

**BOARD APPROVED**

ACTION ON

*Jan 24, 2015*  
*[Signature]*

VERIFIED

**MINUTES**  
**TAHOE DONNER ASSOCIATION**  
**BOARD OF DIRECTORS REGULAR MEETING** E.A. - TDA ASSOC.  
**November 22, 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, November 22, 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  
Ron Wulff, Secretary

**Directors absent:** Courtney Murrell, Director

**Via Conference:** Director Miller, Treasurer

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

**A. ACTION: APPROVAL OF MINUTES**

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

- October 25, 2014 Regular Meeting Minutes

Director Wulff made a motion and Director Stang seconded to approve the meeting minutes as presented. Motion carried.

**B. COMMITTEE MANAGEMENT**

**Architectural Standards** – The Board was provided with the committee’s October 8, 2014 meeting minutes for review.

**Covenants** – No report.

**Election** – No report.

**Finance** – The Board was provided with the committee's November 13, 2014 meeting report for review.

**General Plan (GPC)** – The Board was provided with the committee's November 3, 2014 meeting report for review. GPC Co-Chair John Stubbs reviewed the following highlights of the report:

- By consensus, the committee approved recommending that the Board approve funding for conceptual planning and cost estimates for Phase 1 expansion and remodel of Trout Creek Recreation Center.
- By consensus the committee approved that Staff move forward with a sun path analysis for feasibility and rebate potential of solar PV installation at Alder Creek Adventure Center, Trout Creek Recreation Center, Northwoods Clubhouse, and Tennis Center.
- Golf Course Superintendent, Kevin Kuehne, reported on negative impacts to the Golf Course, due to water restrictions by the PUD. The GPC would like Staff to develop contingency plans for short and long-range solutions for Golf Course watering.
- Alder Creek Adventure Center Manager, Sally Jones reported that there is a need to consider a new location for the Euer Valley Cookhouse and Restroom by 2017. The GPC subgroup will work with Ms. Jones to develop a survey of cross country users who require cookhouse services, in order to develop options for the relocation of facilities.

**Construction Steering Committee** - The Board was provided with the committee's November 12, 2014 meeting report for review.

**Equestrian Steering Committee** - The Board was provided with the committee's October 29, 2014 meeting report for review.

**Land Management Plan Working Group Update** – No report.

### **C. CONSENT CALENDAR**

The Board was provided with the following items for consideration:

- Election Committee Resignation (Sorensen)
- Election Committee Resignation (Dundas)
- Election Committee Appointment (Rohrback)
- Election Committee Appointment (Snyder)
- ASC Appointment (Moore)
- Room Rental Rates

- Rate Changes
- Ford One Ton Sand Plow Pickup 55 (Reserve Replacement)
- Corporate Resolution 2014-6 Investment Broker (Sterne, Agee & Leach, Inc.)
- Snowplay Food Trailer

Director Wulff pulled the “Snowplay Food Trailer” for discussion.

Director Johns made a motion and Director Wulff seconded to approve all other Consent Calendar as presented. Motion carried.

Discussion continued over the pros and cons of the purchase of the Snowplay Food Trailer, with each Director weighing in on their thoughts and opinions.

Following discussion, Director Johns made a motion and Director Miller seconded to approve the purchase of a food trailer not to exceed \$40,000 from the 2014 New Machinery & Equipment Fund; this trailer to be equipped at a moderate level so that a simple menu can be prepared. (If we see success and demand, more items and equipment can be added.) Motion carried.

#### **D. EQUESTRIAN CENTER CAMPUS**

Director of Capital Projects Forrest Huisman provided the Board with a PowerPoint presentation on the proposed new Equestrian Center Campus. The presentation is attached to these minutes as Exhibit “A”. Highlights follow:

- Lahontan Water Quality Board asked that we move the Equestrian Center Operations up and away from the adjacent wetland areas. Subsequently, the Board directed the Equestrian Steering Committee to establish a master plan for operations starting in 2015.
- When the campus is complete, there needs to be concise definitions to minimize congestion between mountain biking, hiking and equestrian users. By installing perimeter fencing, control points and way-finding signage, we should be able to sufficiently control this.
- Starting at the Parking area there will be way-finding signage directing guests into the Equestrian area or the Aspen Grove trailhead. As guests approach the gate leading into the campus they will see a perimeter fence and more signage directing them into the Equestrian campus on the right or the Aspen Grove trailhead on the left. Staying with this new trail alignment we will maintain access out to the Aspen Grove. After passing through the gate, past the Dude pen area, there will be additional way-finding signage to direct guests to boarding or trail rides. ADA Restrooms will be located near the entrance with a gap in the fence so that hikers and mountain bikers will also have access..

- Although not shown on the plan, there will be an Employee Break Area located in the same area as in 2014, which will consist of picnic tables in the shade.
- The green numbers and letters on the map indicate types of trees and their diameter. The wash Rack was relocated to avoid the trees but the location of the paddocks will need to be fine-tuned later with a focus towards saving trees. The Turn Out pen has a 5' separation from the Mares Pen. Wooden Hitching posts are suggested for the ½ way point of the Trailer Turn Around.
- Director of Operations Miguel reviewed the courtyard area, the paddocks, tack sheds, Mare pens with minimal changes made. A Paddock and 2 tack sheds were eliminated. The caretaker trailer was moved closer to the water and the wash rack was also moved. Considerations are being made to use Decomposed Granite on roadways and walkways to minimize dust, although wood chips will be used if Decomposed Granite exceeds the initial budget.
- Tack Sheds will be built on skids so they can be moved as necessary. Hitching posts will be designed for maximum efficiency, and be mounted in concrete for stability.
- We would like to hold a Town Hall Meeting in early December or early January, simultaneously with Agency review for timeliness and efficiency. The purpose would be to share processes and due diligence. The Agencies would assess for additional comments that the Board and Steering Committee could review. If all goes well, we could start construction of Tack sheds and fencing before grading starts. The trees should also be removed before April 15th for schedule efficiencies.

