

ACTION ON May 8, 2014  
VERIFIED Beverly Johnson  
E.A. - TDA ASSOC.

**MINUTES**  
**TAHOE DONNER ASSOCIATION**  
**BOARD OF DIRECTORS REGULAR MEETING**  
**April 26, 2014**  
**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 Saturday, April 26, 2014. 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, President  
Steve Miller, Treasurer  
Dick Gander, Secretary  
Courtney Murrell, Director

**Directors absent:** Jim Stang

**Staff present:** Robb Etnyre, General Manager  
Mike Salmon, Director of Finance and Accounting  
Annie Rosenfeld, Director of Facilities & Risk Management  
Lee Gray, Recording Secretary

**A. ACTION: APPROVAL OF MINUTES**

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

- March 22, 2014 Regular Meeting Minutes

Director Miller made a motion and Director Gander seconded to approve the meeting minutes as presented. Motion passed 4-0. (Director Stang Absent)

**B. COMMITTEE MANAGEMENT**

**Architectural Standards** – The Board was provided with the committee’s March 13<sup>th</sup> and April 9<sup>th</sup> 2014 meeting minutes for review.

**ACTION: ARCHITECTURAL STANDARDS RULES, PROCEDURES, AND RESTRICTIONS FOR LAND USE**

The Board was provided with a Decision Paper from the ASC and Management requesting that the Board of Directors consider approving for 45-day member notification the following:

- Recommend rule amendments, updates, and revisions to the Architectural Standards Rules, Procedures and Restrictions for Land Use;
- Architectural Fee Schedule changes.

Architectural Standards Committee member Rod Whitten provided the Board with a review of and reasoning behind the proposed amendments. Mr. Whitten then fielded a number of questions from the Board.

All directors weighed in with their thoughts and concerns regarding the proposed amendments. Following discussion, the Board provided suggestions to the ASC and requested that this item be placed on a future Board meeting agenda for further consideration.

**Covenants** – The Board was provided with comments on the Burn Ban in their Board books.

**Election** – No report.

**Finance** – No report.

**General Plan (GPC)** – The GPC cancelled their April meeting because they were delayed by the Planning commission. The Lawyer for TDA was required to rewrite the Mitigated Declarations. The next meeting is on May 5<sup>th</sup>.

**C. ACTION: CONSENT CALENDAR**

The Board was provided with the following items for consideration:

- GPC Resignation (Heath)
- Asphalt Replacement at Forestry
- Bandit 254 Tracked Chipper
- Auto Enrollment Salary Savings Plan

Following discussion, Director Miller made a motion and Director Murrell seconded to approve the Consent Calendar as presented. Motion passed 4-0. (Director Stang Absent)

**D. ACTION: SUSPENSION OF MEMBERSHIP RIGHTS**

Director of Finance and Accounting Mike Salmon explained that each year the Association's delinquent account policy prescribes that those members who have failed to bring their assessment accounts current face suspension of their membership rights and are disallowed from participating in the 2014 Director Election, either as a voter or candidate. Under the current Civil Code, the Board is required to specifically authorize

the recording of assessment liens against members' properties. Therefore, along with the suspension of membership rights, the Board was called upon to authorize the recording of such a lien if members remain delinquent with regard to the 2014 Regular Assessment as of May 1, 2014.

Following discussion, Director Gander made a motion and Director Johns seconded to approve the Suspension of Membership Rights as presented. Motion passed 4-0. (Director Stang Absent)

**E. MEMBER'S REQUEST TO WAIVE LATE FEES**

The item has been resolved and is no longer on the agenda.

**F. ACTION: 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 March 2014 financial report, a complete set of which are attached to these minutes as Exhibit "A".

Following discussion: Director Gander made a motion and Director Miller seconded to approve the March 2014 unaudited preliminary financials as presented. Motion passed: 4-0 (Director Stang Absent)

**TREASURER'S REPORT**

Director Miller stated that, as of the end of March, Tahoe Doner had significant maturities of Treasuries and CD's, which left us with approximately 13 million dollars of cash in our various accounts. He pointed out that, while there is a need to have cash on hand in anticipation of upcoming construction projects, large balances of cash are not insured. He asked Director of Finance and Accounting Mike Salmon to provide a review of the Association's process for reinvesting in Treasuries and CD's, while still allowing for liquid cash to cover operating funds and capital expenditures.

