

RIVER STRAND GOLF AND COUNTRY CLUB, INC.

MEETING OF THE BOARD OF DIRECTORS

MARCH 14, 2017

A **REGULAR meeting** of the Board of Directors was held on Tuesday March 14, 2017 at 6:30 PM in the offices of ICON property Management located at 5325 East State Road 64, Bradenton, FL 34208.

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

Terry Lyons called the meeting to order at 6:31 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 15 owners present at the meeting.

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

It was voted 17-15: to approve the minutes of the March 3rd, 2017 meeting of the board of directors as corrected, motion passed unopposed. **Motion passed.**

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

It was voted 17-16: to approve the minutes of the March 10th, 2017 meeting of the Board of Directors as corrected, motion passed unopposed. **Motion passed.**

OWNER COMMENTS:

The Chair of the meeting requested that an item be added to the proceedings and allowed comments from the floor about items on the agenda. Members present requested the board discuss how members could communicate with the board about items that they would like to have the board consider. The board president offered that any member can contact any board member to discuss an issue and suggest an agenda item. The property manager suggested the use of a "Comments, Concerns, and Requests" form for this purpose and will submit a sample to the board.

ON MATTERS RELATED TO BOARD MEETING DECORUM AND RULES OF ORDER:

Discussion as to how meetings of the board should be handled utilizing Roberts Rules of Order latest edition vs Roberts Rules of Order for small boards. There is no separate Roberts Rules for small boards it is just a comment that is made throughout the document of Roberts Rules. Roberts Rules are a very formalized set of meeting guidelines which are employed by large governmental bodies and could be unwieldy in their application for the use in a community association if taken to their fullest use.

The property manager submitted a summary version of the main points of how to hold a board meeting as prepared by a local law firm for a different community association. The board will review this document along with two other documents submitted by the manager related to member inquiries and record requests for consideration at a future meeting.

Further discussion was tabled for review.

The board requested Bob Walsh to review and make suggestions as to how communications with the community are being handled on behalf of the board.

ON MATTERS RELATING TO THE HIRING OF LEGAL COUNSEL:

Upon a motion made by Terry Lyons, seconded by Anita Tierney,

It was voted 17-17: to empower Eddie Hicks to join the already empowered Terry Lyons and Michael Fisher to negotiate and sign the retainage of the legal counsel of the association with Attorney Wells, Olah, motion carried unopposed. **Motion passed.**

ON MATTERS RELATED TO THE HIRING OF A FIRM TO PERFORM A RESERVE STUDY AND CONSTRUCTION DEFECT ANALYSIS OF THE COMMON AREAS AND GOLF COURSE:

A transition committee had researched, reviewed, and sought independent references for firms capable of preparing the reserve study and construction defect analysis for the association. A request for proposal was presented to seven firms. Three of these firms were eliminated, as they could not perform the defect analysis. Two firms were identified as being qualified and having background in the creation of this document on similar communities to River Strand, LCM and Delta Engineering.

LCM:

- 1) Has been in industry in Florida for 24 years, located in Fort Myers
- 2) They have architects and engineers who would perform analysis
- 3) They estimate the process to take 20 working days to compile the analysis; costs are based on this estimate
- 4) Estimated cost \$55,000

Delta Engineering:

- 1) Has been in industry in Florida for 18 years, located in Sarasota
- 2) They have engineers and certified reserve study analysts who could perform the analysis
- 3) Estimated cost \$57,000

Upon a motion made by Mike Fisher and seconded by Anita Tierney,

It was voted 17-18: to empower Scott Hancock, Mike Fisher, and Anita Tierney or any board member who would be available to meet with the two firms and negotiate a proposal to be brought back to the board for consideration, motion carried unopposed. **Motion passed**

ON MATTERS RELATING TO THE ENGAGEMENT OF A CPA FIRM TO CONDUCT AN AUDIT OF THE MARCH 2017-DECEMBER 31ST, 2017 FINANCIAL TRANSACTION OF THE ASSOCIATION AND PREPARE THE 2017 TAX RETURN:

A transition committee of members of the association prepared and sent out requests for proposal to seven firms. Also added to the requests were the inclusion of any matters relating to transition from the developer to the members control of the associations finances. Five of the firms responded, including the current incumbent firm, provided bids and met with the committee.

