

RIVER STRAND GOLF AND COUNTRY CLUB, INC.

MEETING OF THE BOARD OF DIRECTORS

April 17, 2017

A REGULAR meeting of the Board of Directors was held on Monday April 17, 2017 at 6:00 PM in the conference room at the River Strand Clubhouse located at 7155 Grand Estuary Trail, Bradenton, FL 34212.

A quorum of the Board of Directors was present in person with Mr. Scott Hancock, Mr. Eddie Hicks, Mr. Michael Fisher, Mr. Charles Glasser, Mr. Bob Walsh, Ms. Anita Tierney, and Mr. Terry Lyons in person. Also present were Shaun Fitzer, LCAM, Community Manager for River Strand, and Pat Cattnach General Manager for River Strand.

The President, Terry Lyons, called the meeting to order at 6:00 PM. Proper meeting notice was posted throughout the property and emailed to all owners in accordance with the Florida statutes and the governing documents of River Strand Golf and Country Club, and desire of the Board of Directors.

There were approximately 20 owners present at the meeting.

Upon a motion made by Bob Walsh, seconded by Scott Hancock,

It was voted 17-52: to approve the minutes of the April 10th, 2017 meeting of the board of directors as presented, motion passed unopposed. **Motion passed.**

OWNER COMMENTS:

- 1) Regarding the meeting minutes of March 27th motion 17-30, owner commented that the restriction on transfer member right to play in the club championship was not communicated to the members, and in his opinion was in conflict with the rights of the transfer member agreement. The owner is seeking advice of legal counsel on this matter.
- 2) Question, can the board can change rules without notice?

Response, the board can change certain restrictions, but that change to the governing documents requires a vote of the membership of at least 2/3 affirmative vote at a meeting in which a quorum is obtained (20% of the total membership is required for a quorum). The Board did not change any governing document. It effectively changed a Rules & Regulations Document which they are empowered to do w/o membership approval .

- 3) Regarding summer golf and play by persons who are not members of the golf club or who reside in the community as non-golf member. Member expressed support for limiting play in some fashion as had been presented through the transition golf committee.
Rates for play at various other communities were discussed and how most of those communities charged rates differently for owner members vs rates for transfer members. A community called Heritage Bay in Naples was mentioned by another member present at the meeting as similar to River Strand, in terms of number of

holes and golfing doorways, and they charge members a \$26 cart fee, and transferees \$61 for cart plus greens fee. And they charge \$325 for a transfer fee.

On matters relating to committee organization:

Upon a motion made by Mike Fisher, seconded by Terry Lyons,

It was voted 17-53: to appoint Patty Reid as chairperson of the social and recreation committee, motion carried unopposed. **Motion passed.**

Upon a motion made by Bob Walsh, seconded by Mike Fisher,

It was voted 17-54: to appoint Ray Phanuef as chairperson of the safety committee, motion carried unopposed. **Motion passed.**

On matters relating to the role of the liaison:

It was discussed what the active role of a liaison should be when working with a committee. If it is determined that the liaison influenced the committee in the recommendation to the board, the liaison could have to recuse themselves from the vote on the matter of recommendation. A question was asked as to what “influencing the committee” consisted of? It was discussed Board members were not indicating that liaisons should not take part in any meeting discussions. Just because a liaison shares knowledge and answers questions does not mean he/she influences the committees’ decisions. It is anticipated, that a liaison may participate in the discussions and potentially give the committee some coaching re: things they should look at. Whether they decide to look into those things is up to them. In addition, when the committee gets to the point where they may be deciding between technology solutions or vendors, only the committee members would actually vote to recommend an item for the board consideration. Therefore the liaison’s would need to recuse themselves from exercising their right as a member of the Board to vote on their recommendations.

On matters relating to the sunshine law, public notice of committees, and executive session of committee:

The association attorney has commented to the board that public notice and open meeting per statute is only required for meetings in which architectural review decision is to take place, or at which an approval related to the expenditure of funds by the association will be decided. The developer board required that all meetings of member committee’s be published and open to the membership.

Upon a motion made by Terry Lyons, seconded by Charles Glasser,

It was voted 17-55: that none of the committees be allowed to go into executive session and that all meetings of the organized committees would be noticed.

Notice of meeting could be accomplished by posting in the newsletter calendar, or posting onsite, or by sending email to the members. The chair of the committee will need to communicate directly with the Life Style director to accomplish this task.

It was discussed that the compliance committee may wish to go into executive session while investigating a complaint or allegation. Upon discussion, it was agreed that all committees, including the Compliance and Fining Committees should hold open meetings.

With no further discussion, the motion carried with Anita Tierney in opposition, and voting in favor, Terry Lyons, Mike Fisher, Bob Walsh, Scott Hancock, Charles Glasser, Eddie Hicks.

Motion passed.

