

BOARD APPROVED

MINUTES ACTION ON
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING

Bonnie Watkins
8-23-14

E.A. - TDA ASSOC.

July 19, 2014
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association and a special ballot counting meeting was held at Northwoods Clubhouse 11509 Northwoods Blvd., Truckee, California on Saturday, July 19, 2014. President Jim Stang 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:

Jim Stang, President
Tom Johns, Vice President
Steve Miller, Treasurer
Courtney Murrell, Secretary
Ron Wulff, Director

Directors absent: None

Staff present:

Robb Etnyre, General Manager
Mike Salmon, Director of Finance and Accounting
Annie Rosenfeld, Director of Facilities & Risk Management,
Forrest Huisman, Director of Capital Projects
Miguel Sloane, Director of Operations
Brinn Talbot, Director of Marketing
Bonnie Watkins, Recording Secretary-Executive Assistant

A. APPROVAL OF MINUTES

The Board received the preliminary minutes of the June 20, 2014 Special Ballot Counting meeting and the June 22, 2014 Organizational Meeting for consideration.

Director Johns made a motion and Director Miller seconded to approve June 20, 2014 Special Ballot Counting Meeting as presented. Motion passed 3-0 (Directors Murrell & Wulff Abstained)

Director Murrell made a motion and Director Miller seconded to approve the June 22, 2014 Organizational Meeting as presented. Motion passed 5-0

B. COMMITTEE MANAGEMENT

Architectural Standards – The Board was provided with the committee’s June 25, 2014 meeting minutes for review.

Covenants – The Board was provided with the committee’s June 12, 2014 Covenants Hearing Committee meeting and June 12, 2014 meeting minutes for review.

Elections – No report.

Finance – The Board was provided with the committee’s July 10, 2014, meeting report for review.

General Plan (GPC) – The Board was provided with the committee’s July 9, 2014 meeting report for review.

Construction Steering Committee – The Board was provided with the committee’s Cross Country Center & Parking Lot Development Budget Update. Director of Capital Projects, Forrest Huisman reviewed the following highlights from the report.

- The Construction Steering Committee has had two meetings since its inception, June 18 and July 17.
- At the last meeting we discussed the status of funds spent. The amount of the project budget spent thus far is 30%.
- All off site wall panels are basically complete and construction will begin on roof panels next week.
- The site itself has 175 two-foot in diameter, twelve-foot deep holes that were drilled and filled with crushed stone. This allows the site to be much more stable than it was before.
- All electrical, water, natural gas lines are being installed as well as insulation and hydronic heating.
- We are continuing to coordinate with the Town of Truckee, Nevada County, CDFW, and Lahontan during the construction process.
- Substantial completion of the project and Temporary Certificate of Occupancy is expected to be received by January 8, 2015.

C. CONSENT CALENDAR

The Board was provided with the following items for consideration:

- **Bank Signature Card**
- **Grant Ingress and Egress Easement**
- **Resolution 2014-3 Board Code of Conduct & Ethics**

- **Equestrian Steering Committee Appointment (Stubbs)**
- **GPC Resignation (Lewis)**
- **ASC Alternate Appointment (Moore)**
- **Covenants Committee Appointment (Zapponi)**

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

APPOINTMENT OF BOARD SECRETARY

Director Stang stated that Director Murrell was appointed as Board Secretary at the June 22nd Organizational Meeting, but now wishes to resign this position. He noted that he had inquired if Director Wulff would be willing to take on this position and he accepted.

Director Wulff clarified that he said he wouldn't volunteer for the position but he wouldn't oppose it either.

Following discussion, Director Johns made a motion and Director Murrell seconded to approve Director Wulff's appointment as Board Secretary. Motion passed 4-1 (Director Wulff Abstained)

APPOINTMENT OF BOARD LIAISONS

Director Johns made a motion and Director Miller seconded to approve the following Board liaison appointments:

- ASC – Director Murrell
- Covenants – Director Stang
- Finance Committee – Director Miller
- General Plan Committee – Director Johns
- Construction Steering Committee – Director Johns
- Equestrian Steering Committee – Director Miller

Motion passed 5-0

D. DONNER STATE PARK FOUNDATION

Director Johns explained that the Sierra State Parks Foundation (SSPF) is seeking sponsor donations for the new Museum at Donner Memorial State Park. Last year, he continued, Sierra State Park Foundation President, Jerry Blackwell, provided the Board with a formal presentation on the new museum and requested that Tahoe Donner consider becoming a "Presenting Sponsor" for \$2,000 or a "Donner Sponsor" for \$1,000.00. While the Board does not normally contribute donations of this kind, it was felt that this particular project should be an exception. At that time, the Board indicated that they

would offer to advertise the museum in various Tahoe Donner media venues and would consider a cash donation to the museum as a line item in the 2014 Budget process. He noted that the Sierra State Parks Foundation's Executive Director, Heidi Doyle, is in attendance today to discuss this topic again.

