

M I N U T E S
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING
November 20, 2015
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Lodge 12850 Northwoods Blvd., Truckee, California on Friday, November 20, 2015. President Steve Miller 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: Steve Miller, President
Jim Sang, Vice President
Jeff Bonzon, Treasurer
Courtney Murrell, Secretary

Director absent: Ron Wulff

Staff present: Robb Etnyre, General Manager
Mike Salmon, Director of Finance & Accounting
Annie Rosenfeld, Director of Facilities & Risk Management
Miguel Sloane, Director of Operations
Forrest Huisman, Director of Capital Projects
Bonnie Watkins, Recording Secretary, Executive Assistant

A. ACTION: APPROVAL OF MINUTES

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

- October 24, 2015 Regular Meeting Minutes
- November 2, 2015 Special Meeting Minutes

Director Bonzon made a motion and Director Stang seconded to approve the meeting minutes as presented. Motion passed 4-0 (Director Wulff absent)

B. COMMITTEE MANAGEMENT

Architectural Standards – The Board was provided with the committee’s October 2015 Monthly Summary for review. The Board was also provided with the following committee meeting minutes:

- August 5, 2015
- August 26, 2015
- September 9, 2015

- September 23, 2015
- October 7, 2015
- October 21, 2015
- November 4, 2015

Covenants – The Board was provided with the committee’s September 2015 Monthly Summary for review. The Board was also provided with the following committee meeting minutes:

- August 8, 2015
- August 13, 2015
- September 10, 2015

Election – No report.

Finance – No report.

General Plan (GPC) – The Board was provided with the committee’s November 2, 2015 meeting report for review.

Construction Steering Committee - The Board was provided with the committee’s October 21, 2015 meeting minutes for review.

Equestrian Steering Committee – The Board was provided with the committee’s November 2, 2015 meeting minutes for review.

Land Management Plan Working Group Update – No report.

Tahoe Donner Giving Fund Committee: - The Board was provided with the committee’s November 13, 2015 meeting Minutes for review.

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

C. ACTION: CONSENT CALENDAR

The Board was provided with the following for consideration:

- Architectural Standards Committee Alternate Appointment (Hipkins)
- Tahoe Donner Giving Fund Resignation (Disbrow)
- Elections Committee Resignation (Snyder)
- Investment Policy Resolution 2015-5

Following discussion, Director Bonzon made a motion and Director Stang seconded to approve the Consent Calendar as presented. Motion passed: 4-0 (Director Wulff absent)

D. COMMITTEE ROSTERS 2016

The Board was provided with a proposed draft roster of 2016 Tahoe Donner Committee Members for review. A brief discussion occurred regarding committee appointments and tasks for 2016 in anticipation of acting upon them at the January 22, 2016 Board meeting.

Further discussion ensued regarding the changing dynamics of the various committees over the years and the need to review Committee Charters to ensure that all Tahoe Donner Committee Charters are still continuing to serve the Association in a positive manner.

General Manager Robb Etnyre stated that he would email to the Board and Committee Chairs the current Committee Charters for review.

The Board placed this item on the January 22nd Board meeting agenda for further discussion.

E. ROOF MAINTENANCE RULE AMENDMENT

For better clarification and enforcement of the Architectural Standards rule regarding the maintenance of roofs, the ASC is recommending a rule change. The ASC is in the process of drafting a rule amendment for Board consideration to publish for 45-day member comment. The Board placed this item on the January 22, 2016 Board meeting agenda.

F. ACTION: DIRECTOR OF FINANCE & ACCOUNTING REPORT

Director of Finance & Accounting, Mike Salmon, provided the Board with a presentation on the Association's unaudited preliminary October 2015 financial report, a complete set of which is attached to these minutes as Exhibit "B".