The top two firms selected for consideration were RSMUS, and Suplee, Shea, Cramer, and Rocklein, both of whom were qualified to perform all of the tasks necessary and have experience doing so.

RSMUS:

- 1) Nationwide firm, would provide nationwide benchmarks – offices in Tampa
- 2) Members of the committee had personal experience working with this firm
- 3) Known for providing continuing education to Communities
- 4) Cost estimate \$30,000

SUPLEE, SHEA, CRAMER, ROCKLEIN:

- 1) Local firm based out of Sarasota, had performed this work in SW Florida
- 2) Cost estimate \$27,850

The committee unanimously recommended the board consider RSMUS due to their belief that the product of the work would provide the best picture of not only where the association is now but would also provide guidance to how the policies, and procedures, and internal controls of the association should be implemented going forward.

Upon a motion made by Anita Tierney, seconded by Eddie Hicks,

It was voted 17-19: to empower Scott Hancock and Anita Tierney to negotiate with RSMUS and for Scott Hancock, board treasurer to sign the engagement letter on behalf of the association, motion carried unopposed. **Motion passed.**

ON MATTERS RELATED TO THE APPOINTMENT OF BOARD LIASIONS AND OTHER COMMITTEE MATTERS:

Upon a motion made by Anita Tierney, seconded by Eddie Hicks,

It was voted 17-20: to make the liaison to the social committee to be Mike Fisher, motion carried unopposed. **Motion passed.**

Upon a motion made by Terry Lyons, and seconded by Eddie Hicks,

It was voted 17-21: to form a second golf committee which would be responsible for the golf course grounds. After discussion about the makeup of this group and organization of the golfing experience the committee would be broken down loosely based upon the responsibilities of the golf course superintendent and the golf pro. It was noted that both of these managers work together on many areas. Motion carried with Terry Lyons, Eddie Hicks, Bob Walsh, Scott

Hancock, Mike Fisher, and Charles Glasser in favor and Anita Tierney opposed. **Motion passed.**

Upon a motion made by Anita Tierney, seconded by Mike Fisher,

It was voted 17-22: to appoint Charles Glasser to be the liaison to the golf course grounds committee, motion carried unopposed. **Motion passed.**

Upon a motion made by Anita Tierney, seconded by Eddie Hicks,

It was voted 17-23: to appoint a committee to review the 2017 IT infrastructure of the community in general said committee charter to expire on 12/31/2017, motion carried unopposed. **Motion passed.**

The board discussed sending out another eblast to the community seeking volunteers for the committees. As of today's meeting 35 people had submitted their requests to be on various committees. The board president will prepare the content of the eblast and then send to the board for the liaisons of the various committees to prepare a one line simplified mission statement of the committee for people to be able to see what they are applying for. The deadline for application to the committees is to be extended to April 1st.

OTHER ITEMS OF DISCUSSION:

Members of the board have all been provided with @riverstrandgolf.com email addresses; however the setup is different depending on the device that the person utilizes. As a result 5 of the 7 board members have not been able to utilize the provided email accounts. During this discussion Dennis Colletti of ICON management offered to intervene and find a solution to the email problems that the 5 board members were having

Property manager brought up need to free up space in club storage facility being used to store documents more than seven years old. The board did not want to dispose of any records and did not object to the use of a storage facility if needed for these records.

Property manager brought up the upcoming expiration of the Envera security contract, and suggested that notice be sent to Envera to cancel the contract and open negotiations for a new contract. The board indicated it wanted to go month to month on contracts until a review can be done.

Next meeting to be held on March 20, 2017 at 6PM at the offices of ICON management

There being no further business the meeting was properly adjourned at 9:06 PM.

Respectfully Submitted,

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

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