Director Johns stated that he feels that the SSPF is doing some important work and that the Museum at Donner Memorial State Park is a very special addition to this community, offering an excellent expansion on the history of Truckee and the Sierra Nevada. Since the museum is such a centerpiece for our community, he continued, he feels the Board should make an exception for the museum and offer a cash donation for its support.

The Board then deliberated over the pros and cons of giving a cash donation as well as in kind donations such as advertisements and articles in the Tahoe Donner News regarding various fundraising events for the museum.

It was pointed out that there are many other noteworthy organizations in the area and whether it would be prudent to set a precedent by singling out one over the others.

Further discussion took place regarding whether it would be wise to give a cash donation in light of the fact that Tahoe Donner has experienced an extreme budget shortfall with winter revenue expectations and, as a result, has been undergoing a rather detailed cost recovery program.

Following discussion, Director Johns made a motion and Director Miller seconded to approve promoting the Sierra State Park Foundation's fundraising efforts for the new Museum at Donner Memorial State Park via Instant News emails and in the Tahoe Donner News. Motion passed 5-0

LAND MANAGEMENT PLAN UPDATE

Director of Facilities & Risk Management, Annie Rosenfeld, provided the Board with an update on the development of a "Land Management Plan." Highlights from Ms. Rosenfeld's presentation follow:

- At the last Board meeting the Board was briefed on the general structure of a Land Management Plan. Going forward the Board will receive an update each month on the progress of the development of a Request for Proposal.
- A working group is being put together to assist in developing the Land Management Plan. A workshop meeting was held on July 18 to get organized and discuss who will be participating in the working group. Thus far the following members have volunteered to be in the group:
 - Michael Bledsoe
 - Nan Carnal

- Dieter Krewedl
- Dick Gander
- The group discussed the recruitment of other members for the group, in particular someone with wetland experience.
- The group also discussed assignments for the next few weeks as well as the meeting schedule going forward. Also discussed was the purpose of the plan, goals and objectives, and priority areas.
- Once the working group is firmly established with some progress on the plan, member input will be solicited when appropriate.
- Members will be provided with maps that outline the area that Tahoe Donner encompasses and well as neighboring properties. Another task for the group is to identify the key questions we want the plan to answer.
- The next two meeting dates for the group are August 8th and 20th.

E. STRATEGIC PLANNING GUIDANCE 2015 BUDGET

The Board was provided with a copy of a 2015 Board of Director Strategic Planning & Guidance document for review.

Director of Finance and Accounting, Mike Salmon, stated that his desire today is to generate discussion and to obtain Board guidance regarding the 2015 Strategic Plan Goals as they relate to the Budget process, with action to be taken at the August 23rd Board meeting. He then provided the Board with a PowerPoint presentation that included a review of its Mission, Vision, and Strategic Goals. A copy of Mr. Salmon's PowerPoint presentation is attached to these minutes as Exhibit "A".

BREAK
(10:40 A.M.)

Director Murrell left the meeting at 10:40 a.m.

The Board reconvened to open session at 10:50 A.M.

Director Stang stated that he would like to move to item "G" on the agenda.

G. TRAILS MASTER PLAN

Director of Capital Projects Forrest Huisman explained that the Association has a Trails Master Plan that was prepared by Alta Transportation Consultants and was approved by the Board last year. Staff received approval from the Board to proceed with Phase I of the plan, and today the Board will receive an update on the progress, current status, and recommended approach moving forward for the 5-Year Implementation Plan.

Mr. Huisman turned the meeting over to Planning Consultant Gavin Ball who provided the Board with a summary update of the Trails 5-Year Implementation Plan.

Mr. Ball explained that this summary is intended to outline an evolved approach to the plan for the purpose of gaining clarity, direction and support in moving forward with this effort. It also represents a report of the tasks and deliverables for the Phase I scope of work and outlines the future steps for the next phase of this project. Mr. Ball noted that The Tahoe Donner Trails Master Plan (Master Plan) prepared for the Association by Alta Transportation Consultants was and is the guiding force in analyzing and prioritizing needs and opportunities for the trail system.

A copy of Mr. Ball's report is attached to these minutes as "Exhibit B". A copy of the Trails Master Plan may be viewed on the Association's Web site at <http://www.tahoedonner.com/trails/>.

