

ACTION ON March 18, 2016

VERIFIED Lee Ann Gray

E.A. - TDA ASSOC.

<p><b>MINUTES</b>  <b>TAHOE DONNER ASSOCIATION</b>  <b>BOARD OF DIRECTORS REGULAR MEETING</b>  <b>February 27, 2016</b>  <b>9:00 a.m.</b></p>
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A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Lodge 12850 Northwoods Blvd., Truckee, California on Saturday, February 27, 2016. 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  
Ron Wulff, Director

**Directors absent:** None

**Staff present:** Robb Etnyre, General Manager  
Mike Salmon, Director of Finance & Accounting  
Annie Rosenfeld, Director of Facilities & Risk Management  
Miguel Sloane, Director of Operations  
Forrest Huisman, Director of Capital Projects  
Lee Ann Gray Recording Secretary, Executive Assistant

**A. ACTION: APPROVAL OF MINUTES**

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

- January 22, 2016 Regular Meeting Minutes

Director Bonzon made a motion and Director Stang seconded to approve the meeting minutes as presented. Motion passed 4-0 (Director Wulff abstained due to not attending)

**B. COMMITTEE MANAGEMENT**

**Architectural Standards** – The Board was provided with the committee’s January 6<sup>th</sup> and January 27<sup>th</sup> Meeting Minutes for review. Rod Whitten reported that due to low inventory, expectations of additions by homeowners in 2016 is high.

**Covenants** – The Board was provided with the committee’s January 14<sup>th</sup> and February 11<sup>th</sup> meeting minutes. No report.

**Election** – The Board was provided with the committee’s January 21<sup>st</sup> meeting minutes. No report.

**Finance** – The Board was provided with the committee’s February 11, 2016 meeting minutes. No Report

**General Plan (GPC)** – No Report

**Equestrian Steering Committee** – No Report

**Tahoe Donner Giving Fund Committee:** - The Board was provided with the February 1<sup>st</sup> Committee meeting minutes. Dick Gander reported that the items on the consent calendar were as follows; Recommending 2 scholarships, Working with 4 wheelers on Trails and Ales in support of Boys and Girls Club. Recommending \$1 for TDGF from Concert ticket sales.

All committee reports, with the exception of GPC and Equestrian are attached to these minutes as Exhibit “B”.

### **C. ACTION: CONSENT CALENDAR**

The Board was provided with the following for consideration:

- Tahoe Donner Giving Fund Term Extensions (Gander, English)
- Covenants term extensions (McDermott, LeClerc)
- TD Senior Alpine Ski Club, Board expansion from 5 to 7 members
- Finance Committee (McShannic to Regular, Johns as Alternate)
- Architectural Standards term extensions (Leyton, Staehlin, Wooley)
- Tahoe Donner Giving Fund Resignation (Czerwinski)
- Decision Paper – Adoption of new Voting and Election Rules (Option 1 – Formally adopt the proposed new rules as published – Director Stang made a motion and Director Murrell seconded to approve Option 1. The Motion passed 5-0 )
- Memo from Election Committee: Approve Board of Director Election Procedures, Establish May 2<sup>nd</sup> as the Record date for the upcoming election
- 2016 Golf Rates
- 2016 Winter Spring Pass Rates (*Lockers for 2016/2017*)
- Decision Paper – Replacement Reserve – Van Purchase
- Decision Paper – Tahoe Donner Giving Fund (with corrections to opt-in to donation to TDGF)

Following discussion, Director Miller made a motion and Director Stang seconded to approve the Consent Calendar as presented. Motion passed: 5-0

**D. DISCUSSION: OPERATING FUND BALANCE, MEMBERSHIP EQUITY**

(Item F on Agenda)

The Board, President and Treasurer requested Director Michael Salmon report the status of the Members equity balance. The 2 years of drought were a significant drag, but Board approved, tight management cost controls, and record summer and holiday revenues resulted in a favorable result at the end of 2015. The Members Equity balance which is a type of contingency has risen above the target balance. Several options were presented and discussed for the board to consider to address during the 2017 budget process.

**E. DISCUSSION: MARINA BEACH CLUB BOAT LAUNCH AND WATERLINE CONGESTION**

(Item D on Agenda)

Steve Miller read a short statement explaining the process of the Board Meeting. These meetings are the only legal avenue under the California Davis Stirling Act where the board can collectively get together to discuss Tahoe Donner Business. For this agenda item the board president intends to follow a protocol based on the statues of that act.

1. We will first hear from staff
2. Individual Board Comments
3. Comments by members present

Robb Etnyre provided the board a presentation on this subject, which has been posted to the website as a supporting Document. Recommended guidance from board to management included:

- Direct staff to develop various options for the board to review at the March 2016 board meeting. The following is recommended guidance to consider based on membership and staff feedback:
  - Do not eliminate trailer vehicle access to the Beach Club Marina boat ramp
  - Consider additional waterline safety measures that can be immediately implemented to reduce the identified safety and non-compatible activities taking place in a highly congested area – staffing / structures – floating and stationary
  - Do not eliminate rentals
  - Do not eliminate personal watercraft access
  - Review all beach and ramp launch and recover options
  - Review current policies on Beach Club Access
  - Review personal watercraft and trailer vessel launch insurance requirements, including indemnification provisions
  - Review inside the fence and outside the fence parking configurations
  - Review options for remote parking shuttling

Following the presentation, directors and members provided comments and opinions with regard to the Beach Club Marina Waterline Safety and Boat Launch. Steve Miller obtained consensus from the other directors that none of the directors desired to close the boat launch.

