

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING
March 27, 2015
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Lodge at 12850 Northwoods Blvd., Truckee, California on Friday, March 27, 2015. Vice President Tom Johns called the meeting to order at 9:00 a.m. The following Directors were in attendance, thus constituting a quorum of the authorized number of Directors of the Association:

Directors present:

Tom Johns, Vice President
Steve miller, Treasurer
Ron Wulff, Secretary
Courtney Murrell, Director

Via Conference:

Jim Stang, President

Staff present:

Robb Etnyre, General Manager
Lillian Stahlhoffer, Accounting manager
Miguel Sloane, Director of Operations
Annie Rosenfeld, Director of Facilities & Risk Management
Bonnie Watkins, Recording Secretary, Executive Assistant

A. ACTION: APPROVAL OF MINUTES

The Board received the preliminary minutes of the following for consideration:

- February 28, 20145Regular Meeting Minutes

Director Miller made a motion and Director Stang seconded to approve the meeting minutes as presented. Motion passed 5-0

B. COMMITTEE MANAGEMENT

Architectural Standards – The Board was provided with the committee’s February 11, 2015 Meeting Minutes for review.

Covenants – The Board was provided with the committee’s February 12, 2015 Meeting Minutes for review.

Election – No report.

Finance – The Board was provided with the committee’s March 12, 2015 meeting report for review.

General Plan (GPC) - The Board was provided with the committee’s March 2, 2015 Meeting Minutes for review.

Construction Steering Committee - The Board was provided with the committee’s March 18, 2015 Meeting Minutes for review.

Equestrian Steering Committee – The Board was provided with the committee’s March 23, 2015 meeting notes for review.

Land Management Plan Working Group Update – No report.

Tahoe Donner Giving Fund Committee: - The Board was provided with the committee’s March 22, Meeting Minutes for review.

All committee reports, with the exception of ASC and Covenants are attached to these minutes as Exhibit “A”.

C. ACTION: PRESENTATION & CONSIDERATION AUDITORS REPORT – FISCAL YEAR 2014

Bobbie Hales of Gilbert Associates, Inc. provided the Board with a report on their “Independent Auditor’s Report” regarding the statement of financial position of Tahoe Donner Association as of December 31, 2014. A copy of the “Independent Auditor’s Report” is attached to these minutes as exhibit “B”. Highlights of Ms. Hales report are as follows:

- As a part of the audit process this year, the auditors met with the Finance Committee and presented the results of the financial audit in detail.
- We encountered no significant difficulties in dealing with management in performing and completing the audit. Management and Staff were prepared, available and cooperative.
- It was noted that the year-end close was solid and that the field work was efficient, due to the fact that Tahoe Donner’s financial books are in order.
- Professional standards require us to accumulate all known and likely misstatements identified during the audit and communicate them to the appropriate level of management.
- No significant adjustments or omitted disclosures were identified during the audit. It was not necessary to issue a management letter citing control deficiencies.

D. ACTION: CONSENT CALENDAR

The Board was provided with the following items for consideration:

- Commercial Luxury Self-Storage
- Delinquent Home Owner Defensible Space Work
- Trout Creek Rec Center - Dridek Mat Flooring Replacement
- TDA Giving Fund Committee Appointment
- The Lodge Kitchen Repair

Director Johns pulled the “Commercial Luxury Self-Storage” item for discussion.

Following discussion, Director Miller made a motion and Director Murrell seconded to approve the remaining Consent Calendar items as presented. Motion passed 5-0

Discussion ensued regarding the pros and cons of allowing a mini-storage development to be located at 12815 Zurich Place, with all Directors weighing in on their thoughts and concerns.

Following discussion, the Board indicated that they need more information on this proposed project and placed it on the April 25, 2015 Board meeting agenda for further discussion.

E. ACTION: ARCHITECTURAL STANDARDS FEES

Director of Facilities & Risk Management stated that the proposed ASC Fee Schedule Changes were published in the March Tahoe Donner News for member comment for the prescribed 45-day notification period. To her knowledge, she continued, there have been no comments received. The Board is being called upon today to formally adopt the proposed 2015 Fee Schedule, either as published or with amendments.

Following discussion, Director Miller made a motion and Director Murrell seconded to approve the 2015 Fee Schedule as published. Motion passed 5-0

F. ACTION: DIRECTOR OF FINANCE & ACCOUNTING REPORT

In the absence of Director of Finance & Accounting Mike Salmon, Accounting Manager Lillian Stahlhoffer, provided the Board with a presentation on the Association’s unaudited preliminary February 2015 financial report, a complete set of which is attached to these minutes as Exhibit “C”.

It was noted that, with the significant drought impact on the first quarter 2015 financial results, management, with Board oversight, has implemented a loss recovery plan for the remaining months of 2015.

