

RIVER STRAND GOLF AND COUNTRY CLUB, INC.

MEETING OF THE BOARD OF DIRECTORS

May 15, 2017

A **REGULAR meeting** of the Board of Directors was held on Monday May 15, 2017 at 3:30 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 with Mr. Scott Hancock, Mr. Eddie Hicks, Mr. Michael Fisher, Mr. Bob Walsh, and Mr. Terry Lyons in person and via conference phone Ms. Anita Tierney, and Mr. Charles Glasser. Also present were Shaun Fitzner, LCAM, Community Manager for River Strand, and Pat Cattanaich General Manager for River Strand.

The President, Terry Lyons, called the meeting to order at 3:30 PM. Proper meeting notice was posted throughout the property in accordance with the Florida statutes and the governing documents of River Strand Golf and Country Club.

There were approximately 24+ owners present at the meeting who had signed in at the door and five owners who filled out request to comment to the board forms.

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

It was voted in motion #17-71: to approve the minutes of the April 24th, 2017 meeting of the board of directors as amended, motion passed unopposed. **Motion passed.**

On matters relating to owner comments:

- 1) Samara Paice – Inquired if the item on the agenda related to temporary forward tees would require information from the golf greens committee – it was responded that the board liaison to the committee would provide the information required for this item.
- 2) Janice McLeod- inquired about a decision being made about non-resident tennis memberships as the tennis league includes non-resident tennis members and runs on a schedule which crosses over from one calendar year to the next – it was responded that this would be discussed by the board. The current policy grandfathered in any current non-resident members from one year to the next.
- 3) Patricia Reid – Inquired if the recreation committee should be examining the use of the fitness facilities by personal trainers – it was responded that the board would address this in the future and that the committee recommendation may still be considered.
- 4) Tom Gierich - Inquired if the board had adopted a mission and vision statement – it was responded that they had not.
- 5) Mike Brady - Commented that it was his opinion that a separate governing authority should be created to over see the operation of the golf and tennis operations from the home owners association.

On matters relating to items of community maintenance:

The property manager presented a request for proposal (RFP) for maintenance items related to the main resort pool, lazy river, spa, and satellite pools located at 8206 Grand Estuary Trail, and 407 Winding Brook Lane. The RFP included requirements from the health department to replace the main drain grates, and the condition of the lazy river which needs to be acid washed as it is turning yellow.

The acid washing process would include closing the lazy river for up to 5 days and draining it which would make the installation of the grates easier and save money.

The RFP has been provided to the incumbent provider and two additional sources. The incumbent provided a bid of \$6150 for all of the work. The association budget has funding for this work, and the property manager was directed to move forward with the repairs not to exceed the bid of the incumbent with the alternative bids to be provided to the board members.

The property manager presented a repair authorization for the security system at the golf maintenance shop from the incumbent monitoring company. Manager has provided alternatives which would require either large investments or the signing of new agreements for the security in this area. These alternatives have not yet been reviewed, so the property manager was authorized to work within the current budget to make the repairs as needed to repair the current system at a minimal investment.

On matters relating to E-Voting:

At the previous meeting of the board BPonline was selected pending confirmation of their pricing to provide online voting services. Pricing was different than what had been presented to the board, so the agreement had not been signed and the proposals from BP were compared to the proposal from HOA online.

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

It was voted in motion #17-72: to approve and authorize the manager to sign the agreement for a one year licensing agreement with HOA Online in the amount of \$672 with a setup fee of \$100 and available support at a cost of \$350 per event, motion passed unopposed. **Motion passed.**

On matters relating to public golf play:

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

It was voted in motion #17-73: to remove the item related to public golf play from the table, and to prohibit all public golf play other than by reciprocal agreement, or the big summer card. the motion failed with Charles Glasser in favor, and Anita Tierney, Bob Walsh, Terry Lyons, Mike Fisher, Scott Hancock, and Eddie Hicks opposed. **Motion failed.**

Upon a motion made by Anita Tierney to restrict public golf play during the months of January-March of 2018 – there being no second the motion was not considered. Motion falls to the floor.

On matters related to community signage:

The manager had created a request for proposal (RFP) which presented to two vendors for the creation of signs related to the pools, new rule enforcement, golf course conservation areas, 4-

way stop, and parking. The new pool signs would make the format for the satellite pools be the same format, text, and include the River Strand logo.