Steve Miller advised that the process going forward is to give the board guidance to staff to look at the different alternatives to improve safety on the Beach Club Marina Waterline. The March Board meeting will include the Beach Club Marina as a discussion item on the agenda outlining safety recommendations. The April Board meeting will include the Beach Club Marina as an Action item with recommendations and approvals to be implemented for summer 2016.

**BREAK**  
**11:00 A.M.**

The regular meeting reconvened at 11:10 a.m.

**F. ACTION: GENERAL PLAN COMMITTEE CHARTER AND PROCESS UPDATE**

Dwight Walker, Chair of the GPC, guided the Board through the recommended New Capital Project Approval Process. A slideshow presentation of the flow chart that would be used by the GPC to advise the Board. The flowchart begins with the capital project idea generation from all sources and approval processes. Each project will come to the Board as a document and be available to membership, providing transparency which is a major priority. An Amenity Master plan will be the next process the GPC will design to work in tandem with the New Capital Process.

The General Plan Committee Charter (GPC) was unanimously approved by the GPC membership in the February meeting. The major changes include; supporting the General Manager and staff, task forces organized by project, annual meeting during the budgeting process, and looking at long range planning. The General plan as identified in the charter is composed of three things; a rolling 5 year Capital Funds Projection which will be published quarterly, and Amenity Master Plans in accordance with the Boards Strategic Plan.

Following discussion, Director Miller made a motion and Director Bonzon seconded to approve the GPC Charter and new capital project development process as presented. Motion passed: 5-0

## **G. ACTION: DIRECTOR OF FINANCE & ACCOUNTING REPORT**

Director of Finance & Accounting, Mike Salmon, provided the Board with a presentation on the Association's unaudited preliminary December 2015 and January 2016 financial report, complete sets of December and January which are attached to these minutes as Exhibit "F". He reported that the audit has gone well and the auditors will make a presentation at the next Finance meeting in March 2016.

Following discussion, Director Stang made a motion and Director Bonzon seconded to approve the December 2015 and January 2016 unaudited preliminary financials as presented. Motion passed: 5-0

All financial reports may be viewed on the Tahoe Donner Web site at: <http://www.tahoedonner.com/financials/>

## **EXECUTIVE SESSION AND LUNCH**

The Board adjourned to Executive Session at 11:40 a.m.

The Board reconvened to Open Session at 1:28 p.m.

## **EXECUTIVE SESSION REPORT:**

Director Murrell reported that the Board met in Executive Session today and approved the following:

- Ratified contract with Keeping it Klean.
- Board reviewed a letter from the Town of Truckee entitled: Tahoe Donner Trail Project, C1414 Notice of Decision to Appraise APN 45-230-06
- Provided guidance to staff to draft a board policy on delinquent accounts.

## **H. DISCUSSION: FRAUD POLICY UPDATE**

- Director of Finance & Accounting, Mike Salmon, provided a slide presentation which guided the Board through an information topic discussion on the Association's Fraud policy review. The Finance Committee is going through their standard cycle and reviewing old policies. The current Fraud Policy is 2005-3. A subgroup of the Finance committee led by Meg McShannic reviewed the policy. While the current policy is sound, the subgroup made several additional recommendations to further improve the existing policy.

The Board recommended the committee and staff proceed with drafting an updated policy.

#### **I. DISCUSSION: LAND MANAGEMENT PLAN**

Director of Facilities and Risk Management, Annie Rosenfeld provided a status update. This is the same presentation as was provided at the February 12<sup>th</sup> member workshop. The Land Management Plan is presently in draft format.

- Overview of Plan Purpose – How we manage land owned by Tahoe Donner
- Focus of Plan – Resource Management, Restoration, Mitigation measures, conservation and development
- Addresses strategies and objectives for all areas and supporting guiding documents at Tahoe Donner Association
- Project Schedule – Expect to pop into April for visual board review before official adoption. The working group has reviewed all sections except Section 6 which focuses on the Management Zones and they have provided their feedback. Dudek is finishing Section 6 and answering feedback from working group in the next couple of weeks before providing it to the board.
- Membership engagement communications for workshops are posted on all Power Point presentations and are posted on the Tahoe Donner website under the Capital Projects page, Land Management Plan project. This allows members who are interested in this know what to expect.

Markus Lang, Environmental planner and specialist of Dudek gave an overview of the Land Management Plan.

#### **J. GENERAL MANAGER'S REPORT**

Robb Etnyre, General Manager updated the Board on all Departments.

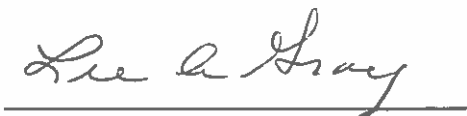
#### **K. DISCUSSION: DIGITAL BOARD ROOM**

Miah Cottrell, IT Manager provided a demonstration of new software to be used by the Board members to review board meeting documents online – going paperless.

#### **ADJOURNMENT**

By consensus the Board adjourned the meeting at 2:27p.m.

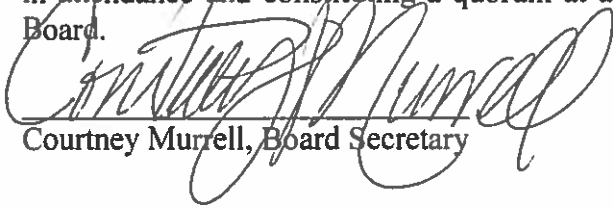
Submitted by:

  
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Lee Ann Gray, 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 February 27, 2016 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

A handwritten signature in cursive script, appearing to read "Courtney Murrell", is written over a horizontal line.

Courtney Murrell, Board Secretary