

AGENDA
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

December 16, 2017
Northwoods Clubhouse
9:00 a.m.

To enhance the quality of information and scheduling, this timed Agenda is prepared one week in advance of the meeting, and the Board reserves the right to adjust this schedule during the meeting by adding, deleting, and/or moving matters as required and as permitted by law. Association Board of Director's meetings are open to members, but not the general public.

***This meeting is being recorded. ***



Please silence your cell phone.

OPEN SESSION

SECTION

- I. 9:00 a.m. Call to Order / Call for Quorum**
(Jeff Connors, Board of Directors President)

Opening Procedures:

- Pledge of Allegiance

- II. 9:01 a.m. Action: Approval of Minutes** **A**
(Jennifer Jennings, Board of Directors Secretary)

- November 18, 2017 Regular Meeting Minutes

- III. 9:03 a.m. Executive Session Report** **B**
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors will give an Executive Session Report from the regular Board Meeting on November 18, 2017.

IV. 9:05 a.m. Member & Director Comments

Property owners' comments are welcomed at this time for matters NOT ON THE AGENDA and are LIMITED TO THREE MINUTES. However, members may submit additional comments by email to the Board at board@tahoedonner.com. The Board president will recognize members to comment on agenda items as they occur. Members are requested to identify themselves and to include Unit and Lot Number or Tahoe Donner address. Directors and Staff are limited by law to brief responses and clarifying questions to matters not on the agenda. Directors may request Staff to report back to the Board concerning such matters and place the matter on a future Board agenda.

Board meetings are defined by the Davis-Stirling Act as a gathering of a majority of directors at the same time and place to "hear, discuss, or deliberate upon any item of business that is within the authority of the Board." (Civ. Code §4090.) A Board meeting is a meeting of the corporation's Board of Directors to conduct business of the corporation.

V. 9:20 a.m. Discussion: Social Media Update and Tahoe Donner Association's Response C
(Christina Schwartz, Director of Marketing & Member Relations)

A brief high level summary will be provided of issues and topics that impact Tahoe Donner currently being discussed on various social media platforms and list what actions Tahoe Donner has taken in response.

OPEN SESSION

VI. 9:30 a.m. Committee Management D

1. Discussion: Committee Task Reports
(Committee Chairs)

- The Board of Directors will be provided with each committee's monthly task report.
 - Architectural Standards Committee – Rod Whitten, Chair
 - Covenants Committee – Fred Zapponi, Chair
 - Elections Committee – Bette Rohrback, Chair
 - Finance Committee – Art King, Chair
 - General Plan Committee – Michael Sullivan, Chair
 - Tahoe Donner Giving Fund Committee – Richard Gander, Chair

2. Discussion/Action: Resolution 2008-2 Committee Policy
(Board of Directors)

- The Board of Directors will review committee initial appointments or reappointments, along with the committee's recommendation with regard

to such requests, in anticipation of acting upon them. The committee's will also present their goals for 2018 for review.

3. Discussion/Action: Special Task Force Reports

(Task Force Chairs)

- ASO/ASC Task Force – Charles Wu
 - Approval of ASO/ASC Task Force Charter
- Equestrian Blue-Ribbon Panel Task Force – Nan Meek
- Short-Term Rental/Amenity Access Task Force – Laura Lindgren
 - The Board of Directors will be provided with the Short-Term Rental/Amenity Access Task Force progress to date and ask the Board of Directors to approve their updated recommendations. This follows the direction given by the Board of Directors to the task force at the regular board meeting on November 18, 2017, in which there were disparities between the thinking of the task force and the full task force.

4. Action: Revisions to the Election Committee Charter

(Jeff Connors, Board President)

- Board President, Jeff Connors, will discuss and ask for Board approval on desired changes to the Elections Committee Charter.

5. Discussion/Action: Review of the Tahoe Donner Board of Directors

Election Fair Campaign Guidelines

(Elections Committee)

- The Board of Directors will review and consider approving the revised Tahoe Donner Board of Directors Election Fair Campaign Guidelines based upon Board input at the November 18, 2017 regular board meeting.

VII. 10:30 a.m. Discussion/Action: Architectural Standards 2018 Fee Schedule E
(Rod Whitten, Chair of the Architectural Standards Committee)

The Board of Directors will be presented with a decision paper to review and consider approving the Architectural Standards 2018 Fee Schedule for 45-day member comment.

VIII. 10:50 a.m. Discussion/Action: North American Ski Training Center and Climbing School Contract F
(Board of Directors)

The Board of Directors, pursuant to the direction given at the November 18, 2017 regular board meeting, will review and consider approving the planned backcountry service offerings and programs for members with the North American Ski Training Center and Climbing School (NASTC).