Mike Salmon provided a history of how the Association's investment practices have evolved over the last few years. He explained that the reason the Association has a high cash balance in March is, first of all, the anticipated construction of the Cross Country Center and the fact that the Annual Assessment was due March 1<sup>st</sup>. Since over fifty percent of our owners pay their assessment in February, cash is ramped up dramatically during March. We have begun the investment process, he said, but because of the uncertainty of the construction cycle, we have a lot more cash on hand than normal. He pointed out that Treasuries and CD's are protected by the FDIC, so deposits are protected by the federal government. However, due to strict rules about account sizes, we do have funds that are currently at risk. Mr. Salmon noted that, to date, he has invested two

million in Treasuries. He said our philosophy is first and foremost is to protect the principal, and that is being done.

**G. ACTION: TRUCKEE SPECIAL SERVICE AREA-1 (TSSA-1) 2014-15 ASSESSMENT**

The Board was provided with a letter from the Town of Truckee requesting Board feedback on the amount and eligible projects for the TSSA-1 2014/15 Special Assessment.

Jessica Thompson, Lead Project Engineer from the Town of Truckee on the Trout Creek Trail provided the Board with an update on the Trail project. Highlights of her report follow:

- There will be 2 Phases. Phase 1 is the Lower trail closest to Bridge Street up to Euer Valley Road. Phase 2 is the Upper trail closest to Northwoods Boulevard at the power line corridor by Coyote Moon and meeting at Euer Valley Road.
- Phase 1 will be completed in 2014. Phase 2 which has 2 options is delayed pending resolution of issues with Coyote Moon and Nevada Energy.
- Design indicates a trail that will be 14' wide and parallel the future planned 3<sup>rd</sup> Tahoe Donner Access Road. In order to accommodate off street parking, there will be a 400' driveway off of Northwoods Boulevard with a parking lot of 20 spaces.
- Trail cost estimates are \$3.5–4 million. Using the RSTP & LTF Funds the Town contributed \$700,000. The Town is currently applying for a Grant for this project.
- Work performed to date; Baseline studies, Alternative Alignment, Adopted the Negative Declaration and Design Plans and specifications for phase 1 and the easement for the Marciano Capital Property. Phase 1 work in progress; as part of mitigation we are investigating the burn dump in lower Trout Creek.
- We are currently waiting for the Energy approval for Phase 1.

**Break**  
**10:40 a.m.**

The regular meeting reconvened at 10:50 a.m.

**H. ACTION: 2030 GENERAL PLAN**

The Board postponed consideration of the 2030 General Plan and placed it on the June 20, 2014 Board meeting agenda.

**G. ACTION: TRUCKEE SPECIAL SERVICE AREA-1 (TSSA-1) 2014-15 ASSESSMENT CONTINUED**

By consensus the Board directed Staff to draft a letter of concerns to Town of Truckee regarding their recommendation letter on TSSA-1 and Trail construction.

**DISCUSSION: TAHOE DONNER COMMUNITY FOUNDATION**

Director Gander provided the Board with an update on the progress of the development of the Tahoe Donner Community Foundation.

Director Gander stated that there is an existing Tahoe Donner Charitable Fund under the umbrella of the Truckee Community Foundation that was established in 2008. He explained that, along with the 2008 Director Election materials, property owners were provided the option of making a separate tax deductible donation to the Tahoe Donner Charitable Fund for the benefit of the Truckee Tahoe region or to the Tahoe Donner Employee Scholarship Fund. Since the response from property owners was poor, the organizer of the foundation at the time suggested that it be discontinued. Director Gander noted that there were never any disbursements of the funds that were collected and the funds have continued to accrue interest, with approximately \$9,400 in the Tahoe Donner Charitable Fund and \$800 in the Employee Scholarship Fund. The Charitable Fund was set up for the collection of funds for a broad variety of items to benefit the community. The Employee Scholarship Fund was set up specifically for Tahoe Donner employees. Since the establishment of these funds, new rules have been implemented regarding Scholarship Funding, so it is actually problematic to maintain the Employee Scholarship Fund. Unfortunately, because of its designation these funds cannot be rolled into the Charitable Fund. Therefore, the recommendation is to distribute the funds and close it out.

