



**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: June 25, 2024

Time of meeting: 4:00 p.m.

1. **Call to Order:** R. Donatuti, President on June 25, 2024 at 4:02 p.m.
2. **Certification of Quorum:** R. Jackson, Secretary
3. **Proof of Notice:** S. Coulls, Interim GM, Troon Management

Attendees: R. Donatuti, President
P. Hanson, Vice President (Via Telephone)
R. Jackson, Secretary
N. Oliver, Treasurer (Via Telephone)
R. Winter, Director
D. Jimenez, Director
T. Casey, Director (Via Telephone)
S. Coulls, Interim GM, Troon Management
J. Langford, Troon Management
J.P. Shepherd, Head Golf Professional
J. Bare, Esq., Varnum

4. **Approval of Meeting Minutes.**
 - R. Jackson moved to approve the minutes of the May 21, 2024 Regular Board Meeting. The motion was seconded by D. Jimenez and passed unanimously.
 - D. Jimenez moved to approve the minutes of the June 11, 2024 Round Table Meeting. The motion was seconded by R. Winter. R. Jackson stated that he and T. Casey were not able to attend that meeting on that date and the meeting date was not moved and went forward. R. Jackson stated that he cannot approve the

draft minutes but he has questions about what was discussed at that meeting. The minutes mention an insurance ad hoc committee, and R. Jackson asked who would lead that committee, who had been selected for that committee, and whether members can volunteer to serve on that committee if they have relevant experience. T. Casey will lead that committee and he welcomes new volunteers with relevant experience. R. Jackson also asked who will lead the infrastructure ad hoc committee and whether members with relevant experience can volunteer for it. Norm Oliver and Bob Winter will lead that committee and they welcome new volunteers with relevant experience. The minutes were approved 5-0, with T. Casey and R. Jackson abstaining because they were not present.

5. President's Report. R. Donatuti thanked Katelin Hammett for her services to the golf club and wished her well. He encouraged members to sign up for the July 4 scramble. He stated that the golf club lawyers gave us a written opinion stating that we can spend money on items in the capital reserve study without a member vote. Joe Bare stated that, if the Board decides that an item is in the reserve study and is not a material alteration or substantial addition to the golf course, a member approval vote is not required. He further stated that a 10% addition to the size of the putting green is not a material alteration in his opinion. R. Jackson asked Mr. Bare if capital reserve funds can be expended in 2024 for items slated for work to be done in 2035 and he answered "Yes." R. Jackson asked if the item "Short Game Practice Area, Rebuild" for \$140,000 in 2035 is the same as what is being proposed now for that area, and Mr. Bare had no response and had not seen any rendering of the proposed work. T. Casey pointed out that there is a lot of difference between a "rebuild" and a "redesign." N. Oliver stated that the cost of the practice area work is going to be about \$130,000.

R. Winter stated that the Greens Committee authored a survey last year, and the practice area was high on the response list and would add to the member experience. R. Jackson pointed out that the survey by the Greens Committee selected 6 projects and asked the golf members to rank those six projects in order of importance – there was no option for "none of the above" and no dollar amounts were set forth. Therefore, it is not accurate to state that our members approved the proposed work on the practice area or the cost of it. R. Jackson stated that, in his opinion, expenditures of this magnitude long before the date set forth in the capital reserve study should be put to a member vote, even if not required.

R. Donatuti stated that he has received input from some Board members about the search for a new GM and is open to ideas on the process. R. Winter stated that our last two GMs failed and we need to change the selection process. He suggested that all 7 Board members be invited to the candidate interviews, but that only 2 Board members question the candidates after receiving questions and comments from the other Board members. He suggested that Troon provide us with the candidates but not rank them in any way. R. Jackson stated that the process did not work in the past and we need to change it completely; he agreed with the approach suggested by R. Winter and would

agree to be one of the people questioning the candidates. D. Jimenez stated that the majority of the Board should agree on a candidate before the person is selected.

6. **Treasurer's Report.** N. Oliver reported that, for May 2024 rounds were down about 8%, and some of our expenses exceeded budget, such as bank fees and fertilizer. He stated that there is nothing alarming in our May 2024 financial results. J.P. Shepherd stated that we are below budgeted rounds in June as well, in part due to the huge amount of rain we experienced in a short period of time. Bob Pacheco, Finance Committee Vice Chair added that the golf club has incurred about \$86,000 in bank fees through May and we might be able to make progress in reducing those fees after the NorthStar upgrade in August.

7. **Standing Committee Reports:**

Communications Committee: No Report.

Golf Operations Committee: No Report, as their activities were focused on the motions to be discussed later in this meeting.

Governance/Compliance: D. Jimenez shared that the HOA members approved changes to their Declaration of Covenants and Bylaws allowing a joint enforcement agreement between the HOA and Golf Boards regarding member violations. In order for joint enforcement of violations between HOA and Golf Boards to be enforceable, the Golf Governance Committee will recommend changes to the golf Declaration of Covenants and Bylaws, which would require a member vote. D. Jimenez also stated that, if the golf members vote for this change, a policy will also need to be prepared and approved by this Board.

