

**AGENDA**

**TAHOE DONNER ASSOCIATION  
REGULAR BOARD OF DIRECTORS MEETING  
Northwoods Clubhouse**

**Friday April 22, 2016  
9:00 a.m.**

To enhance the quality of information and scheduling, this timed Agenda is prepared one week in advance of the meeting, and the Board reserves the right to adjust this schedule during the meeting by adding, deleting, and/or moving matters as required and as permitted by law. Association Board of Director's meetings are open to members, but not the general public.

**\*This meeting is being recorded.\***



*Please silence your cell phone.*

**OPEN SESSION**

**SECTION**

**I. 9:00 a.m. Call to Order**

**Opening Procedures:**

- Pledge of Allegiance

**II. 9:02 a.m. Executive Session Report**

**A**

In Executive Session on April 6<sup>th</sup>, 2016, the Board discussed the following:

- **Agreement for Purchase and Sale of Real Property: Approved 5-0**  
The Board approved an Agreement for Purchase and Sale of Real Property & Joint Escrow Instructions, including a Conservation Easement Deed to acquire and protect 640 acres adjacent to Euer Valley including Crabtree and a portion of Carpenter Valley. The property is being purchased from the Truckee Donner Land Trust for \$500,000 out of the Tahoe Donner Association's development fund.
- **Corporate Resolution 2016-3: Approved 5-0**  
The Board approved Resolution 2016-3 authorizing corporate officers to execute a land purchase agreement and record an easement deed.

- **Contract Award Equestrian Phase 2 Relocation: Approved 5-0**  
The Board awarded a fixed price construction contract to R&D Professionals in the amount of \$243,699.57 to proceed with previously Board approved Phase 2 Equestrian relocation efforts in 2016, weather permitting.

**III. 9:17 a.m. Member & Director Comments**

Property owners’ comments are welcomed at this time for matters not on the agenda and are limited to three minutes. However, members may submit additional comments by email to the Board ([board@tahoedonner.com](mailto:board@tahoedonner.com)). The Board president may recognize members to comment on agenda items as they occur. Members are requested to identify themselves and to include Unit and Lot Number. Directors and Staff are limited by law to brief responses and clarifying questions to matters not on the agenda. Directors may request Staff to report back to the Board concerning such matters and place the matter on a future Board agenda.

Board meetings are defined by the Davis-Stirling Act as a gathering of a majority of directors at the same time and place to "hear, discuss, or deliberate upon any item of business that is within the authority of the Board." (Civ. Code §4090.) A Board meeting is a meeting of the corporation's Board of Directors, not a meeting of association members. Accordingly, members do not have a right to participate in the Board's discussions and votes. By statute, members can watch the Board conduct business. In addition, they can address the Board during the open forum portion of the meeting. Although members do not have a legal right to participate in Board discussions, the president can invite comments from the audience on particular items of business if he so chooses. This is at the discretion of the Board.

**IV. 9:35 a.m. Action: Adjacent Recreation Open Space Protection and Procurement – 640 Acre Crabtree Canyon B**

The Board will consider member feedback and ratify a decision to purchase the 640 Acres Crabtree Canyon parcels along with the long term membership benefit, maintenance, and forest management cost of this property.

**V. 10:00 a.m. Discussion: Board Communication and Formulation of Board Governance Policy C**

The Board will discuss their current methods used to engage the membership, formulate board consensus and board approval in accordance with the Association’s Governing Documents and applicable laws. This will include, regularly scheduled monthly board meetings, executive session meetings, and the potential formulation of a Board Policy on Governance within a California Homeowner Association and California Corporation framework.

**VI. 10:30 a.m. Discussion: Tahoe Donner Home Inspection Program D**  
(Chair, Architectural Standards Committee, Rod Whitten)

The Board will hear a presentation on the current status of the Home Inspection Program (Grid Based, Transfer Based, and Inspection Based) and considerations from the Architectural Standards Committee to modify this program based on past observations and membership feedback.

**VII. 10:50 a.m. Break**

**OPEN & PENDING ITEMS**

**VIII. 11:00 a.m. Discussion: Committee Management E**

- **Committee Task Reports** – Committee Chairs  
Purpose: To update the Board on the status of 2016 assigned tasks and recent committee meetings.
  - Architectural Standards Committee
  - Covenants Committee
  - Elections Committee
  - Finance Committee
  - General Plan Committee
  - Equestrian Steering Committee
  - Tahoe Donner Giving Fund Committee

**IX. 11:30 a.m. Action: Director of Finance & Accounting Report F**  
(Director of Finance & Accounting, Mike Salmon)

- 2016 March Financials
- 2016 April Capital Funds Projection

**EXECUTIVE SESSION**

**X. 12:00 p.m. Executive Session EXEC**

Executive sessions of the Board of Directors are provided by statute so that the Board can address issues involving privileged information and matters of a private nature. As a result, members do not have a right to attend executive sessions. As provided for in [Civil Code §4935](#), boards may go into executive session for the following matters:

