

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING
&
SPECIAL BALLOT COUNTING MEETING

June 20, 2014
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association and a special ballot counting meeting was held at Northwoods Clubhouse 11509 Northwoods Blvd., Truckee, California on Saturday, June 20, 2014. Vice President Jim Stang 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:

Jim Stang, Vice President
Steve Miller, Treasurer
Dick Gander, Secretary

Directors absent:

Tom Johns, President
Courtney Murrell, Director

Staff present:

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

SPECIAL BALLOT COUNTING MEETING

The Board convened a special Board meeting to commence tabulation of ballots; personally delivered ballots were accepted and replacement ballots were available during this meeting until its adjournment at 5:00 p.m.

A. APPROVAL OF MINUTES

The Board received the preliminary minutes of the May 31, 2014 regular meeting minutes for consideration.

Director Gander made a motion and Director Stang seconded to approve the May 31, 2014 meeting minutes as revised. Motion passed 3-0 (Directors Johns & Murrell Absent)

B. COMMITTEE MANAGEMENT

Architectural Standards – The Board was provided with the committee’s May 21, 2014 meeting minutes for review.

Covenants – The Board was provided with the committee’s May 8, 2014 meeting minutes for review.

Elections – The Board was provided with the committee’s June 13, 2014 meeting report for review.

Finance – The Board was provided with the committee’s June 12, 2014, meeting report for review.

General Plan (GPC) – The Board was provided with the committee’s June 9, 2014 meeting report for review.

C. CONSENT CALENDAR

The Board was provided with the following item for consideration:

- Bus Purchase (NEMF)

The Board was provided with a Decision Paper regarding a recommendation to purchase a new 30 passenger bus for the Association.

Miguel Sloane, Director of Operations, explained that the Association currently has three busses in the fleet that only hold 22 passengers. These buses are being used more frequently for many activities throughout the Association. Staff recommends the purchase of a slightly larger bus to accommodate more usage. Mr. Sloane said that a larger bus would allow us to accommodate larger camp sizes, recreational activities, Cross Country Center offsite parking and other larger groups.

Following discussion, Director Gander made a motion and Director Miller seconded to approve the purchase of a 30 passenger bus from the NEMF for a total of \$100,000. (This would include all necessary bus items, including winter tires, radio, Tahoe Donner logo rap, and ski racking system.) Motion passed 3-0 (Directors Johns & Murrell Absent)

D. NEW CROSS COUNTRY SKI CENTER STATUS REPORT

Director of Capital Projects, Forrest Huisman provided the Board with a status report on the new Cross Country Center project. Highlights from Mr. Huisman's report follow:

- The Board has been provided with an "Approval to Proceed" document referencing the executed contract, entered into on April 18, 2014, between Tahoe Donner Association and Blue Rock Development in connection with the Cross Country Ski Center project.
- Staff recommends that the Board approve proceeding with the project budget and schedule, within the terms and conditions set forth in the contract documents.
- Staff is also asking that a Construction Steering Committee be established by the Board.
- Tahoe Donner shall spend no more than \$6,179,781 for all hard and soft development costs, and shall pay the Contractor their portion in current funds for the performance of the work, subject to additions and deductions as provided by the Contract Documents, the "Contract Price" \$4,476,281.89 as more fully described in Article 14 of the contract, with substantial completion and the Temporary Certificate of Occupancy received no later than January 8, 2015.

Following Mr. Huisman's report, he fielded questions from the Board and members present.

Following discussion, Director Gander made a motion and Director Miller seconded to approve proceeding with the Cross Country Ski Center project budget and schedule, within the terms and conditions set forth in the Contract Documents as well as the establishment of Construction Steering Committee to be comprised of seven appointed representatives, under the specific oversight and budget authority as outlined in the Decision Paper as follows:

Committee Member Appointees:

- Tom Johns, Board President
- George Rohrback, General Plan Committee Member
- Jeff Bonzon, Finance Committee Chair
- Robb Etnyre, General Manager
- Forrest Huisman Director of Capital Projects
- Miguel Sloane, Director of Operations
- Michael Salmon, Director of Finance & Accounting

Committee Oversight:

- Shall provide monthly overview of ongoing constructions schedule and project cost updates, as provided by the General Contractor and reviewed by the Director of Capital Projects.

