

**BOARD APPROVED**

ACTION ON

*Aug 23, 2012*  
*Bruce Watkins*

**MINUTES VERIFIED**  
**TAHOE DONNER ASSOCIATION**  
**BOARD OF DIRECTORS REGULAR MEETING - TDA ASSOC.**  
**August 25, 2012**  
**9:00 a.m.**

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at Northwoods Clubhouse 11509 Northwoods Blvd., Truckee, California on Saturday, August 25, 2012. 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  
Suzy Knisley, Vice President  
Steve Miller, Treasurer  
Jay Lempinen, Secretary  
Ron Wulff, Director

**Directors absent:** None

**Staff present:** Mike Salmon, Director of Finance and Accounting  
Forrest Huisman, Director of Capital Projects  
Miguel Sloane, Director of Operations  
Miah Cottrell, IT Manager  
Annie Rosenfeld, Director of Facilities & Risk management  
Bonnie Watkins, Recording Secretary-Executive Assistant

**Staff absent:** General Manager, Robb Etnyre

**MEMBER & DIRECTOR COMMENTS**

A member expressed her concerns regarding the new Beach Club Marina plan, which outlines the removal of a considerable amount of lawn space due to the proposed deck expansion. She indicated that there is a real need to continue to provide staging and loading space for paddle boarders, windsurfers, inflatable boats and rowing shell users. The Board indicated that they would take this into consideration as they move forward with this planned renovation project.

A member inquired about the status of the proposed cleanup of the meadow at the end of Alder Creek Road. Director Johns indicated that this item would be considered in the 2013 Budget process.

A member pointed out that the green sign advertising the Bikeworks operation at the Equestrian Center does not conform to the Association's sign regulations that states all signs in the community must be brown and white. He noted that, when he reported the sign to the Architectural Standards Office, he was told that the Association is exempt from this rule, which he feels is wrong. Director Johns responded that this is an agenda item for Board consideration later in the meeting.

A member commented that he is very pleased with the evolution of the Tahoe Donner trails systems and he is fully supportive of the great job Staff is doing. He also commented that on the south side of the Euer Valley there is a cattle fence with a gate that is almost impossible to open. He inquired if Staff could do anything about this. Director Johns requested that Staff look into this matter.

#### **A. APPROVAL OF MINUTES**

The Board received the preliminary minutes of the July 28, 2012 Regular Meeting Minutes for consideration.

Following discussion, Director Lempinen made a motion and Director Wulff seconded to approve the July 28, 2012 regular meeting minutes as presented. Approved 5-0

#### **B. COMMITTEE MANAGEMENT**

**Architectural Standards** – The Board was provided with the committee's July 11, 2012, meeting minutes for review.

**Covenants** – The Board was provided with the committee's July, 2012 violations report for review.

**Election** – No report.

**Finance** – The Board was provided with the committee's August 16, 2012 meeting notes for review. Included in the written report was a draft copy of a proposed New Machinery & Equipment Policy for Board review.

**General Plan (GPC)** – The Board was provided with the committee's August 6, 2012 meeting summary for review.

#### **C. CONSENT CALENDAR**

The Board was provided with the following item for consideration:

- Resolution of Appreciation for Chris Nelson 2012-3
- Replacement of Fleet Water Truck – 2012 Approved Reserve Replacement
- Replacement of Fleet Dump Truck – 2011 Approved Reserve Replacement

- Replacement of Hydronic Snowmelt System Boiler and System Servicing at Trout Creek Recreation Center – 2012 Reserve Replacement Acceleration
- Concrete Capping at Trout
- Replacement of Lower 500 Asphalt Between Downhill Ski Lodge and Snowpeak Way – 2012 Reserve Replacement Acceleration
- Winter 2012/2013 Season Pass Rates
- Development Fund: Euer Valley Hike/Bike Access Trail
- Reserve replacement: Euer Valley Equestrian Two-Hour Loop Return Trail Reroute

Director Wulff pulled the “Replacement of Lower 500 Asphalt between Downhill Ski Lodge and Snowpeak Way – 2012 Reserve Replacement Acceleration” item for discussion and Director Johns pulled the “Winter 2012/2013 Rates” item for discussion.