- IX. 11:10 a.m. BREAK**
- X. 11:20 a.m. Discussion/Action: Human Resources Committee Charter** **G**
 (Jennifer Jennings, Board of Directors Secretary)
- The Board of Directors will review and consider approving the charter for the Human Resources Committee. The formation of the Human Resources Committee was approved at the regular board meeting on November 18, 2017.
- XI. 11:35 a.m. Discussion: Review of Potential Lawyers Under Consideration to Submit Previously Approved Request for Proposal** **H**
 (Jennifer Jennings, Board of Directors Secretary)
- The Board of Directors will review and consider approving a list of law firms that would receive the request for proposals for legal services. The Board of Directors will also decide on the review process for the proposals. The Board of Directors approved the requests for proposals at the regular board meeting on November 18, 2017.
- XII. 11:50 a.m. Discussion: Controlled Burns in Tahoe Donner** **I**
 (Board of Directors)
- Based on Board direction at the November 18, 2017 board meeting for association forestry department not to conduct controlled burns of green waste debris, the Board of Directors will review a cost analysis on alternative options to remove piles of debris rather than burn them, along with the potential cost of hiring a “professional” to lite and monitor the burn piles on Tahoe Donner Association property.
- XIII. 12:10 p.m. Discussion: Governing Documents Update** **J**
 (Robb Etnyre, General Manager)
- The Board of Directors will be briefed on proposed changes to the Tahoe Donner Association Governing Documents, as a part of the project update, along with a draft timeline to meet the Board goal of obtaining final documents by March 2018 and member approval by June 2018. The Board of Directors and members in attendance will be asked for their feedback on these documents.
- XIV. 1:00 p.m. WORKING LUNCH WITH THE MEMBERSHIP**
- All members are invited to join the Board of Directors for a working lunch provided by Pizza on the Hill.

OPEN SESSION

- XV. 1:20 p.m. Discussion: Review of the Downhill Ski Area Snowbird Chair Replacement** **K**
(Forrest Huisman, Director of Capital Projects)
- The Board of Directors will review and discuss the replacement of the Snowbird Chair lift at the Downhill Ski Area.
- XVI. 1:45 p.m. Discussion/Action: Association Key Performance Indicators Update** **L**
(Tahoe Donner Association Senior Management)
- The Board of Directors will be provided with the key performance indicators from the previous month, including an update on the current covenants rules enforcement and member communication
- The Board of Directors will also review and consider approving the 2017 unaudited October financials.
- XVII. 2:05 p.m. Action: New Year's Fireworks Display at Downhill Ski Area** **M**
(Robb Etnyre, General Manager)
- The Board of Directors will be presented with a decision paper to consider approving the General Manager to contract for and conduct a firework show on New Year's Eve at the Downhill Ski Area similar to the one conducted in 2016.
- XVIII. 2:25 p.m. Discussion: Renewable Energy Policy Statement** **N**
(Deirdre Henderson, 100% Renewable Truckee Citizen Coalition)
- The Board of Directors will discuss making an official policy statement on committing to the use of 100% renewable energy.
- XIX. 2:55 p.m. Discussion/Action: Approval of Sponsorship of Marc Engel** **O**
(Christina Schwartz, Director of Marketing & Member Relations)
- The Board of Directors will discuss and consider approving sponsorship of Marc Engel, an Olympic Downhill Skier – Pyeongchang, South Korea 2018 – who first learned to ski at Tahoe Donner. (<https://usskiteam.com/athletes/mark-engel>)
- XX. 3:15 p.m. Action: Appointment of Independent Auditors for 2017 Audit** **P**
(Mike Salmon, Director of Finance & Accounting)
- The Board of Directors will review and consider approving of the Finance Committee's recommendation to appoint Gilbert Associates as the service provider for the 2017 financial statement audit and tax return preparation.
- XXI. 3:25 p.m. Action: Approve Addition of Banking Institution for Tahoe Donner Association** **Q**
(Michael Salmon, Director of Finance & Accounting)

The Board of Directors will be provided with a decision paper to approve the addition of a new banking institution for the Tahoe Donner Association.

- XXII. 3:35 p.m. Action: Approve Revised Resolution 2012-5, New Machinery & Equipment Fund** **R**
(Art King, Chair of the Finance Committee)

The Finance Committee, at the direction of the Board of Directors and in accordance with the Association's commitment to review and update resolutions every five years, has reviewed the Association's Resolution 2012-5, New Machinery and Equipment Fund Policy, and is providing a final draft of the revised and updated resolution, Resolution 2017-4, New Equipment Fund Policy, for Board review and approval.

- XXIII. 3:45 p.m. BREAK**

EXECUTIVE SESSION

- XXIV. 4:00 p.m. Executive Session**

The Board is allowed to meet in "executive session" to discuss certain topics. (Civil Code §4935).

The Board of Directors plans to meet in Executive session to discuss the following:

- Litigation
 - Update on existing claims, and other legal matters
- Personnel matters

- XXV. 5:00 p.m. Adjournment**

The next regularly scheduled Board of Directors meeting will take place on **Saturday, January 27, 2017** in the Mezzanine Room at the Northwoods Clubhouse.

Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – December 6, 2017 at 9:00 a.m. (Northwoods Clubhouse)
- Covenants Committee – December 14, 2017 at 3:00 p.m. (Northwoods Clubhouse)

- Elections Committee – No further meetings have been scheduled at this time. (Northwoods Clubhouse)
- Finance Committee – December 14, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- General Plan Committee – December 4, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Tahoe Donner Giving Fund Committee – December 5, 2017 at 3:00 p.m. (Northwoods Clubhouse)

Tahoe Donner Task Force Meeting Schedule

- ASO/ASC Task Force – December 2, 2017 at 2:00 p.m. (Northwoods Clubhouse)
- Equestrian Blue-Ribbon Panel Task Force – December 3, 2017 at 12:00 p.m. (Northwoods Clubhouse)
- Short-Term Rental/Amenity Access Task Force – No further meetings have been scheduled at this time.

As provided for in Civil Code §4920 – Notice of Board Meetings This agenda was posted at least four days prior to the meeting.

Look for board meeting details and supporting documents online at:

<http://www.tahoedonner.com/board/>

Enroll in our electronic communication’s email opt-in program to receive official communications via email. <http://www.tahoedonner.com/update-your-profile/opt-in-to-go-paperless/>

Megan Rodman

Megan Rodman, Executive Assistant

December 6, 2017

Date