

**MINUTES**  
**TAHOE DONNER ASSOCIATION**  
**BOARD OF DIRECTORS REGULAR MEETING**  
**August 22, 2009**  
**9:00 A.M.**

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Lodge Restaurant Banquet Room in Truckee, California on Saturday, August 22, 2009. Vice-President Ron Wulff called the meeting to order at 9:10 a.m. The following directors and staff members were in attendance:

Directors present: Ron Wulff, John Dundas, Don Berryman & Robert Burks  
Suzan Knisley arrived at 9:15 a.m.

Staff present: Robb Etnyre, General Manager  
Mike Salmon, Director of Finance & Accounting  
Annie Rosenfeld, Director of Human Resources/Risk Manager  
Miguel Sloane, Director of Operations  
Dave Drinks, Administration Manager  
Mary Zapponi, Recording Secretary

**MEMBER AND DIRECTOR COMMENTS**

Tom Johns complimented the Marina staff on the Luau that was recently held.

A member requested that the Board ask Staff to look in to the possibility of members being able to walk on the golf course cart paths during non-operating hours.

Ron Wulff turned the meeting over to President Suzan Knisley at 9:15 a.m.

Director Dundas stated that he and Robb Etnyre met with representatives of Citizens Bank last month, and they both left the meeting with confidence about the Association doing business with them.

**A. COMMITTEE REPORTS**

**Architectural Standards** – The Board was provided with the committee’s July 8, 2009 meeting minutes for review. Ron Wulff stated he attended the meeting this week and found it very interesting, and he is very happy with how the committee looks at the designs that come in and believes they are doing a great job.

**Communications** – No report.

**Covenants** – The Board was provided with the committee's July 2009 status report for review. Committee member Al Noyes addressed the Board and said the committee is meeting weekly concerning Forestry issues, and stated that compliance percentages are terrific and running close to what they were last year.

**Finance** – Committee chair Jim Stang addressed the Board and stated that the committee has received the preliminary 2010 budget numbers and will be working with Mike Salmon on the draft to be presented to the Board. Mr. Stang said he, Suzan Knisley, Robb Etnyre and Kevin Kuehne attended the Truckee Donner PUD water rate workshop and are awaiting their final decision. A brief discussion ensued regarding water rates, the well project, and water leaks in Tahoe Donner.

**General Plan** – The Board was provided with the committee's August 3, 2009 workshop minutes for review. Committee member Tom Johns addressed the Board and stated at their recent meeting Robb Etnyre briefed the committee on the strategic plan and how the GPC can help both the Board and Staff with that plan. John Dundas inquired about the committee's recommendation to disband the campground subgroup and stated he is not in favor of this action, and asked that the committee re-examine this decision since the campground is an amenity.

**Employee Retention & Recruitment** – Committee chair Peter Greenberger addressed the Board and stated that this past week the committee reviewed the Seasonal Employees Housing & Transportation Survey distributed last winter and will provide the Board with a written report at next month's meeting.

**Ad Hoc Roads** – No report. Robb Etnyre reported that he met briefly last month with Town of Truckee officials. A brief discussion ensued regarding vehicles parking at the intersection of Northwoods and Northwoods Boulevard.

## **B. CONSENT CALENDAR**

The Board was provided with the following items for consideration:

- **July 10, 2009 Special Board Meeting Minutes**
- **July 18, 2009 Regular Board Meeting Minutes**
- **July 30, 2009 Special Board Meeting Minutes**
- **General Plan Committee Appointment (Scott)**
- **Architectural Standards Committee Alternate Appointment (Tanner)**
- **Golf Course Well Pump #6**
- **Federal Trade Mark Registration**

Ron Wulff inquired about a couple of items that had been pulled from the original Agenda distributed in the board books, and Robb Etnyre stated that it was merely a timing issue. John Dundas noted he had previously submitted a couple of changes to board meeting minutes.

John Dundas asked to pull the Federal Trade Mark Registration for further clarification. Robb Etnyre responded that the Board has already approved pursuing this matter, and today's Decision Paper was presented for the purpose of establishing a dollar value limit and confirming which class option of registration to obtain.

Director Wulff then made a motion and Director Burks seconded to approve all items on the Consent Calendar, as amended. Motion passed 5-0.