Director Miller made a motion and Director Lempinen seconded to approve the remaining Consent Calendar items as presented. Motion passed 5-0

Director Knisley pointed out that the easement agreement between Tahoe Donner and the Tahoe Donner Condo Association states that Tahoe Donner is responsible for thirty percent (30%) of the Lower 500 Drive, not forty-five percent (45%) as stated in the recommendation from Staff. Following discussion, the Board directed Staff to correct this error bring this item back to the Board for further consideration.

Following further discussion, Director Wulff made a motion and Director Knisley seconded to approve the Winter 2012/2013 Season Pass Rates as presented. Motion passed 5-0

#### **D. EUER VALLEY RULES**

Director Johns expressed concern that the verbiage in the rules being provided to the Board today still contains “camping”, and the majority of the Board has made it clear that they do not support camp fires in the Euer Valley.

Director of Facilities Risk Management Annie Rosenfeld explained that the Board was provided the proposed amendments to the Covenants rules at the July 28, 2012 Board meeting. However, she continued, as all Board members were not present at that Board meeting; the Board placed the Euer Valley Rules on the today’s agenda for further consideration. She stated that the copy of the rules being provided to the Board today were published to the membership for the required comment period and, to her knowledge, no comments have been received. Ms. Rosenfeld said these proposed rule changes are now presented to the Board for formal adoption, either as published or with some new amendments.

She pointed out that Staff is aware of the concern that the Board has with camp fires, but she wanted to assure the Board that the elements of minimal backcountry and equestrian camping by permit in the Euer Valley is controllable. She noted that, as she was not at the July 28<sup>th</sup> Board meeting, perhaps she could speak to those concerns today.

Discussion took place regarding the pros and cons of open camp fires in the Euer Valley, with each Board member weighing in on their thoughts and concerns. Further discussion took place regarding the merits of Staff-supervised children's programs in the Euer Valley and whether Staff should be allowed to have camp fires along with these programs.

Director Wulff pointed out that there are currently a number of campfire sites in the valley that should be removed.

The Board indicated that Staff-organized children's recreation programs should be permitted in the valley, but with no open camp fires which could lead to the demand for campfires. The Board pointed out their concern for extreme fire danger with camp fires and being in compliance with our current rules on open fires in Tahoe Donner.

Discussion ensued regarding how to modify the language in the proposed Covenants rules for the Euer Valley.

Following discussion, the Board directed Staff to delete the "back country and equestrian camping" verbiage from the rules and bring back a recommendation of the rule as modified through Board guidance by adding language to the effect that day camping is permitted when organized by Tahoe Donner recreational programming which is to include supervision by staff and no campfires.

The Board placed this item on the September 22, 2012 Board meeting agenda for further consideration.

### **BOARD MEETINGS VIA SKYPE**

Director Wulff indicated that he was on a camping trip during the last Board meeting on July 28 and, in order to participate in the meeting, he utilized Skype video. He noted that, while Staff still has some connectivity issues to resolve, the sound quality was excellent.

Due to the remote area he was in, he continued, he was unable to maintain video connection. Director Wulff urged Board members to utilize this technology for any meetings they may have to access from another location in the future.

Director Johns pointed out that the Skype system will only be utilized by Board and committee members; the Board has no plans at this time to broadcast its Board meetings to the general membership.

While broadcasting meetings has been proposed on several occasions and can have benefits, the Board has been advised by legal counsel of significant negative aspects to broadcasting meetings.

Ron Wulff indicated that that the main reason behind legal counsel's opinion that the Association not broadcast Board meetings is lack of control of the media. The Board has no control over how broadcasted meetings may be used. He noted that Minutes of the Association are considered the official record of the meeting and if a tape recording is made, this would also be considered an official record of the meeting. Director Wulff said, it is Tahoe Donner's policy to tape record meetings, but they are only kept until the written minutes are accepted.

IT Manager, Miah Cottrell, stated that the Association has now purchased a dedicated Skype system that has everything packaged into one piece of equipment, including an excellent quality video camera; microphones, control computer, television monitor and video projector.