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

It was voted in motion #17-74 to approve the proposed signs and pool sign language at a cost not to exceed \$1944, motion carried unopposed. **Motion passed.**

On matters related to temporary forward tees:

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

It was voted in motion #17-75:to remove this item from the table and consider the creation of temporary forward tees on all holes where they physically can be installed at no cost other than in house labor, motion carried unopposed. **Motion passed.**

On matters related to the creation of a charter for the architectural committee:

A draft charter presented to the board of directors as follows:

**River Strand Board of Directors
Architectural and Aesthetic Control
Architectural Review Committee (ARC)**

Scope: *The architectural and aesthetic review and control function of River Strand (RS) master association shall be performed by this committee. Committee shall develop guidelines to be used in River Strand for plants (either allowed or not allowed) and acceptable house painting colors. The ARC Committee will comply with the RS Articles regarding its role of responsibilities.*

Committee will consist of a minimum of three members. Members of the Committee will be appointed by the BoD. Committee members can be removed and/or reappointed by the BoD at any time. River Strand residents, including current members of the Committee, can apply annually for membership on the Committee. Members of this committee cannot be a member of the Compliance or Fining Committees.

The guidelines developed by the committee shall be presented to the board for review by the end of June 15, 2017.

Committee members can request data from ICON and/or homeowners as needed for the matters the Committee is reviewing.

Committee charter can be updated by the board at any time.

Committee shall schedule and hold monthly meetings to review all ARCs submitted by the residents. More than one meeting a month can be held if needed. River Strand

residents must be notified in advance of the Committee's meeting schedule. The Committee can post their meeting schedules and publish that information in the River Strand monthly newsletter.

Residents will be notified of the final results of the committee concerning their individual ARC request. Any RS homeowner can make a written appeal to the board of directors within thirty (30) days after notification of the decision.

When the Committee holds meetings and participants who are remotely located request permission to attend the meetings, the Committee will use the Club teleconference lines or similar facilities when possible in order to accommodate petitioner and Committee members' remote participation requests.

Any noncompliance issues related to any ARC approvals or disapprovals will be referred to the compliance committee (RSCCC) for review and action.

The committee shall provide the board with a monthly report with the number of ARCs approved, the number of ARCs returned to homeowner with questions, and the number of ARCs disapproved along with the reason for the disapproval.

Upon a motion made by Anita Tierney to SCOPE STATEMENT – *motion to amend the first sentence of the scope charter so that we strike the term "River Strand (RS) master association" and replace it with "RSG&CC."*, there being no second the motion was not considered.

Upon a motion made by Anita Tierney to SCOPE STATEMENT – *motion that we change the second sentence of the charter to also include guidelines for architectural design changes.* There being no second the motion was not considered.

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

It was voted in motion #17-76: to remove the third paragraph relating to a deadline for the committee to review and present guidelines to the board by June 15, 2017, motion carried with Terry Lyons opposed, Anita Tierney, Charles Glasser, Bob Walsh, Mike Fisher, Scott Hancock, and Eddie in favor. **Motion passed.**

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

It was voted in motion #17-77: PARAGRAPH 7 -- *motion to modify the second sentence in paragraph 7 of the ARC Charter to read "RS homeowners may make a written appeal to the ARC if they are not satisfied with the ARC's decision on their applications" and insert a third sentence which states, "If the ARC considers the homeowners' appeals and do not change their decisions regarding the homeowners' applications, homeowners may submit written appeals regarding the matters to the RSBoD within thirty (30) days after the ARC has ruled on the homeowners' appeals."* Motion carried unopposed. **Motion passed.**

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

It was voted in motion #17-78: LAST PARAGRAPH - *motion that we amend the term "ARCs" in both places in the last paragraph of the charter and replace it with the term "ARC petitions or applications."* Motion carried unopposed. **Motion passed.**

On matters related to a negotiation committee with the developer:

Upon a motion made by Terry Lyons, seconded by Bob Walsh,

It was voted in motion #17-79: to adopt the following charter and establish a special committee:

River Strand Board of Directors Special Negotiation Committee

Scope: *The Special Negotiations Committee (SNC) will collect data, develop a plan of action (POA), and negotiate with Lennar on behalf of the River Strand Golf and Country Club (RSGCC) relative to the final turnover from the Developer. The Wells and Olah law firm will provide guidance and assistance to this committee.*

The SNC will consist of a minimum of three members who will be appointed by the BoD based on their individual negotiation experience. SNC members will interface with River Strand (RS) property management company departmental point of contracts (POC) and the leads on other authorized BoD committees, as needed. SNC members can be removed and/or reappointed by the BoD at any time.

The SNC can conduct multiple meetings per month if needed. Due to the sensitivity of the task for this committee, meeting dates, agenda, and minutes will not be published. The SNC will frequently and/or as requested by the BoD, brief a three person executive board made up of board members. In addition, one of the three executive board members will be a BoD member who is also empowered to act as the interface between the SNC and the law firm.

Final approval of any negotiations between the SNC and Lennar must be ratified by the RSGCC BoD.

The RSGCC BoD is the only entity authorized to give directions to the RSGCC management company on behalf of the Association.