Following the presentation, Mr. Huisman fielded questions from the Board and members present.

Following discussion, Director John's made a motion and Director Miller seconded to approve version 7.1, dated November 14, 2014, including details described in ESC Meeting Minutes from meeting #7, and to move forward with initial Agency review and a TDA Town Hall Meeting during the next two months, and prepare for preliminary pricing by a General Contractor for further Board review and approval in early 2015. Motion carried.

### **DECEMBER 20 BOARD MEETING**

The Board discussed canceling the December 20<sup>th</sup> Board meeting. Director Stang stated that, in its place, he would like to call a Special Board/Town Hall meeting for the purpose of discussing the pros and cons of Tahoe Donner taking political positions such as lobbying, advocating, and endorsing candidates.

Following discussion, Director Johns made a motion and Director Miller seconded to approve cancelling the December 20th Board meeting. Motion carried.

By consensus, the Board agreed to hold a Special Board/Town Hall Meeting in December, date to be determined.

**E. POLICY RESOLUTION 2014-5 CHARTERED CLUB POT LUCK & THE LODGE BANQUET & EVENTS**

The Board was provided with a Policy Resolution 2014-5 for consideration.

Director of Food & Beverage Mike Peters reviewed the policy with the Board, noting that he had met with members of the Tahoe Donner Clubs and obtained their input on the draft policy. The main item of discussion was that of how far in advance venues could be reserved for an event. In response to this, he adjusted some of the reservation times. With most of the amenity venues, there wasn't a scheduling conflict, but there was a bit of a problem with The Lodge. Due to the potential of last minute Banquet & Event bookings by members and the public, we didn't want to extend the booking time too far in advance. The solution, which was actually suggested by the clubs, was to extend the time, but if the date sells, the club potluck event would be moved to a different venue. However, if the space hasn't sold two weeks prior to the club event, it will be guaranteed for the club event. Mr. Peters noted that he feels that this is a comprehensive policy that outlines reasonable criteria for facilitating club events and recognizes the value of our chartered clubs.

Following discussion, Director Johns made a motion and Director Miller seconded to approve the Policy Resolution 2014-6 Chartered Club Potluck & The Lodge Banquet & Events Policy as presented. Motion carried.

**Break  
10:35 a.m.**

The regular meeting reconvened at 10:40 a.m.

**F. DIRECTOR OF FINANCE & ACCOUNTING REPORT**

Director of Finance and Accounting, Mike Salmon, provided the Board with a presentation on the Association's unaudited preliminary October, 2014 financial report, a complete set of which are attached to these minutes as Exhibit "B".

Following discussion: Director Wulff made a motion and Director Stang seconded to approve the October 2014 unaudited preliminary financials as presented. Motion passed.

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

## **G. 2015 COMMITTEE ROSTER**

The Board reviewed proposed committee appointments for 2015 in anticipation of acting upon them at the next regular Board meeting.

## **H. STRATEGIC PLAN & GOALS UPDATE**

General Manager Robb Etnyre indicated that the purpose of his presentation is to continue the process of updating the Association's Strategic Plan. He reviewed the Association's Vision & Mission Statements, Tahoe Donner Authority Levels, and Strategic Plan Goals. The Board spent considerable time reviewing, editing, and defining the nine goals in the Strategic Plan. Following the review of the Strategic Plan Goals, Mr. Etnyre indicated that, with this broad guidance from the Board, he will continue to work with Staff to refine the goals. Once the goals are fully defined, he continued, Staff will develop a detailed plan to achieve the established goals, including measures to track and report on goal progress.

## **GENERAL MANAGER'S REPORT**

In addition to routine updates of association business matters, General Manager Robb Etnyre reported the following:

- Mr. Etnyre noted that, with regard to his recent article in the November edition of the Tahoe Donner News where he expressed support for certain candidates running for the Tahoe Forrest Hospital Board which best represented Tahoe Donner's business interest, Tahoe Donner is a 501(c) 4 Non-Profit organization, which means Tahoe Donner can legally engage in political activities and lobbying in accordance with rules governing these activities. Additionally, the article was fully briefed to the Board in October prior to going to press.

## **EXECUTIVE SESSION AND LUNCH**

The Board adjourned to Executive Session at Noon.

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

The Board reconvened to Open Session at 1:30 p.m.

**EXECUTIVE SESSION REPORT:**

Director Wulff reported that the Board discussed and approved the following in Executive Session today:

- Audit and tax services contract with Gilbert Associates.
- Change in Employee Health Insurance cost share split of 75% Employer / 25% Employee.
- Employee Loss Recovery Plan Accrual for employee furloughs amounting to \$85,000.
- Authorization to purchase two small parcels in the Bucknam Tract.

**FUTURE BOARD MEETING AGENAD ITEMS**

The Board placed the following items on the January 24, 2015 Board Meeting Agenda:

- General Plan Version Six
- Strategic Plan

**ADJOURNMENT**

Director Johns made a motion and Director Stang seconded to adjourn the meeting at 1:15 p.m. Motion carried.

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 November 22, 2014, as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

  
 Ron Wulff, Board Secretary