### **C. ALPINE SKI CLUB BYLAWS**

The Board was provided with a revised copy of the Tahoe Donner Senior Alpine Ski Club Bylaws for review. A member from the club was present and said there were no comments, and John Dundas confirmed that the change he had recommended at last month's Board meeting has been made. Following a brief discussion of this chartered club's various activities, Director Wulff made a motion and Director Berryman seconded to approve the Tahoe Donner Senior Alpine Ski Club Bylaws as amended. Motion passed 5-0.

### **D. BOARD LIAISONS TO TAHOE DONNER COMMITTEES**

Suzan Knisley explained that at the July 10, 2009 special meeting, the Board appointed individuals to serve as liaisons to the Association's committees; however, now that there is a new Board member, she wanted to re-visit the assignments and also designate primary and secondary liaisons to the committees. John Dundas stated that the Board needs to be more proactive and ensure that at least one director attend each committee meeting, and suggested that perhaps one Board member be designated to oversee all of the committees. Mr. Dundas also recommended that a short synopsis be prepared outlining the duties and responsibilities of a Board liaison, and he offered to prepare the first draft.

A discussion ensued regarding the Ad Hoc Roads Committee. Ron Wulff explained that this committee was formed to monitor TTSA funds. John Dundas stated there is no written charter or official members and questioned whether it is a formal committee. Mr. Wulff said he is not in favor of disbanding this committee or turning it over to Staff since the Town of Truckee has millions of dollars of homeowner tax money.

A discussion also ensued regarding the Employee Retention & Recruitment Committee. Chair Peter Greenberger explained that this committee assists the Board by taking a proactive approach to formulating employee policies instead of being reactive when a problem is encountered. He confirmed that the Association currently has a low turnover and plenty of applicants for every job opening due to the state of the economy.

Ms. Knisley then polled each of the directors on which committee they would like to be involved with. After discussion, by consensus the Board approved the appointment of the following directors to serve as primary and alternate liaisons, respectively, to these Tahoe Donner committees:

Finance: John Dundas & Robert Burks  
General Plan: Suzan Knisley & John Dundas  
Communications: Robert Burks & Suzan Knisley  
Architectural Standards: Ron Wulff & Don Berryman  
Covenants: Don Berryman & John Dundas  
Employee Retention & Recruitment: Ron Wulff & Robert Burks  
Ad Hoc Roads: Ron Wulff (no alternate)

### **BOARD OF DIRECTORS' PERSONAL CONTACT INFORMATION**

Suzan Knisley explained that she put this matter on the agenda due to e-mails she has started receiving as well as a request from a board member regarding personal information. She noted that e-mail addresses and telephone numbers are available not only to Association members but also to the general public. Ron Wulff stated that he was the person who started making his personal e-mail address and telephone number available when he became President.

A discussion ensued regarding the [board@tahoedonner.com](mailto:board@tahoedonner.com) e-mail link on the Association's website, whether personal e-mail address should be publicized, and how directors should respond to messages sent directly to them. Robert Burks stated that as long as protocol is followed, individual e-mail addresses should be available if that is what the membership wants.

Administration Manager Dave Drinks proposed that e-mails be handled through the property owner feedback system that was set up during a prior Board. He explained how that process works and stated that the board@tahoedonner address circumvents that system and goes directly to the Board.

General Manager Robb Etnyre confirmed that if Staff receives an e-mail, the policy is to respond within 72 hours. He assured the Board that Staff currently tracks e-mails and responses appropriately and the staff could support any system of tracking the Board wishes utilize.

BREAK  
(10:25 a.m.)

The regular meeting reconvened at 10:40 a.m.

### **E. DIRECTOR OF FINANCE & ACCOUNTING REPORT**

The Board was provided with a summary draft of the Association's preliminary financials through July 2009. A complete set of financials are attached to and made a part of these minutes.

Director of Finance & Accounting Mike Salmon distributed a revised page 1 correcting information for the year to date figures. He then reviewed the following highlights with the Board:

Pizza on the Hill had an incredible month with revenue increasing 73% over last year although net operating results are not as good. He stated that with the exception of the Equestrian Center and Golf, in general the trends for the Association's summer amenities are very strong.

The golf course struggled in July with revenue below budget both for the month and year to date, although compared to the rest of the market Tahoe Donner is doing better. Mr. Salmon said all golf prices and especially public rates will be examined during the budget process. A brief discussion ensued regarding the [golfnow.com](http://golfnow.com) website and how our prices compare with other golf courses in the area. Robert Burks inquired about offering discounts or other incentives as a pilot program toward the end of this season instead of waiting for next year, and Robb Etnyre agreed that was a great idea.