### **MOBILE WEB**

Director Knisley stated that she has requested that Staff look into upgrading the Association's Web site with Smartphone technology. She indicated that the current Tahoe Donner display on the Smartphone is very poor, cumbersome and too small to negotiate easily. She noted that most of the Association's members that live off the hill use their Smartphones to access the Association's Website to find out what events are happening, book a golf tee time, purchase a lift ticket, or make a reservation for dinner at The Lodge. If Tahoe Donner implemented Smartphone technology, it would make it so much easier to accomplish these tasks. She pointed out that the use of Smartphones – that is, advanced mobile phones that can surf the Web and download applications – continues to grow at an explosive rate. Director Knisley then read several articles she obtained from the Internet in support of the growing trend in Smartphone use.

IT Manager, Miah Cottrell, commented that Staff agrees that Smartphone technology is the way of the future. However, in the case of Tahoe Donner's Web site, the existing technology is working and navigable in its entirety via Smartphone. The fear is that adding a new mobile front end to our existing website would increase administrative overhead and many important items may not be displayed.

In short, if Tahoe Donner takes what we have now and attempts to condense it down there will be missing content on the Smartphone.

Director Johns stated that he was in agreement with Director Knisley that there is a need to upgrade the Website with better technology, but the question now is the implementation process. He indicated that, since there are some disagreements about this issue, he would like to place this item on the September 22, 2012 Board meeting agenda for further discussion.

**BREAK**  
**(10:20 a.m.)**

The regular meeting reconvened at 10:30 a.m.

#### **E. HOMEOWNER ARCHITECTURAL STANDARDS INSPECTION INITIATIVE**

The Board was provided with an "Information Paper" outlining plans for a homeowner property inspection initiative. This document is attached to these minutes as Exhibit "A."

Director of Facilities & Risk Management Annie Rosenfeld provided the Board with a review of the proposed program. She stated that the Board was provided with a first draft of this initiative at the June 22nd Board meeting. At that time, she continued, the Board requested more detailed information in the initiative and Staff is providing the Board today with more comprehensive information on how the program will be run, as well as the schedules and authorities behind the program.

Following a review of the details of the program, Ms. Rosenfeld fielded questions and comments from the Board. Discussion took place regarding the inspection cycle, fines, and reporting procedures. Further discussion took place regarding inspections that will be conducted in conjunction with properties listed for sale, and with the escrow period of home sales.

Ms. Rosenfeld indicated that Staff will be communicating with the membership via an information piece about the "Homeowner Property Inspection Initiative" over the fall months.

Following discussion, the Board suggested revisions to the program and placed this item on the September 22, 2012 Board meeting agenda for further consideration.

## **DOWNHILL/SNOWPLAY SNOWMAKING EQUIPMENT**

Director Knisley explained that she had requested that this item be placed on the agenda, because she would like to remove it from the 2030 General Plan. She explained that it is too expensive an item for the potential return on investment. If it remains in the plan, she said, it would be a waste of Staff's time and energy that should be on other items identified in the plan.

The Board discussed the pros and cons of the future purchase of snowmaking equipment for the Downhill and Snowplay operations.

Following discussion, Director Knisley made a motion and Director Lempinen seconded to remove the "Snowmaking Equipment" item from the 2030 General Plan. Motion passed 5-0

## **F. DIRECTOR OF CAPITAL PROJECTS REPORT**

Director Johns stated that the Board disapproves with the recent process of reviewing the Architects proposals for the Alder Creek Nordic Center. The Board indicated that the proposals should come to the Board first, and then go to the GPC and Finance Committees, prior to going out to the membership for comments and this did not happen.

Director of Capital Projects Forrest Huisman apologized for misunderstanding what the Board's direction was. He said, in collaboration with Staff and the GPC, a special meeting was called to review the responses submitted to the Request for Proposals for design of the Alder Creek Nordic Center and his understanding was that the Board would attend this meeting.

Director Johns reiterated that this was not the Board's directive to Staff, and he wants to ensure that the proper process is followed for future projects. He pointed out that the GPC works at the discretion and direction of the Board. He indicated that the Board would like to review the proposals that have been received thus far.

A discussion ensued regarding the submittals that have been received, obtaining more submittals from interested firms, and interviewing the Architectural firms that did not choose to participate in order to ascertain why they didn't. It was noted that, since 5 out of the 8 architects declined to submit proposals, someone should contact them to ascertain why.

Following further discussion, by consensus, the Board scheduled a special Board meeting on Wednesday, September 5, 2012 for the purpose of interviewing the firms that responded to the Association's Request for Proposals for services related to the construction of the Alder Creek Nordic Center.

