter the Golf Board undertook to determine the potential negative impact to the golf club of changing the minimum rental term. N. Oliver then requested the Finance Committee to analyze this issue, and R. Pacheco made a presentation to the Board on behalf of the Finance Committee in an effort to determine the potential impact on golf operations. He stated that there will be no impact in 2024 and minimal impact in 2025 since the proposed change would not take place until July 1, 2025. Thereafter, the golf club, in a worst case scenario, would lose transfer fees (currently \$500 per transfer) of approximately \$60,532 per year. More significantly, the golf club would lose revenue from each round of golf currently been played by transfer members and their guests at the transfer member rates (e.g., currently \$100 for 18 holes v. \$25 for 18 holes for members) and that revenue loss could amount to \$142,380 per year. The total yearly impact on golf operations, in the Finance Committee's analysis, could be \$202,912, which equates to @234 per golf unit each year. R. Pacheco further stated that the golf club will have time to analyze this issue further and plan if the proposed changes are approved by the Bonita National homeowners. R. Donatuti added that he conducted his own analysis of the potential impact of the proposed changes on the golf club, and he believes the changes could amount to \$91,521 per year, or \$105 per golf unit.

The HOA Board and Committees did not request from the Golf Board any analysis of the impact the proposed change in rental period would have on the golf club or its revenues, and thus the Golf Board and the Finance Committee had very little time to analyze the potential impact of the proposed rental change. The Golf Board believed that it was important for the golf members to understand the potential impact on them of the proposed rental term change.

There was discussion, including from members at the meeting, that the analysis presented did not reflect the worst case scenario, because it does not factor in rentals during the May – December time frame, and that with fewer renters present there would be more members present and greater difficulty in obtaining tee times.

10. Management Report.

General Manager D. Intinarelli reported that the results of the annual Troon survey of the membership indicates that the overall NPR of 19 is an increase from the 12 rating last year (the Troon goal is a rating of 40+). The golf only rating is 19 points higher than in 2023. He stated that the results of the survey would be posted by the end of the week. There will be new menus soon in the Tiki Bar and Bistro.

11. Golf Member Comments. Member comments were made and responses given as appropriate.

12. Member Online Questions. There were no online questions.

Adjournment: R. Donatuti made a motion to adjourn; seconded by D. Jimenez. The motion passed unanimously at 6:24 p.m.

Robert M. Jackson, Secretary
Approved June 25, 2024