Greens Committee: N. Oliver stated that the 5 projects approved by EZVote today will proceed in the next two months using 2023 excess member income funds, except the re-grassing of the driving range cannot take place this year due to time constraints and will instead take place in May, 2025. The redesign of the putting green will similarly be deferred until May, 2025. The work on the short game area will take place in 2024 and will not disrupt the driving range or practice green. N. Oliver stated that he will give the golf members frequent and regular updates about the work and the other plans of the Greens Committee and Strategic Planning subcommittee.

R. Jackson asked how much tax the golf club will be required to pay on the unspent 2023 excess member income. R. Donatuti confirmed that we will have to pay tax (27.5%) on about \$120,000 of the excess member income from 2023.

R. Jackson asked when the work removing the cart path on Hole 8 will be completed. R. Winter stated that such work will be completed during either the July closure or the September closure.

8. Old Business: None

9. New Business:

R. Jackson requests that the Board provide the golf membership with copies of all motions in advance of meetings, such as an attachment to the meeting notice, so that our members know the substance of the motions that will be discussed at the meetings. D. Jimenez opposed R. Jackson's request. R. Donatuti stated that the Board will discuss this issue at a later date.

A. Bonita Springs Preferred Reciprocal Program.

P. Hanson moved to join Vasari, Pelican Sound, Stonebridge, and Hunter's Ridge in a \$35 preferred reciprocal program. The motion was seconded by R. Winter. BN golf members would be allowed, during the May-October reciprocal season, to play at those courses for \$35 as opposed to the posted reciprocal rate, and members from those courses can play at BN for the \$35 rate. J.P. Shepherd stated that this program is designed to increase the volume of reciprocal play from the golf clubs in this program, including because many clubs have seen a 12% decline in reciprocal rounds (we have had an 8% decline in reciprocal rounds). The motion was approved unanimously.

B. Golf Event Calendar.

P. Hanson made a motion to approve the proposed 2024/2025 Golf Calendar of Events. The motion was seconded by D. Jimenez. She stated that the proposed calendar has been reviewed and recommended by Troon, J.P., and the GOC. She stated that this calendar addresses past issues of events limiting open tee times and spreads out events starting in October with the Men's Member-Guest event, moving Nine and Dine events to Sundays, reducing the impact on the HOA F&B hours of operation, and complying with the HOA Special Events Policy. She stated that another advantage of the proposed calendar is to allow J.P. flexibility with tee times due to weather issues with the October Men's Member Guest event, and J.P. confirmed this in the meeting.

R. Jackson asked if the draft calendar had been shared with anyone other than the Board and GOC, and J.P. stated that it had also been shared with HOA President K. Wadhams and Assistant GM Cecilia. J.P. stated that a new event, the "Can Am Cup," will be held on December 14, 2024 and will have a Ryder Cup format. J.P. stated that the Gulf Coast Interclub event is being held on January 30 (last year it was held in December) because the Association designates the month in which each participating club must hold the event and BN has no flexibility in when the event must be held. R.

Jackson asked why the one day Ladies' Member-Guest event scheduled on February 11 could not move to the Fall to free up tee times for members, and J.P. stated that the event is going to take place on a Tuesday and there will be little impact on available tee times because the ladies playing 9 holes and the ladies playing 18 holes on Ladies' Day will all play as part of the 8:00 a.m. shotgun (rather than the ladies playing 9 holes starting at 1:00 p.m.).

T. Casey asked if a sufficient number of men will play in the two-day Member-Guest event if it is held in October. J.P. stated that he emailed all of the participants in this year's event and over 70% stated that they would participate in the event if held in October. J.P. also stated that many area golf clubs are holding their member-guest events in October now. N. Oliver pointed out that some Canadians may not be able to play in an October event. J.P. also pointed out that, by holding the event in October, the participants will be able to play one or more practice rounds, but cannot do so if the event is held in March or April.

The motion was amended to require any changes to the proposed calendar (after it is discussed with the HOA and finalized) to receive the approval of this Board. The amended motion then passed unanimously.

C. Fiddler's Creek Troon Prive Bypass.

P. Hanson made a motion to allow the golf pro shop to book Troon Prive tee times via phone instead of the regular email process for Fiddler's Creek during the months of November and December 2024, four days in advance. The motion was seconded by T. Casey. J.P. reported that Fiddler's Creek, a Troon managed property, is in the process of renovating its golf course and won't reopen until January, 2025. They have asked BN to allow Fiddler's Creek members to bypass the regular Troon Prive booking process and instead just allow members to call BN four days in advance during the months of November and December, 2024. J.P. stated that we should approve this motion to gain goodwill for any future BN renovation closure (as we did when Palmira was closed) and we will gain revenue from filling open tee times.

R. Jackson expressed skepticism about whether Fiddler's Creek will remember and reciprocate when we renovate our course in 2035, and also suggested that we allow our BN social members and neighboring communities to play on our course in November and December when we, as J.P. stated, have open tee times.

J. Langford stated that BN cannot allow a fellow Troon Prive club to bypass the Troon Prive system in this fashion. The Board requested that J. Langford obtain an exception in this instance.

The motion passed unanimously.

D. Survey Results.

J. Langford summarized and reported on the results of the Players 1st Member Survey and the CluBIQ Member Survey. Those survey results will be posted on the BNGC website.

10. Management Report.

Interim General Manager S. Coulls thanked the Board and golf members for welcoming him to the community and he also thanked the Board for considering him as a candidate for the full-time GM position.

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

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 6:43 p.m.

Approved July 23, 2024
Robert Jackson, Secretary