The Board directed Staff to provide them with the proposals that have been submitted thus far to review prior to the September 5<sup>th</sup> Board meeting.

The Board further directed Staff to provide Director Knisley with the names of the firms that did not submit proposals so that she can interview them as to why they chose not to participate.

### **Golf Driving Range & Snowplay Area**

Director of Capital Projects, Forrest Huisman provided the Board with a PowerPoint presentation on a proposed Golf Driving Range & Snowplay Area enhancement project. Highlights of his presentation follow:

- The scope of the project is to create a gradual berm in necessary areas that allow for superior Snowplay operations during periods of low moisture. During summer months, Golf Course operations and Concert activity will not be adversely affected as design concepts support various activities and Driving Range needs.
- Schedule: Mid-September, starting on a Monday; Deliver Soil, Grade berms, Irrigation modifications, and sod installation. Open for business the following weekend.
- Capital Budget anticipates this project to not exceed \$40K.
- Staff recommends this project to be implemented this fall to support upcoming Snowplay operations and to have sod established for 2013 Golf Course season.

Following the presentation, Mr. Huisman fielded questions from the Board and discussion ensued regarding the merits of the proposed project, possible adverse impacts to the Driving Range, return on investment, and budget concerns.

Following discussion, Director Wulff made a motion and Director Lempinen seconded to approve the New Snowplay Berming for Fall 2012. Motion passed 3-2 (Directors Miller & Knisley No)

### **Way finding Signage/Main Monument Sign**

Director of Capital Projects, Forrest Huisman, provided the Board with a presentation on proposed enhancements to the Main Monument sign at the entrance to Tahoe Donner. Highlights of the presentation follow:

- The new Monument Sign coming up Northwoods Boulevard is missing contrast or definition between the two panels that was depicted on the original drawings by Weidner Architects.
- Per Staff's request Weidner has put together some drawings of ways to create more contrast in the panels.
- Staff recommends adding aluminum snowcap to the front panel to enhance the contrast.
- For additional considerations, amenity icons and "where traditions begin" have been added for Board consideration.
- Another possible consideration is painting the back panel a darker color.



The Board discussed the color and texture elements of this sign and indicated that they were not in favor of applying the aluminum snowcap on the front panel.

Further discussion took place regarding the need to have the Monument Sign be consistent with the other new signage in the community.

Following discussion, by consensus, the Board approved going back to Weidner Architectural Signage and requesting sample drawings of how the sign would look with the back panel painted.

### **Beach Club Marina:**

Director of Capital Projects, Forrest Huisman, provided the Board with a presentation on the Main Monument sign at the entrance to Tahoe Donner. Highlights of the presentation follow:

- Civil and landscape drawings are being developed for off-season construction in three areas:
  - Beach expansion
  - Upper lawn expansion
  - Lower deck and terrace expansion
- Future improvements may include:
  - New wayfinding signage mounted on low rock walls at entrance
  - New fencing and sidewalk along entire frontage of Donner Pass Road (DPR)
  - Paving of parking stalls along entire frontage of DPR
- Currently estimated at \$500K for civil work, utilities, landscaping, irrigation, and path lighting.
- Construction Schedule:
  - Staff proposes Marina Property Closure on September 24th in order to install necessary BMP's and remove necessary trees along beach and throughout upper lawn and lower terrace areas.
  - Upon Development Permit approvals from Town of Truckee, Main excavation equipment and efforts are planned to commence October 1, with weather permitting, excavation efforts may slow down on or after October 15, but with the collective goal to finish by early November 2012.

Following the presentation, Director of Operations, Miguel Sloane, addressed concerns that were raised earlier in the meeting regarding the loss of staging and lawn space for windsurfers, inflatable boats and rowing shells, et cetera, due to the deck expansion.

Discussion took place regarding the creation of unloading spaces for the membership and the possibility of using synthetic grass. Following discussion, the Board directed Staff to revise the plan to come up with areas for staging and bring it back to the Board for consideration.

## **EXECUTIVE SESSION AND LUNCH**

The Board convened to Executive Session at 12:15 p.m.

The regular meeting reconvened at 1:30 p.m.