Following discussion, Director Wulff made a motion and Director Stang seconded to approve the February 2015 unaudited preliminary financials as presented. Motion passed 5-0

All financial reports may be viewed on the Tahoe Donner Web site at: <http://www.tahoedonner.com/financials/>

G. SNOWMAKING EQUIPMENT AT DOWNHILL SKI AREA

The Board received a presentation from Staff regarding options for consideration relative to a proposed development fund project to install snowmaking on the Snowbird run and Learning Center at the Downhill Ski Area, as requested by the Board and developed by the General Plan Committee.

Following discussion, Director Murrell made a motion and Director Miller seconded to approve proceeding with the permitting, purchase and installation of a - least impactful to the community - snowmaking capability for the above described area. Final contract award and purchase is subject to normal Board approval processes. Motion passed 4-1 (Director Wulff No)

(Break)
10:25 a.m.

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

PRESENTATION: FORESTRY OPERATIONS 10-YEAR MANAGEMENT PLAN

Forester Bill Houdyschell provided the Board with a PowerPoint presentation on his Forestry Management Program. The presentation included an overview of the history of forest fires in the Tahoe region from 1960 to present as well as future plans and projects for the department.

Following the presentation, Mr. Houdyschell fielded questions from the Board and members present. The Forestry Land Management Plan is attached to these minutes as Exhibit "D".

H. PRESENTATION: TRAILS PASS PROGRAM

Director of Facilities & Risk Management Annie Rosenfeld provided the Board with a presentation on development of a Trails Pass Program for the Tahoe Donner trails system. Highlights of the presentation follow:

- Interest in the development of a summer trails pass program was proposed by the Board during the 2015 budget process.

- Tahoe Donner members value the open space and trail system as a top priority.
- More members are turning to the trail system as they discover the improvements made, and are introduced or reintroduced to our trail activities through the available Tahoe Donner programs, self-discovery, or word of mouth.
- Users of the trail system are not all members and guests, but also public hikers.
- Public users are not paying for the trail system’s maintenance and improvement programs.
- Users of the trails include: hikers, mountain bikers, equestrian, and pets.
- Currently paid public trail use is through summer programs such as:
 - Equestrian Center – group rides, camps, private lessons, and boarding.
 - Bike Works – clinics, guided tours, and bike rentals.
 - Day Camps – camp activities.
 - Recreation – guided hikes/various activities
- A reasonable approach to establishing a summer pass program would be to consider a voluntary trail pass for the public with “use donation” to encourage participation, usage data, acknowledgement of Tahoe Donner property and efforts/resources applied to the trail system.

Following the presentation, Ms. Rosenfeld fielded questions from the Board. Following discussion, the Board indicated interest in a pass program aimed at public use of the trail system. The Board requested that Staff develop a “Decision Paper” for a Trails Pass Program, and placed this item on the April 25, 2015 Board meeting agenda for further consideration.

EXECUTIVE SESSION AND LUNCH

The Board adjourned to Executive Session at Noon.

The Board reconvened to Open Session at 1:00 p.m.

I. 2015-2020 STRATEGIC PLAN GOALS

The Board was provided with an updated, final copy of the 2015-2020 Strategic Plan Goals for consideration.

Following discussion, Director Johns made a motion and Director Stang seconded to approve the Strategic Plan Goals as presented. Motion passed 5-0

BOARD MEETING DATE

The Board discussed the pros and cons of moving the Board’s monthly meetings from Saturday to Friday. Following discussion, no action was taken.

EXECUTIVE SESSION REPORT:

Director Wulff reported that, in Executive Session today, the Board approved the following:

- The Board approved a 2015 loss recovery plan as briefed at the February 27, 2015 regular Board Meeting to address the lack of winter revenue.
- The Board appointed the Director of Facilities and Risk Management to be the Board’s duly appointed representative in a case management conference for Tahoe Donner Association versus McCrary.
- The Board authorized the continued engagement of the law firm Downey Brand LLP to represent the Association in Tahoe Donner Association versus McCrary.
- The Board authorized the engagement of the law firm of Somach Simmons & Dunn.

FUTURE BOARD MEETING AGENDA ITEMS

The Board placed the following items on the April 28, 2015 Board Meeting Agenda:

- Snowmaking at the Downhill Ski Area
- Summer Trails Program
- Forestry Budget
- Commercial Luxury Self-Storage
- Noxious Activity:
 - Private Residence Licensed Marijuana Growing Operation and Use

ADJOURNMENT

Director made a motion and Director Stang made a motion and Director Wulff seconded to adjourn the meeting at 1:45 p.m. Motion passed 5-0

Submitted by:

Bonnie Watkins, Recording Secretary

SECRETARY’S CERTIFICATE

I, Ron Wulff, 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 regular meeting held on March 27, 2015, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Ron Wulff, Board Secretary