Following discussion, Director Stang made a motion and Director Bonzon seconded to approve the October 2015 unaudited preliminary financials as presented. Motion passed: 4-0 (Director Wulff absent)

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

BOAT LAUNCH AT BEACH CLUB MARINA

The Board was provided with a presentation by Director of Operations Miguel Sloane on the operational effects of the closure of the Tahoe Donner Beach Club Marina for launching trailered vessels this past summer. Highlights of the presentation follow:

- The average number of motorized vessel launches each season is 450.
- Previously, Staff allowed double parking in the 11 trailer spaces, and parking was much more efficient without the trailers. Additionally, street side parking was improved, due to trailers not being parked horizontally and taking up four or five spaces.
- Ramp was utilized by the membership to launch non-motorized vessels – canoes, kayaks, stand up paddleboards, and small sailboats.
- Bus service was not utilized aside from the 4th of July where we saw significant utilization – 435 riders over the weekend, with less than 10 for the rest of the summer.
- Boat ramp users (motorized vessels):
 - Upon announcing the closure of the ramp for the season, staff received 6 complaints from the membership upset with the decision.
- Non boat ramp users (includes non-motorized users):
 - Pleased with the reduced traffic flow both in and out of the water – less congestion and noise.
 - Pleased with the additional parking availability.
- Many more members happy that the ramp was closed versus angry that it was closed.”
- Summary of Staff’s observations:
 - Much less stressful to work the water line location.
 - No arguments between TDA members or family members this summer.
 - Day Camp drop off was much smoother.
 - The parking lot was much less congested since the required boat inspections created jams during busy periods.
- Comment cards summary:
- 21 cards were submitted referencing the ramp. To follow are samples of the comments received:
 - TD staff at the marina are awesome this summer. All the kids and Ali are so helpful, and I am so glad there is no boat launching.
 - The rental station should be moved to the other end of the beach so that rentals and boat launching are separate (for safety).
 - Please seriously consider eliminating boat launching. It has been so nice to not have power boats this summer. The water is safer for swimmers & kayakers and the lake experience is so much more pleasant and peaceful without power boats coming in and out.

- We really enjoy coming to the beach club at Donner Lake. It's great to swim near the floating dock across the little island. I wish the jet ski boats were not permitted so close to the swim area. I recommend expanding the swimming area.
- Its great having no boat trailers this year. More peace and safer fun and plenty of parking. Please continue no boat launching in the future.
- Make the boat ramp longer.

Following the presentation, the Board discussed some of the liabilities associated with launching motorized vessels and possible impacts to the Association's insurance costs.

Following discussion, General Manager Robb Etnyre indicated that, based on Board input today, he will work with Senior Staff to further refine a recommendation for the Beach Club Marina operations for next summer. This item was placed on the January 22, 2016 Board meeting agenda for further discussion.

G. GOVERNING DOCUMENTS UPDATE PROJECT

The Board was provided with the first drafts of the amended and restated Articles of Incorporation, Bylaws, and Declaration of Covenants, Conditions, and Restrictions (CC&Rs) for Tahoe Donner Association.

General Manager Robb Etnyre explained that the Association has engaged the law office of Berding and Weil, specializing in HOA law, to amend the Association's governing documents. He said, due to significant revisions of state and federal laws, in particular the Davis Stirling Act in 2014, our existing governing documents have become outdated or inaccurate concerning important aspects of our operations. The documents being provided the Board today, he continued, were prepared by Berding & Weil to, not only conform to current law, but also to assess problematic areas of operation. Mr. Etnyre stated that over the next month, he would like the Board to take a detailed read through of the documents and provide red line comments or questions. He noted that he has requested that Senior Staff read through the documents and provide their input as well. The plan is, he said, to collectively discuss the documents again at the January 22nd Board meeting and then provide feedback to Berding and Weil for completion of a set of finalized draft documents for Board approval. Once approved by the Board, the proposed amended governing documents will go out to the membership for a vote to adopt those changes.

H. ACTION: ELECTION AND VOTING RULE

The Board was provided with a Decision Paper regarding proposed new Voting and Election Rules for consideration. These rules are attached to these minutes as Exhibit "C".

Following discussion, Director Miller made a motion and Director Murrell seconded to approve publishing for 45-day member notice the proposed new Voting and Election Rules.

**BREAK
(10:35 A.M.)**

EXECUTIVE SESSION AND LUNCH

The Board adjourned to Executive Session at 10:50 a.m.

The Board reconvened to Open Session at 11:50 a.m.

EXECUTIVE SESSION REPORT:

Director Murrell reported that the Board met in Executive Session today and approved the following:

- The Board approved utilizing funding from the reserve program in the amount of \$63,794 for Golf Course well-house component repair and upgrades.

ADJOURNMENT

By consensus the Board adjourned the meeting at noon.

Submitted by:

Bonnie Watkins, Recording Secretary

SECRETARY'S CERTIFICATE

I, Courtney Murrell, 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 November 20, 2015 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Courtney Murrell, Board Secretary