The SNC committee charter can be revised by the RSGCC BoD at any time.

Should SNC members who are remotely located request permission to attend the meetings, the Committee will use the Club teleconference lines or similar facilities when possible in order to accommodate Committee members' remote participation requests.

The committee shall update the board on an "as needed basis" or when requested by the board.

The motion failed with Anita Teirney, Charles Glasser, Bob Walsh, Terry Lyons, Mike Fisher, and Eddie Hicks opposed. **Motion failed.**

On matters relating to the year end audit:

The treasurer will send a follow up email to the firm.

On matters relating to the engineering and reserve study:

Delta Engineering will be onsite May 23rd- May 25th we should receive their report within 60 days.

On matters relating to the use of fitness facilities by personal trainers:

- 1) River Strand currently sanctions certain trainers for classes which the club advertises as open to all residents, there are six of these individuals.
- 2) There are personal trainers running businesses utilizing the club's facilities
- 3) No written opinion was provided by the prior law firm

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

It was voted in motion #17-80: to request a legal opinion if the club is liable for the actions of personal trainers performing services which are not authorized by the association, motion carried unopposed. **Motion passed.**

On matters relating to committees:

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

It was voted in motion #17-81: to request the tennis committee to make a recommendation to the board of directors as to the number of outside tennis only memberships be allowed in 2018, motion carried with Terry Lyons opposed, Anita Tierney, Charles Glasser, Bob Walsh, Mike Fisher, Scott Hancock, and Eddie Hicks in favor. **Motion passed.**

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

It was voted in motion #17-82: to suspend the golfing privileges for 30 days, remove through the next annual meeting of the board of directors from the Golf activities, golf greens, and from any leadership role in the River Strand Golf League of the primary member residing at 7609 Heritage Grand Place. The manager stated that a letter had been sent to the owner by certified mail about this meeting, and the potential of an appeals hearing, and would be sent a follow up notice of the meeting which is to be held on June 6, 2017 at 11:30 AM in the card room at the club facility, motion carried unopposed. **Motion passed.**

On matters relating to rental transfer fees:

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

It was voted in motion #17-83: to increase the current application fee for rental and transfer of membership including a single transponder to \$335 from \$200, motion failed with Bob Walsh, Terry Lyons, Mike Fisher, Scott Hancock, and Eddie Hicks opposed, and Anita Tierney, and Charles Glasser in favor. **Motion failed.**

On matters related to board communication to legal counsel:

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

It was voted in motion #17-84: Except in emergency situations, all board written communication to Wells/Olah should be reviewed by all board members prior to our sending to the law firm; input/comments from board members should be provided on a timely basis to Board member who drafted the communications; and board members' comments should either

be incorporated into the communication or a written explanation provided to the board regarding why suggestions/comments are not going to be included. Motion failed with Bob Walsh, Terry Lyons, Scott Hancock, and Eddie Hicks opposed, and Anita Tierney, and Charles Glasser in favor. **Motion failed.**

On matters relating to regular meetings with the executive team of ICON management:

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

It was voted in motion #17-85: to ask Pat Cattanach, Dennis Colletti, and Wes Miller of ICON management to attend future meetings of the River Strand board of directors, motion failed with Charles Glasser, Bob Walsh, Terry Lyons, Scott Hancock, and Eddie Hicks opposed, and Anita Tierney in favor. **Motion failed.**

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

It was voted in motion #17-86: to have Eddie Hicks arrange to meet with ICON executive staff on a regular basis, motion carried unopposed. **Motion passed.**

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

It was voted in motion #17-87: to have Mike Fisher arrange to meet with ICON executive staff in conjunction with Eddie Hicks on a regular basis, motion carried unopposed with Anita Tierney not voting. **Motion passed.**

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

It was voted in motion #17-88: to have Bob Walsh arrange to meet with ICON executive staff in conjunction with Eddie Hicks and Mike Fisher on a regular basis, motion carried unopposed with Anita Tierney not voting. **Motion passed.**

On matter relating to future town hall meetings:

Upon a motion made by Anita Tierney, seconded by Scott Hancock, to hold town hall meetings every three months.

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

It was voted in motion #17-89: to amend motion 17-89 and schedule town hall meetings in July and December to include correspondence to the owners to submit questions in advance for the board to address, motion carried unopposed. **Motion passed.**

On matters relating to the phones at the pools:

Upon a motion made by Terry Lyons, seconded by Scott Hancock,

It was voted in motion #17-90: to request the safety committee review the need of the phones at the pools which the association pays for, motion carried unopposed. **Motion passed.**

On matters relating to future meetings:

Next meeting to be held on June 12, 2017 at 6PM at the offices of ICON management

There being no further business the meeting was properly adjourned at 7:15 PM.

Respectfully Submitted,

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

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