Tahoe Truckee Community Foundation requires a minimum of \$10,000 to open a fund. They would provide all the administrative, accounting, legal, and investment services. There is an application process where we would need to establish guidelines for the fund and a Grant Committee made up of members. The Grant Committee would probably meet two times a year on fund business, once to strategize a marketing plan for the year, and again to decide on who would get the grant and how much. The Grant Committee would then make a recommendation to Board for a final decision on awarding the grant.

To date, six volunteers have come forward and have agreed to start the coordination of establishing a Grant Committee. There will be an organizational meeting on May 5<sup>th</sup> to begin the process of drafting an operating plan for the fund. Following the meeting, we will put together a more formal presentation for Board consideration at the May 31, 2014 Board meeting.

Following discussion, the Board indicated interest in continuing to move forward with the establishment of a Tahoe Donner Charitable Fund.

## **GENERAL MANAGERS REPORT**

General Manager Robb Etnyre reported the following:

- **Cross Country Center:**

A Planning Commission hearing is set for May 20, 2014 for consideration of the Cross Country Center project. The Board has now approved a general contractor contract with Blue Rock LLC, and construction is expected to begin June 1, 2014, depending on the outcome of the upcoming hearing.
- **Northwoods Clubhouse:**

NWCH Reserve Replacement projects are being finalized for the area around the clubhouse to address long-standing safety, security, and operational needs.

  - ADA access to Bocce Ball courts.
  - Relocation of dumpsters.
  - Paver deck leveling.
  - Change the NWCH roof from metal to composition to improve safety and access to the building in winter.
- **The Lodge:**

This operation now has two new taps behind the bar.
- **Architectural Standards:**

Fire Ban/Fire Permit rule revisions are currently noticed to the membership for the required 45-day comment period. The Board is expected to consider approval of the new rules at the May 31, 2014 Board meeting.
- **Marketing:**

Final details are being made on a Golf Marketing Plan for a season long series of promotions to be offered to the membership, guests, and the public alike. May 16<sup>th</sup> is the opening date, with a Volunteer Golf Tournament taking place at 11:00 a.m.
- **Bikeworks:**

We are applying for a temporary use permit for Bikeworks to operate at the Downhill Ski Area for the summer.
- **Legislative:**
  - AB1360, sponsored by the Community Associations Institute, seeks to permit HOA's to choose to offer its members the option to vote via the Internet.
  - AB 2561 sees to protect the right of homeowners not only to have a garden, but to have a garden to raise crops for sale.
- **Measure "R"**

A brief discussion took place regarding Measure R, the proposed ¼ cent, 10-year sales tax increase to fund construction and maintenance of trails, with the Board

being asked if they would like to donate \$1,500 to the Committee for Trails Campaign.

Following discussion, it was the Board's position that, while they have endorsed Measure R, they were not inclined to make a financial contribution.

#### **EXECUTIVE SESSION AND LUNCH**

The Board adjourned to Executive Session at 11:35 a.m.

The Board convened to an Appeal Hearing at 1:00 p.m.

The regular meeting reconvened at 1:23 p.m.

#### **EXECUTIVE SESSION REPORT**

Director Gander reported that the Board met in Executive Session today and discussed legal, contractual and employee personnel issues.

#### **ADJOURNMENT**

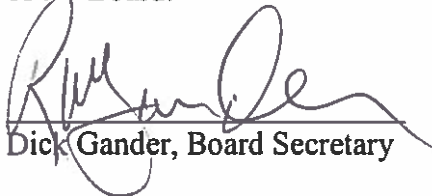
Director Johns made a motion and Director Gander seconded to adjourn the meeting at 1:28 p.m.

Submitted by:

  
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Lee Ann Gray, Recording Secretary

#### **SECRETARY'S CERTIFICATE**

I, Dick Gander, 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 April 26, 2014, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

  
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Dick Gander, Board Secretary