On matters relating to notice of committee meetings:

The property manager requested that committee chairs communicate directly with the Lifestyle Director for the purpose of noticing their meetings who is responsible for putting together the newsletter, and communicating bulk emails. There was no objection to this request.

On matters relating to the committee charters:

The generic charters as specifically related to each committee are still being reviewed, the generic charter as was approved and amended needs to be finalized for each committee.

On other matters relating to committees:

A complaint against a member by a staff member has been filed with the compliance committee.

Upon a motion made by Anita Tierney, seconded by Charles Glasser,

It was voted 17-56: that the member accused be recused from participating in committee activities pending the outcome of the decision of the compliance committee.

It was discussed that the compliance committee had not made a formal recommendation of this action and therefore, the Board had no standing in the issue until such time that a formal recommendation is presented to the Board by the Compliance Committee.

Motion failed with no support. Members against: Terry Lyons, Mike Fisher, Bob Walsh, Eddie Hicks, Scott Hancock, Charles Glasser, and Anita Tierney. **Motion failed.**

On matters relating to the contract with Envera:

This is the contract for the monitoring of the security and access control devices throughout the community and the database utilized to allow access for guests at the guardhouse. The contract expires on August 22, and management has reached out to Envera to request that upon expiration the association wished to go into a month to month agreement until a new agreement can be reviewed and entered into. The review of this contract will be assigned to the IT committee to make a recommendation to the board of directors. The IT committee has been provided an addendum to the contract which management believes has all of the content of the entire contract, but has not been given the original contract. The Safety committee shall be involved in making the recommendation on this project to the board.

On matters relating to electronic voting:

Management presented information from two reputable sources which are offering services to host and maintain an electronic voting system for the association. Becker and Poliakoff, PA = bpb ballot.com, and CAI= votehoanow.com. Both offer the software and support including integration of paper ballots received with the electronic votes. The manager presented information from both sources and suggested the board make a decision on a firm so that we could start the process of getting people signed up. The board asked if this task could be started prior to employing an outside source. The manager stated that since this was an initial

startup of a new process that the support of an outside professional source to get the process organized was desirable. The board will further review this issue and it will be on a future agenda for consideration.

On matters relating to teleconferencing capabilities:

The community has a single portable VOIP "Polygon" telephone with 2 external microphones. While this may be sufficient for a small to medium sized conference room, it may not be adequate for larger spaces. It was suggested that a package of equipment and a service with a conference provider be considered. The items needed were presented to the board with a cost of approximately \$2000. The Board felt the cost was too high. The company which provided the "Polygon" telephone is reviewing the recommendation and may come up with an alternative.

On matters related to the contract with Datum Technologies:

Datum is the company that leases River Strand its server and provides remote support for all computer functions. The contract is up for renewal on July 3, but will only automatically renew for successive 60 day intervals without notice. The manager has sent notice to the company requesting answers to several questions as needed by the IT committee, and also to find out the payoff cost of the current server at the end of the lease.

On matters relating to summer golf activities:

Upon a motion made by Charles Glasser, seconded by Bob Walsh,

It was voted 17-57: to limit summer public play to only reciprocal players, Big Summer Card holders, and Sanctuary non-golf members.

It was discussed that the golf committee had requested annual income figures for non member play. Management suggested that it would be beneficial to monitor the income streams and have greater details of income including cart rentals from outside play in 2017 before making a decision. Figures from prior years did not separate out the income from cart rentals. This detailed income information should be attainable once our Head Pro returns from vacation.

Upon a motion made by Charles Glasser, seconded by Anita Tierney,

It was voted 17-58: to table action on motion 17-57 for future consideration, motion carried with Terry Lyons opposed, and Bob Walsh, Eddie Hicks, Anita Tierney, Charles Glasser, Scott Hancock, and Eddie Hicks in favor. **Motion passed.**

On matters relating to member ID cards:

Upon a motion made by Bob Walsh, seconded by Anita Tierney,

It was voted 17-59: to approve the procedure of encoding member numbers into the membership card, motion carried unopposed. **Motion passed.**

It was discussed that the association had the means and the method to encode information which would be helpful to identify the member into the bar code on the back of the member card and then automatically associate the member with the systems of the club. Current member cards which have a black bar strip can be quickly encoded with the information, some cards do not have the black bar on the back, so therefore would have to be reissued.

Upon a motion made by Anita Tierney, seconded by Bob Walsh,

It was voted 17-60: to require members to present their member cards when in all areas where purchases can be made, or payments are accepted, motion carried unopposed. **Motion passed.**

The board requested management to implement a methodology for accomplishing the task of communicating to the members and getting the programming completed.

Next meeting to be held on April 24, 2017 at 6PM in the conference room at the main clubhouse of River Strand.

There being no further business the meeting was properly adjourned at 8:00 PM.

Respectfully Submitted,

____rtw____, Secretary on Behalf of River Strand Golf and Country Club, Inc.

Shaun Fitzer, LCAM On Behalf of River Strand Golf and Country Club, Inc.