## **F. DIRECTOR OF CAPITAL PROJECTS REPORT (CONTINUED)**

### **Beach Club Marina:**

Director of Capital Projects, Forrest Huisman, explained that over the lunch break he developed some drawings to show locations for creating grassy areas for the purpose of staging and loading at the Marina.

Following a presentation of the drawings, by consensus, the Board approved moving forward with the Beach Club Marina project per Mr. Huisman's revisions.

## **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 July 2012 financial reports, a complete set of which are attached to these minutes as Exhibit "A".

Following discussion, Director Wulff made a motion and Director Lempinen seconded to approve the unaudited preliminary July 2012 financial reports as presented. Motion passed 5-0

### **Replacement Reserve Expenditure – Golf Course Damage:**

The Board was provided with a Decision Paper regarding the cost to repair the extensive damage to the Golf Course in 2012, due to the lack of natural snowfall.

Director Wulff made a motion and Director Knisley seconded to approve the expenditure of funds from Reserve Replacement in the amount of \$56,086 for the repair of the Golf Course damage. Motion passed 5-0

## **UNAPPROVED SIGNAGE IN TAHOE DONNER**

Director Wulff stated that he has concerns regarding Tahoe Donner being allowed to deviate from the "Sign Regulation Policy." He noted that if the rule applies to homeowners, it should apply to the Association as well.

Director Johns agreed that the Association should abide by the sign rules, but wasn't sure that it should apply to temporary signs, such as the blue and white sign at Snowplay in the winter.

Director Lempinen commented that the Association's "Commercial Sign Regulations" states that all commercial signs or posts within Tahoe Donner, whether temporary or permanent, must be brown and white.

Therefore, he continued, the Association should comply with this rule. Additionally, he said, all signs should go through the Architectural Standards office for approval.

Director of Operations, Miguel Sloane, pointed out that requiring the Association to have only brown and white signs will have a financial impact, as there are currently approximately \$60,000 invested in colored signs across the amenities.

Director Knisley stated that the Association's permanent signage should comply with the brown and white rule, but there should be a policy in place that allows for flexibility in color deviation for certain signs so that they can capture attention.

She indicated that signs like the Snowplay blue and white do draw attention, especially when snow covers the regular signage. She stated that an approved standard could be established for temporary or special signs.

Director of Finance and Accounting, Mike Salmon, stated that "pigeon holing" a commercial business in with the homeowner C&R's isn't a good business decision. He indicated that Tahoe Donner is a corporation that is in the business of communicating to customers; this requires effective signage.

Director Wulff responded the Association requires other businesses in the community to adhere to the rule and he doesn't feel that Tahoe Donner Association should be allowed to deviate from the rules; there is a need to be consistent in the application of Association rules.

Following further discussion, Director Wulff made a motion and Director Lempinen seconded to approve the requirement that all future Tahoe Donner signs must adhere to the Association's policy regarding color. Motion passed 3-2 (Directors Knisley & Miller No)

The Board indicated that the current colored signs for the various amenities should be phased out over time.

## EXECUTIVE SESSION REPORT

Director Lempinen reported that the Board met in Executive Session on July 28, 2012 to discuss a homeowner request for a reduction in delinquent assessment fines. The Board met in Executive Session today and discussed legal matters.

## CONSENT CALENDAR (CONTINUED)

Director of Operations, Miguel Sloane, provided the Board with the following Consent Calendar item for further consideration:

- Replacement of Lower 500 Asphalt Between Downhill Ski Lodge and Snowpeak Way – 2012 Reserve Replacement Acceleration

Mr. Sloane requested that the Board approve this item with the following revisions:

“Uphold the easement agreement with the Tahoe Donner Condo Association; pay 30% for the necessary maintenance and repairs of the Lower 500 Road.”

Following discussion, by consensus, the Board approved the Replacement of Lower 500 Asphalt Between Downhill Ski Lodge and Snowpeak Way as revised.

## ADJOURNMENT

Director Knisley made a motion and Director Lempinen seconded to adjourn the meeting at 2:45 p.m. Motion passed 5-0


Submitted by:



Bonnie Watkins, Recording Secretary

## SECRETARY'S CERTIFICATE

I, Jay Lempinen, 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 August 25, 2012, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

  
Jay Lempinen, Secretary