

## BLUE RIBBON EQUESTRIAN PANEL

Meeting Minutes

Friday, November 13, 2017

Northwoods Mezzanine, 3:00 pm

### CALL TO ORDER

Meeting was called to order by Jeff Connors at 3:00 pm

### ATTENDANCE

<b>Members</b>	<b>Attended</b>	<b>Not</b>
Karen Aaron	present	
Sue Anderson	phone	
Jim Beckmeyer	present	
Joe Bono	phone	
Nancy Carnal	present	
Tim & Sue Crum	present	
Lorna Dobrovolny	phone	
Karen Dodd	present	
Pam Frank		absent
Kamy Goldfarb	phone	
Judy Herminghaus	present	
Art King	present	
Nan Meek	present	
Molly O'Dell		absent
Jim Stang	present	
Susan Terrell	present	
Mary Werschky	phone	
<b>Liaison to Board</b>		
Jeff Connors	present	
<b>Staff</b>		
Robb Etnyre	present	
Krystal Rae Mecham	present	
Megan Rodman	present	
Michael Salmon	present	
Miguel Sloane	present	
<b>Guests</b>		
John Dundas/Finance Com.	present	
Dave Hunter/Finance Com.	present	

### INTRODUCTION OF PARTICIPANTS

Each person in attendance, in person and on the phone, introduced themselves and provided a short statement of their background and goals.

### **REVIEW OF BOARD-APPROVED CHARTER**

Board President and Committee Liaison Jeff Connors reviewed the charter (attached). He emphasized that this is a temporary committee convened specifically for the purposes described in the charter, and that this is about making the amenity better, not closing it.

### **REVIEW OF CURRENT AND HISTORICAL FINANCES**

Director of Finance Mike Salmon reviewed equestrian financials from 2008-2017 (2017 = Forecast 2: actuals Jan-Sept and budget Oct-Dec), revenue mix, and 15-year profit and loss details.

### **OVERVIEW OF KEY CURRENT AND HISTORICAL OPERATIONAL METRICS**

Director of Operations Miguel Sloane presented this overview, which resulted in a lively discussion with many questions asked and answered about the history of equestrian operations at Tahoe Donner.

### **ELECTION**

Discussion of the committee responsibilities for Chair, Vice Chair and Secretary resulted in the following members being elected by acclamation: Chair, Nan Meek; Vice Chair, Karen Aaron; Secretary, Susan Terrell.

### **NEXT STEPS**

Following discussion of proposed next steps and meeting schedule, the next meeting was set for Wednesday, November 15, at 6:00 pm, as a combined conference call and in-person meeting hosted at the Northwoods Clubhouse Mezzanine, to enable the committee to begin work quickly and to facilitate committee members' work schedules. This meeting will be a brainstorming session that provides an opportunity for all committee members to contribute their ideas, and from which specific assignments will be developed for all committee members.

### **NEXT MEETING**

Wednesday, November 15, at 6:00 pm, Northwoods Clubhouse Mezzanine and conference call.

### **ATTACHMENTS**

Tahoe Donner Association Blue Ribbon Equestrian Panel

## **Tahoe Donner Association**

### **Blue Ribbon Equestrian Panel**

#### **Operating As a Temporary, Special Purpose, Standing Committee of the Board**

Pursuant to the powers invested in the Board of Directors (Board) by the articles of Incorporation, the First Restated Bylaws of Tahoe Donner Association (“Association”) the Board hereby establishes as a temporary, special purpose committee, the Blue Ribbon Equestrian Panel. This is a member driven committee which requires compliance within the Tahoe Donner Bylaws and other ruling documents and Association guidelines and is a special purpose, independent, temporary Committee with a charter applicable to its Mission which is to:

1. Independently review all of the operating processes and procedures of the originally chartered Equestrian Amenity and to make recommendations to the Association Board of Directors after careful and thorough analysis including market review of competitive institutions
2. To seek avenues that will increase the level of revenue generated while keeping members as a first priority
3. To encourage greater participation in and appreciation for the Equestrian Amenity
4. To, if possible and feasible from a service quality perspective, explore avenues to reduce expenses by exploring alternative business models
5. To be well on the path to achieving a Net Operating Result(NOR) by the end of 2018 of at least \$0 and hopefully stronger

#### **AUTHORITY**

The committee is established under the provisions of:

- Para (5)c, Section VII, Restated Bylaws of Tahoe Donner Association

- Section 1 and Section 2, Restated Bylaws of Tahoe Donner Association
- Article VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association
- Resolution 2008-2, Committee Policy, Tahoe Donner Association Board of Directors

The committee shall have no annual agenda of issues other than their original purpose unless further updated by the Board at each years January regular Board

## **MEMBERSHIP AND CHAIRPERSON**

### **Organization**

- The Committee shall elect from its membership, the Committee Chair and if warranted by the members of the Committee, the Vice Chair who will serve until the Committee is disbanded or another major project within the Equestrian or another Amenity is needed. If no other Committee member is then willing to assume the duties of the Chair, the incumbent Chair may be reappointed.
- The Chairman of the Finance Committee and or his/her delegate may at their discretion, be member(s) of the Committee and where necessary provide financial guidance and expertise.
- The Committee shall consist of up to 15 regular voting members and up to four non-voting alternate members who are encouraged to attend and may vote if an insufficient number of voting members are not present to constitute a quorum.
- There shall be at least one non- voting Board Liaison to the sub Committee that is chosen by the Board to attend Committee meetings and whose primary purpose shall be to facilitate meetings between the Board and the Committee as well as provide overall direction where necessary. The Board member is a non-voting participant of the Committee.
- In support of the Committee's work for the Board, the General Manager and/or other staff members (as appropriate and as chosen by the General Manager) will attend all or

part of most committee meetings and the Committee shall always be respectful of the limited time and other responsibilities of staff. Other staff participation shall be at the discretion of the Committee in conjunction with the input of the General Manager.

- Any member of the Association in good standing, who has a positive interest in contributing to the welfare of the Association, who is prepared to contribute the necessary time and who does not present a conflict of interest is eligible to apply for appointment as a member of the Committee. Directors and their immediate families are ineligible for appointment. Co-owners of property and immediate family members shall be ineligible to serve simultaneously on the Committee. The Board shall make all appointments to the Committee.
- The Chairperson of this committee shall submit all prospective new Committee members wishing to be appointed or if necessary reappointed, to the Executive Secretary stating their interest and brief qualification; all such requests shall be forwarded to the Board by the Executive Secretary and apined upon at the next available monthly meeting. Initial application shall include information as to what the candidate brings to the relevant Committee.

## **REPORTING REQUIREMENTS**

- The group will elect an independent Chair and Vice Chair to shepherd this temporary committee and will meet regularly as outlined by the Chair and agreed to by its members. The committee may meet by a variety of communication vehicles as agreed upon by the Panel.
- The Chair of the Committee will, at the Boards regular meeting update the Board on its progress as all standing committees do each month.

## **COMMITTEE SUPPORT**

The Chair of the Committee will direct requests for statistical data or any other types of information needed for the work of the Committee to the staff liaison assigned by the General Manager and where applicable the Chairs of existing standing committees..

#### **AMENDMENTS TO AND TERM OF CHARTER**

This Committee charter shall remain in effect as presented herein until such time as it amended or revoked by the Board or until such time the Board deems the project completed.

#### **COMMITTEE ADMINISTRATION MEETINGS**

All meeting may be held in person and or through modern communications as agreed by the committee overall.

#### **QUORUM REQUIREMENTS**

A quorum shall consist of at least 60 percent of the members being able to vote.

#### **Members of the Committee**

Attached is a listing of all of the initial members of the Committee along with their purpose for joining and interest in the committee and the direct role if any they will be involved in. All Members are expected to provide a helpful and representative balance on the various thoughts that might surface as the broad objective is for this Committee to not only be a Blue Ribbon Panel but representative of the thinking and goals of the membership. As a result the Chairperson will look to form a balanced panel by the beginning of November 2017 with work progressing at the committees desired pace. It is the Boards hope that by the end of the first quarter 2018 or the beginning of the second quarter the panel will have developed a set of recommendations for the Board to apine on and management to execute on that will enable the successful attainment of its Mission.

Finally it is the Boards overall guidance to this Blue Ribbon Panel that the potential recommendations will be member driven and should not to be restrained by historical obstacles and include the full gamut of thoughtfulness inclusive of revenue generation possibilities/marketing opportunities, expense changes and reallocations and best of class ways of doing business as a few initial thoughts.