

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING
July 24, 2015
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at Northwoods Clubhouse at 11509 Northwoods Blvd., Truckee, California on Friday, July 24, 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 Stang, Vice President
Jeff Bonzon, Treasurer
Courtney Murrell, Secretary

Directors absent: Ron Wulff, Director

Staff present: Robb Etnyre, General Manager
Mike Salmon, Director of Finance & Accounting
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:

- June 19, 2015 Regular Meeting Minutes
- June 21 Organizational 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 June 2015 Monthly Summary for review.

Covenants – The Board was provided with the committee’s June 2015 Monthly Summary for review.

Election – No report.

Finance – The Board was provided with the committee’s July 9, 2015 meeting report for review.

General Plan (GPC) – The Board was provided with the committee’s July 6, 2015 meeting report for review.

Construction Steering Committee - The Board was provided with the committee’s July 17, 2015 Meeting Minutes for review.

Equestrian Steering Committee – No report.

Land Management Plan Working Group Update – No report.

Tahoe Donner Giving Fund Committee: - The Board was provided with the committee’s July 6, 2015 Status Report for review.

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

Director Miller stated that Director Wulff is absent today due to having to work, but he indicated that he would attend the meeting at 9:30 a.m. for the discussion of item “D”, Board Meeting Schedule. Since the meeting is running ahead of schedule, he continued, he would like to adjust the order of today’s agenda items.

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 June 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 Murrell seconded to approve the June 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/>

G. DISCUSSION: STRATEGIC PLANNING GUIDENCE 2016 BUDGET

The Board was provided with a copy of the 2016 Board of Director Strategic Planning & Guidance document for review.

Director of Finance and Accounting, Mike Salmon, indicated that his goal today is to generate discussion and to obtain Board guidance regarding the 2016 Strategic Plan Goals as they relate to the Budget process. He then provided the Board with a PowerPoint presentation on the strategic assumptions for the 2016 budget.

Director Wulff joined the meeting at 9:30 a.m. and the Board moved to agenda item “D”, Board Meeting Schedule.

D. ACTION: BOARD MEETING SCHEDULE

At the initial June 21, 2015 Organizational Board of Directors Meeting, the Board shifted the regular monthly meeting day from Saturdays to Fridays in order to better align various schedules and provide new opportunities for members to attend. The Board again discussed the pros and cons of holding regular monthly Board meetings on weekdays versus weekends as well as having special board meetings and town hall meetings at various other times as topics and issues warrant.

Following discussion, Director Wulff made a motion to hold regular Board meetings on Saturdays. The motion failed for lack of a second.

Further discussion ensued, with all Directors weighing in on their thoughts and concerns with regard to the best day to hold regular Board meetings in order to have the greatest member attendance.

Following discussion, Director Murrell made a motion and Director Miller seconded to approve maintaining the current Board Meeting Schedule, as approved at the June 21, 2015 Organizational Board Meeting. Motion failed 2-3

Following final discussion, the Board directed Staff to place this item on a future Board agenda for further discussion.

Director Wulff left the meeting at 9:55 a.m.

E. APPOINTMENT OF DIRECTORS AS COMMITTEE LIAISONS

By consensus the Board approved the following committee liaison appointments:

- Finance – Director Bonzon
- Architectural Standards – Director Murrell
- Covenants – Director Stang
- General Plan – Director Miller

BREAK
10:05 A.M.

The regular meeting reconvened at 10:15 a.m.

C. ACTION: CONSENT CALENDAR

The Board was provided with the following items for consideration:

- Banking Signature Authorizations
- Finance Committee Regular Appointment (Eyton-Lloyd)
- GPC Alternate Appointment (Meek)
- 2016 Trout Creek Recreation Center Renovation

Director Miller pulled item 2016 Trout Creek Recreation Center Renovation for discussion.

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

G. DISCUSSION: STRATEGIC PLANNING GUIDANCE 2016 BUDGET

Director of Finance and Accounting, Mike Salmon, continued with his PowerPoint presentation reviewing the Strategic Plan Goals as they relate to the 2016 Budget process.

Mr. Salmon reviewed some of the key financial considerations that will impact the 2016 budget, including inflation; compensation merit increases; California minimum wage increases; California Sick pay entitlements; Health Care and Workers Comp increases; and the effects of the continuing drought. Mr. Salmon also covered potential funding of the Replacement Reserve Fund, Development Fund and New Machinery and Equipment Fund.

A copy of Mr. Salmon’s PowerPoint presentation is attached to these minutes as Exhibit “C”.

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

General Manager Robb Etnyre reported that the Board approved contracting with PFM Snowmaking for the installation of snowmaking equipment at the Downhill Ski Area in 2015. Replacement Reserve Funds in the amount of \$400,000 were authorized to be utilized for the project in 2015 if needed, which shall be repaid by the Development Fund in 2016.

GENERAL MANAGER'S REPORT

General Manager Robb Etnyre reported on various aspects of Association Operations. This included the Plan Roll-out for the General Plan Member Survey.

I. DISCUSSION: BOARD TRAINING WORKSHOP

The Board was provided with an Information Paper regarding hosting an on-site Board "Leadership Development Workshop" through the North Chapter of Community Association Institute (CAI).

General Manager Robb Etnyre explained that CAI offers on-site training for volunteer HOA Boards to familiarize them with various California laws, such as those covered under the Davis Stirling Act and California Corporations Code, relating to Board governance and general concepts related to the powers and duties of Association Boards.

The Board discussed the merits of hosting a "Workshop" and possible dates.

Following discussion, by consensus, the Board approved hosting an on-site Board training "Workshop". The Board agreed that August 29th would be the best date to schedule the "Workshop".

PRESENTATION: DEFENSIBLE SPACE PROGRAM

The Board was provided with a presentation by Forester Bill Houdyschell on the status of the Association's Defensible Space Program.

A copy of Mr. Houdyschell's presentation is attached to these minutes as exhibit "D".

H. ACTION: COVENANTS RULE CHANGE

The Board was provided with a proposed rule amendment for consideration regarding permanently prohibiting smoking at all amenities, on Common Area, and other Association-owned property.

Following discussion, Director Stang made a motion and Director Bonzon seconded to approve publishing the following proposed rule amendment for 45-day member comment:

Covenants Rule II. General Common Area, Other Association Owned Property and Amenity Rules. Smoking is prohibited at all amenities, on Common Areas, and on other Association-owned properties.

Motion passed 4-0 (Director Wulff Absent)

ADJOURNMENT

Director Miller made a motion and Director Stang seconded to adjourn the meeting at 12:08 p.m.

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 July 24, 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