Change Order Authority:

- Up to \$10K (Requires GM review and approval)
- Over 10K and under \$50K (Requires Steering Committee review and approval)
- Over 50K (Requires Board approval upon Steering Committee recommendation)

Meeting Schedule:

- Shall meet once per month, during the business week prior to the Board meeting, and as necessary for change-order review and where otherwise required. The Construction Steering Committee shall receive weekly emails on the status of the schedule and budget.

E. TAHOE DONNER LAND USE

The Board was provided with a presentation by Director of Facilities & Risk Management, Annie Rosenfeld on the development of a “Land Management Plan.” Highlights from Ms. Rosenfeld’s presentation follow:

- Tahoe Donner is one of America’s largest homeowner’s associations, with nearly 6,500 properties and 25,000 members. Its 7,000 acre boundary provides the community with opportunities for many outdoor recreational activities.
- Over the last five years Tahoe Donner has purchased 1,000 acres of adjacent recreational open space establishing additional defensible space and further growing the availability for members and guests to enjoy the natural surroundings.
- Tahoe Donner values and wishes to focus attention to habitat restoration, protection of wildlife, and where appropriate, invasive species control.
- The Association has already invested in the operations and maintenance of every amenity, forest health and the trail system. The next key component to protecting and maintaining the Association’s assets is to develop a guiding document focusing on the recreational open space and surrounding property of each amenity. Additionally, due in part to the recent acquisition of new property and each parcel’s unique history, the Board of Directors and Management Team, see the need for a comprehensive review of the property in an effort to develop goals and objectives, identify strengths and weaknesses, opportunities and constraints, and guidance in the long-term management of our operations and property.

A copy of the Ms. Rosenfeld’s “Land Management Plan” presentation is attached to these minutes as Exhibit “A”.

F. DISCUSSION: DIRECTOR OF FINANCE AND ACCOUNTING REPORT

Director of Finance and Accounting Mike Salmon provided the Board with a presentation on the Association’s unaudited preliminary May 2012 financial reports, a complete set of which are attached to these minutes as Exhibit “B”.

Following discussion, Director Stang made a motion and Director Miller seconded to approve the unaudited preliminary May 2014 financial reports as presented. Motion passed 3-0 (Directors Johns & Murrell Absent)

GENERAL MANAGER'S REPORT

General Manager Robb Etnyre reported the following:

- **Forestry, Trails, Facility Maintenance**
 - **Forestry:**

797 properties have been inspected during the fall of 2013 for the 2014 inspection program. 651 properties failed inspection and will be receiving follow up inspections starting the second week of July.
 - 2,940 Jeffrey Pines and 1,815 Red Fir seedlings were planted in plantations during the month of May 2014.
 - For the month of May, the Forestry Department received 84 chipping applications. They chipped 68 piles of material creating 57 tons of chipping material.
 - **Trails:**
 - Trails Manager Sean Connelly has installed summer trail signs and kiosks. He has utilized older trail markers along with newer color coded loop signs in order to maximize clarity and also installed additional posts at new junctions or where signs seemed to be lacking.
 - A Volunteer Trail Day is scheduled for June 21 for the Nature Loop Trail.
 - We continue to work with USFS to expand our Winter Special Use Permit to accommodate additional winter and summer trail plans.
 - **Facility Maintenance:**
 - We continue to experience problems with the Trout Creek Pool Pump House, due to old infrastructure and outdate parts. Staff is currently reviewing this issue and it may warrant advancing a complete pump house redesign as a large-scale Reserve Replacement and Development Fund project next year. This project could possibly address solar heating, and increased main pool heating capacity ahead of a proposed Trout Creek expansion project.
- **Architectural Standards/Covenants:**
 - **FireSafe Communication:**
 - Due to the drought and extreme fire danger potential, increased communication is planned for summer 2014, utilizing Tahoe Donner News Member News Emails, Key community signs, and Town/Tahoe Donner literature will be handed out to owners during defensible space inspections.