Mr. Salmon concluded his report by saying he is working on preparing an executive summary and graphs for next month's financial reports that will provide visual indicators of the data. He then answered questions from the Board.

### **GENERAL MANAGER'S REPORT**

General Manager Robb Etnyre distributed an outline of his report to the Board and stated that his presentation will be broken down into two components, external and internal updates. He began by reviewing past homeowner concerns over the tree trimming program and water rates. Mr. Etnyre stated that Communications Committee chair Ski Daum is preparing an education article for the *Tahoe Donner News* about the tree trimming project, and provided the Board with the TDPUD outline for tree trimming.

Concerning the water rates, Mr. Etnyre handed out a letter from the Truckee Donner PUD outlining the anticipated change in rates for commercial water use by the Association. He pointed out that, according to this letter, the alternative proposed appears to result in a savings of about 7%. He added that the second alternative proposed by the PUD is even more favorable to Tahoe Donner. Mr. Etnyre stated that other alternatives need further analysis, such as how soon we might implement our own savings on water usage, particularly at the golf course, and that Staff will be working on these projects. He advised the Board that a hydrologist is currently examining the Association's water issues, and a report may be presented at next month's meeting. Mr. Etnyre then fielded questions from the Board. On the residential side, Mr. Etnyre explained that he did not believe he was in a position to represent each and every owner on how much they should pay for water, but did provide the Board with information on residential water rate changes by the TDPUD.

Mr. Etnyre next addressed internal updates. He distributed a report summarizing comment card survey results obtained from Pizza on the Hill, The Lodge, Campground, Marina, and Golf Course. He explained that this monthly "roll-up" provides a mechanism to help measure the performance of many of our amenities, and that the managers are reviewing the details on a daily basis. Mr. Etnyre added that the comment cards are currently being revised so they will provide more consistent data, and that all of the amenities will eventually be included in the report. A

brief discussion ensued regarding some of the statistics depicted on July report and how to generate more survey participation in the future.

Mr. Etnyre briefly reviewed the strategic plan timeline and 2010 budget process, and said these two matters will be discussed in more detail at Monday's workshop.

He then handed out a Flash Report for August 20, 2009 and asked Mike Salmon to talk about this new report. Mr. Salmon explained that the purpose of this report is to provide daily and weekly information to the managers in a timely manner instead of "stale" accounting information at month-end. He pointed out that the reports are still being refined but believes they are a good tool for managers so they can be more proactive in addressing trends. Mr. Salmon then reviewed the report with the Board and answered questions.

Mr. Etnyre next discussed on-going issues. He stated that he is still reviewing the maintenance facility project and advised the Board that he has walked through the site and is currently researching the engineering evaluation of the existing buildings; however, he is not yet ready to make a recommendation. Robert Burks inquired if the Board has given feedback on which is more important, to "get it right" or "get it done right now". The Board agreed that "getting it right" is the guidance they want to provide.

Regarding the Association's service mark, Mr. Etnyre stated that he will set up a series of "Staff to business-level" meetings to address possible infringement and will provide an update to the Board at next month's meeting. In connection with the community circulation review, Mr. Etnyre explained that he would like to meet with the General Plan Committee and ask them to work with Staff on developing a proposal to present to the Board and the Town of Truckee.

Mr. Etnyre reported that the Demographic & Customer Service Survey is still on-going, and Staff will be sending out a postcard to all members encouraging them to participate in the survey before it expires at the end of September. He next provided the Board with figures concerning the fire safety inspections, which are set forth on the General Manager's update attached to and made a part of these minutes. Mr. Etnyre said the wood chips are sold to a local co-generation plant, and currently the market price is favorable. A brief discussion ensued regarding the costs associated with the chipping program.

Mr. Etnyre then turned to future plans. He stated that the Tahoe Donner website is becoming "dated", and he will bring before the Board at a future meeting a request to advance reserve funds to overhaul the website and refresh our public internet image. Mr. Etnyre also reported that he would like to create a new full-time marketing position, within budget, and explained that this is something that can be achieved more cohesively at an enterprises level instead of individual managers focusing on this while running their department. Suzan Knisley asked that this position also include someone with public relations experience.

