

## **DRAFT**

### **TAHOE DONNER ASSOCIATION**

### **HUMAN RESOURCES COMMITTEE CHARTER**

#### **STATEMENT OF PURPOSE**

Pursuant to the powers vested in the Board of Directors (Board) by the Articles of Incorporation, the Bylaws, and the Covenants and Restrictions of the Tahoe Donner Association (TDA), a California nonprofit mutual benefit corporation, the Board has resolved to establish a standing Human Resources Committee. This Committee will review Tahoe Donner's compensation and benefits policies, including the incentive plans. In reviewing such compensation and benefits policies, the Human Resources Committee may consider the recruitment, development, promotion, retention and compensation of employees and any other factors that it deems appropriate. The Committee will also follow up on issues related to the 2017 compensation study.

#### **AUTHORITY**

The Human Resources Committee is established under the provisions of:

- a. Section 1, Article X, Restated Bylaws of Tahoe Donner Association
- b. Resolution 2008-2, Committee Policy, Tahoe Donner Association Board of Directors
- c. ARTICLE VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association

The Committee will have no authority to act on behalf of the Board. The Committee will report the results of its reviews to the Board.

The Committee shall not have direct or indirect involvement in the daily operations of the Association. Interactions with management or staff shall be arranged through the General Manager or the Director of Human Resources. The Committee is not authorized to review the employment or medical files of any individual employee.

#### **COMMITTEE MEMBERSHIP**

##### **Organization**

The Committee shall consist of two Board members and three Association members. The Director of Human Resources shall serve as a Staff Liaison to the Committee.

## **Membership**

Any member of the Tahoe Donner Association who is in good standing and who does not present a conflict of interest is eligible to apply for appointment as a member of the Committee. Members who possess strong personnel or human resource management background or experience will be given a preference in appointment to the Committee. The immediate family members of Directors and of TD staff members are ineligible for appointment to the Committee. The Board shall make all appointments to the Committee.

Other than when the Board finds an exception, members shall be appointed to a finite term of two years (subject to reappointment). Said terms shall be staggered where practicable in order to promote continuity with the Committee.

With the exception of the formation of the first Human Resources Committee, applications to serve on the committee and Board appointments to the committee shall be conducted in accordance with Resolution 2008-2.

## **Election of Committee Chair**

The Committee shall elect one of the Board members to be the Committee's Chair. The Chair will serve for a period of one year. If no other Committee member is then willing to assume the duties of the Chair, the incumbent Chair may be reappointed by the Board.

## **Meetings**

Committee meetings shall be at the discretion of the Committee Chair, unless otherwise directed by the Board. Meetings are open to all property owners and will be announced on TahoeDonner.com.

Committee members are expected to attend scheduled meetings on a regular basis. A quorum of three committee members shall be required to conduct business. Summaries of the discussions, along with a record of recommendations made, shall be maintained and provided to the Board. Recommendations of the Committee shall be reached by consensus or a majority of members present.