- **Human Resources**
 - **Employees:**
 - Currently, the Association has 62 active year-round, benefited positions, 62 active part-time employees, 204 seasonal positions, and 1 temporary position for a total of 328 current employees. That number will increase in the coming weeks to approximately 500, as we hire on seasonal employees.
- **Marketing:**
 - **Summer Concert:**
 - The “Super Diamond” summer concert is scheduled for July 5th, with 50% of the tickets being sold at this point.
- **Summer Food & Beverage**
 - The full lunch menu starts at The Lodge on Monday, June 23rd.
 - The Marco Polo Grill opens at Trout Creek on Monday as well. An interim ABC license has been approved for this operation.
 - The T-9 Grill, also opening on Monday, now has an expanded menu offering.

EXECUTIVE SESSION AND LUNCH

The Board convened to Executive Session at 10:35 a.m.

The Board reconvened to open session at 11:45 a.m.

EXECUTIVE SESSION REPORT

Director Gander reported that the Board met in Executive Session today and discussed legal and contract matters.

ADJOURNMENT

By consensus, the Board adjourned the meeting at 11:50 a.m.

The ballot counting portion of the meeting continued until adjournment at 5:00 p.m.

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS
ORGANIZATIONAL MEETING
Sunday, June 23, 2013
Following Annual Membership Meeting

The Annual Organizational Meeting of the Board of Directors of Tahoe Donner Association was held following the 2013 Annual Membership Meeting, at Northwoods Clubhouse, Tahoe Donner, Truckee, California on Sunday, June 22, 2014. By consensus, the meeting was called to order at 12:30 p.m. The following Board and staff members were in attendance, thus constituting a quorum of the authorized number of directors of the Association:

Directors present: Tom Johns, Jim Stang, Steve Miller, Courtney Murrell & Ron Wulff

Directors absent: None

Staff present: Robb Etnyre, General Manager

A. APPOINTMENT OF BOARD-MEMBER OFFICERS

With the director election results having been announced and certified (Ron Wulff & Steve Miller three-year terms) at the Annual Membership Meeting, the Board considered the election of President, Vice President, Secretary and Treasurer for the corporation.

Upon motions duly made and seconded and upon a majority vote of the Board, the following appointments were made:

- President - Jim Stang (4-0-1 Stang abstain)
- Vice President - Tom Johns (4-0-1 Johns abstain)
- Treasurer - Steve Miller (4-0-1 Miller abstain)
- Secretary - Courtney Murrell (4-0-1 Murrell abstain)
- Member at Large - Ron Wulff

B. ANNUAL MEETING CALENDAR

By consensus, the Board adopted the following annual Board-meeting calendar:
(All Board meetings are scheduled to convene at 9:00 a.m.)

Saturday, July 19, 2014	(NWCH)
Saturday, August 23, 2014	(NWCH)
Saturday, September 27, 2014	(NWCH)

Saturday, October 25, 2043	(The Lodge)
Saturday, November 22, 2014	(The Lodge)
Saturday, December 20, 2015	(The Lodge)
Saturday, January 24, 2015	(The Lodge)
Saturday, February 21, 2015	(The Lodge)
Saturday, March 28, 2015	(The Lodge)
Saturday, April 25, 2015	(The Lodge)
Saturday, May 23, 2015	(The Lodge)
Friday, June 19, 2015	(NWCH) Election Ballot Meeting

The 2015 Annual Membership Meeting is to be held on Sunday, June 21, 2015 at 10:00 a.m. at Northwoods Clubhouse.

ADJOURNMENT

The meeting adjourned at 1:05 p.m.

Submitted by:

Courtney Murrell, Board 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 organizational meeting held on June 22, 2014, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Date