Other projects that Staff is working on, within budget, are updating the homeowner welcome booklet and reviewing the employee handbook and benefit/perk package.

Mr. Etnyre announced that a vendor appreciation day is tentatively planned for October 9, 2009, and the Association will be inviting the principal vendors in for a luncheon and golf outing as a thank you for their support. Along the same line, Ron Wulff suggested that an employee/member golf day be held next year to promote more interaction with Staff.

Mr. Etnyre said he hopes to publish within the next two weeks his internal incentive program so full-time employees know beforehand how they will be evaluated in connection with year-end bonuses. In addition, he is also working on developing a more performance based metric system for 2010 that incorporates reviews on a more regular basis instead of annually.

He concluded his report to the Board by discussing Pizza on the Hill. Mr. Etnyre explained that he pulled the conveyor pizza oven purchase off today's Consent Calendar because he wants to meet with Mike Peters, Lew Orlady and Nancy Wise-Mann to look at the whole operation before making a determination. A member inquired about the possibility of food being served at lunchtime, and Robb Etnyre said this is one of the items he will be considering.

Following his report, Mr. Etnyre fielded questions from the Board.

#### **F. MEMBER REQUEST TO WAIVE LATE FEE**

The Board was provided with a written request from a member living out of the country to waive the late charges and lien fees assessed in connection with their 2009 annual assessment payment. Dave Drinks distributed for the Board's review a memorandum outlining the address changes made to this account during the past two years. Robert Burks inquired if the Association has an "extenuating circumstances" policy. A brief discussion ensued regarding past requests and the Board's desire to not set a precedent. The Board also acknowledged that everyone automatically gets a 60-day grace period to pay the annual assessment, since the invoice goes out in mid-November and has a January 1 due date but no penalties are incurred until the first of March.

Following discussion, Director Dundas made a motion and Director Berryman seconded to deny this member's request to waive the late charges assessed on their account. Motion passed 4-0 (Director Burks abstained).

#### **MAINTENANCE FACILITY PROJECT UPDATE**

This agenda item was addressed in the General Manager's report.

#### **EXECUTIVE SESSION AND LUNCH**

The meeting adjourned to Executive Session at 12:15 p.m.

The regular meeting reconvened in Open Session at 1:05 p.m.

## **EXECUTIVE SESSION REPORT**

Don Berryman reported that the Board met in executive session today and discussed the following items:

A member's request to waive the late fees associated with their delinquent homeowner assessment, which the Board denied.

No action was taken in connection with a brief discussion of the Board's goals and objectives for 2009.

The Board gave the General Manager basic guidelines regarding pay levels and pay raises.

The Board received an update on both the Euer Valley easements and a property owner encroachment on common areas, and voted to authorize the General Manager to proceed with settlement as advised by the Association's legal counsel in connection with the encroachment matter.

### **G. TDA BOARD OF DIRECTOR'S AMENITY ACCESS POLICY**

The Board was provided with a memorandum dated August 14, 2009 from Downey Brand Attorneys LLP regarding the Association's emeritus amenity program. Suzan Knisley stated that she has had discussions with Christopher Delfino and, based on his recommendation, would like to pull this item from the Agenda and table it until our attorneys have had a chance to discuss this matter with the Board. Robert Burks asked that this topic be broadened to also include present Board members as he would like some clarification on what is taxable. Robb Etnyre confirmed that this will be covered at the Board training class on August 28, 2009.

### **H. ANNUAL CPI & BENCHMARK PROCESS REVIEW**

The Board was provided with a memorandum from Staff dated August 10, 2009 regarding the scheduled annual CPI and benchmark process review. Robb Etnyre stated that this is an information paper for the Board to consider and perhaps discuss at a future meeting, as he is still collecting data.

**ADJOURNMENT**

The meeting adjourned to Executive Session at 1:15 p.m. to discuss a contract and did not reconvene to open session.

Submitted by:

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Mary Zapponi, Recording Secretary

**SECRETARY'S CERTIFICATE**

I, Donald E. Berryman, Secretary of Tahoe Donner Association, do hereby certify that the foregoing is a true and correct copy of the minutes of the Tahoe Donner Association Board of Directors meeting held on August 22, 2009, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

\_\_\_\_\_  
Donald E. Berryman, Secretary

\_\_\_\_\_  
Date