F. 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 June 2014 financial reports, a complete set of which are attached to these minutes as Exhibit "C".

Following discussion, Director Wulff made a motion and Director Johns seconded to approve the unaudited preliminary June 2014 financial reports as presented. Motion passed 4-0 (Director Murrell Absent)

GENERAL MANAGER'S REPORT

General Manager Robb Etnyre reported the following:

Equestrian:

- The Equestrian Steering Committee has met once to review the Equestrian Campus, with the next meeting being held on July 22nd to discuss campus modification options, address budget constraints, wetland setback requirements, and hay barn alternatives. Equestrian Steering Committee and staff feedback on proposed options and as well as Equestrian financials should be ready for the August 23rd Board meeting.

Facilities:

- Director of Facilities & Risk Management, Annie Rosenfeld, reported that we currently have several Beaver Deceivers located on Skislope and Alder Creek Road that work successfully to mitigate flooding issues created by beaver dams. In the last few weeks, however, the beavers built massively, causing flooding on the trails, in particular the Nature Loop Trail. Ms. Rosenfeld stated that Staff is currently working with the Sierra Wildlife Coalition to solve the problem.

Covenants:

- The Covenants Committee has placed a rule amendment on the August agenda for board consideration. The recommendation from the committee: Move the end

date of the burning season from December 31 to March 1 to allow for continued burning through wet period.

Marketing:

- **Summer Concert** – Super Diamond Summer Concert results: 2,504 tickets sold, with a Net Operating Result of \$28,516. The Marketing Department is already working on booking a new concert act for Friday, July 3, 2015.

Pizza on the Hill:

- Pizza on the Hill is now open 7 days a week through Labor Day. The Flash Revenue Report for this operation July to date is 13% ahead of budget and 27% ahead of last year. Pizza on the Hill continues to receive excellent comment card reviews regarding the excellent wait staff as well as food quality and variety this summer.

Golf Course:

- Year-to-date net operating results for consolidated Golf/Golf Maintenance was a loss of (\$258,738), which is better than budget by \$164,689. Flash Report July rounds are slightly behind budget as we see a slight post July 4th lull. July Flash Report indicates month-to-date revenue slightly behind budget by (\$10,000). The Driving Range will be closed July 19 & 20 for Waterpalooza.

Beach Club Marina:

- The Beach Club Marina cocktail service has been very successful. Year-to-date net operating results for this operation is over \$18,000 ahead of budget. July Flash Report revenue indicates approximately \$22,000 ahead of budget. There were over 634 riders of the Tahoe Donner shuttle bus from the high school to the Beach Club Marina on the 4th of July.

Summer Food & Beverage:

- Summer F&B (The Lodge Lunch Service, Trout Creek Pool - Marco Polo Grill, and T-9 Grill): Year-to-date net operating results \$7,326 or 22% ahead of budget. July Flash Report revenue indicates \$6,500 ahead of budget.

EXECUTIVE SESSION AND LUNCH

The Board convened to Executive Session at 11:50 a.m.

The Board reconvened to an Appeal Hearing at 12:30 p.m.

The Board reconvened to Executive Session at 12:40 p.m.

The Board reconvened to Open Session at 1:00 p.m.

Director Murrell rejoined the meeting at 1:00 p.m.

H. TAHOE DONNER CROSS COUNTRY WAYFING SIGNAGE

Director of Marketing, Brinn Talbot, provided the Board with suggestions for consideration in naming the new facility for the Cross Country Center, Equestrian and Bikeworks.

Following discussion, by consensus, the Board selected three preferred name options for the new Cross Country Center and approved obtaining additional membership input prior to a final vote by the Board at the August 23, 2014 Board meeting.

FUTURE BOARD MEETING AGENDA ITEMS

The Board placed the following items on the August 23, 2014 Board meeting agenda.

- Equestrian Financials & Campus
- New Nordic Center Sign
- Quarterly Financial Update
- Strategic Plan Guidance Budget 2015
- Snow Making at the Downhill Ski Area
- GPC 2030 General Plan Update
- Election Committee Post Election Recommendations
- Architectural Standards Rule Revision
- Strategic Plan & Goals Update

EXECUTIVE SESSION REPORT

Director Wulff reported that the Board met in Executive Session today and discussed legal and personnel matters.

ADJOURNMENT

Director Johns made a motion and Director Murrell seconded to adjourn the meeting at 1:30 p.m. Motion passed 5-0

Submitted by:


Bonnie Watkins, Recording Secretary

SECRETARY'S CERTIFICATE

I, Ron Wulff, 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 19, 2014, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.


Ron Wulff, Secretary