- Legal Issues
- Formation and approval of Contracts
- Disciplinary Hearings
- Personnel Issues
- Payment Plan
- Foreclosure

The Board must approve decisions by a majority vote of the directors in executive session, and report out decisions at the next regularly scheduled open session. ([Civ. Code §5705\(c\)](#))

**Topics –**

- Legal
  - The Board will discuss the legal aspects of governance and the Davis Stirling Act
  - The Board will review potential pending litigation matters
- Personnel Matters
  - The Board will discuss annual Performance Evaluations

**CLOSED SESSION**

**XI. 1:00 p.m. Appeal Hearing**

**OPEN SESSION**

**XII. 1:30 p.m. Executive Session Report EXEC**

**XIII. 1:40 p.m. General Manager’s Report G**  
(General Manager, Robb Etnyre)

The Board will be provided with a report on various Association operations and Strategic Plan Goals.

**XVI. 2:00 p.m. Action: Approval of Minutes H**

- March 18, 2016 Regular Meeting Minutes

**XV. 2:05 p.m. Action: Consent Calendar I**

All items listed under the Consent Calendar are considered to be routine and will be approved by one motion. There will be no separate discussion of these items unless a member of the Board or Staff requests a specific item to be removed from the Consent Calendar for separate action. Any item so removed will be taken up following the motion to approve the Consent Calendar.

- Forestry Grant Resolution 2016-4
- Tahoe Donner Giving Fund new member appointment, Katharine Veni
- Replacement Reserve Funds for the 2016 Ski Area Rental Shop Grinder/Edger Replacement
- Tahoe Donner Giving Fund Scholarship Recommendations
- Association Wide Digital Signage Software Update
- Wireless Infrastructure Replacement Reserve Component Improvements
- Decision Paper for additional Security Cameras

- Review Town of Truckee Planned use of Town of Truckee Special Service Area – 1 Funds for 2016 and provide a Board opinion.
- Tahoe Donner Men’s Golf Club change in Bylaws

**XVI. 2:15 p.m. Action: Beach Club Marina Boat Launch and Waterline Safety J**  
(Director of Operations, Miguel Sloane)

Based on Board guidance given at the March Regular Board Meeting, original recommendations were adjusted and such adjustments will be presented for further Board consideration and approval.

**XVII. 2:30 p.m. Action: Pending Suspension of Membership Rights and K**  
**Authorization to Record Lien**

The Board will be asked to authorize the recording of liens against the properties of members who have failed to bring their assessment accounts current, which will result in the suspension of their membership rights.

**XVIII. 2:45 p.m. Action: Tahoe Donner Voting and Election Rules – L**  
**Nominating Committee**

In accordance with voting and election rules, the Board will consider appointing a candidate nominating committee.

“**5.2 Nominations.** The Board shall publish or post a notice recruiting candidates for the Board and stating the deadline for receipt of nominations. Any Member who satisfies the qualifications may place his or her name in nomination for the Board by giving written notice to the Board before the published deadline for receiving nominations. In addition, the Board may recruit qualified candidates and/or may appoint a Nominating Committee to nominate qualified candidates.”

**XIX. 2:55 p.m. Discussion: Performance Measures, Nonprofit Homeowners M**  
**Association**

(Vice President, Jim Stang)

The Board will discuss what metric or group of metrics is most appropriate to assess the performance of Tahoe Donner financially.

**XX. 3:10 p.m. Future Board Meeting Agenda Items**

**XXI. 3:20 p.m. Adjournment**

The next Board meeting will be Friday, May 27<sup>th</sup>, 2016 at the Northwoods Clubhouse.

## Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – May 11<sup>th</sup>, 2016 9:00a.m. (Northwoods Clubhouse)
- Covenants Committee – May 12<sup>th</sup>, 2016 3:30p.m. (Northwoods Clubhouse)
- Elections Committee – May 2<sup>nd</sup>, 2016 at 4:00 p.m. (Northwoods Clubhouse)
- Finance Committee – May 12<sup>th</sup>, 2016 at 4:00p.m. (Northwoods Clubhouse)
- General Plan Committee – May 2<sup>nd</sup>, 2016 at 3:30p.m. (Northwoods Clubhouse)
- Equestrian Steering Committee
- Tahoe Donner Giving Fund Committee – May 2<sup>nd</sup>, 2016 at 3:00p.m. (Northwoods Clubhouse)

As provided for in Civil Code §4920 – Notice of Board Meetings: This agenda was posted at least four days prior to the meeting.

Look for board meeting details and supporting documents online at:

<http://www.tahoedonner.com/board/>

Enroll in our electronic communication's email opt-in program to receive official communications via email.

<http://www.tahoedonner.com/update-your-profile/opt-in-to-go-paperless/>

*Megan Rodman*

Megan Rodman, Executive Assistant

April 22, 2016

Date