

AGENDA
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

January 27, 2018
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)

- December 16, 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 December 16, 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 may recognize members to comment on agenda items as they occur. These comments must be limited to three minutes and members will be available to speak once per agenda item. 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/Action: Approval of Snowbird Chair Replacement C
(Forrest Huisman, Director of Capital Projects)

The Board of Directors will be presented with a decision paper to review and consider approving engineering costs associated with the replacement of the Snowbird chairlift and learning center improvements at the Downhill Ski Area.

VI. 10:05 a.m. Discussion/Action: Review of 2018 Election Procedures, Inspector of Election & Accountancy Firm D
(Bette Rohrback, Elections Committee Chair)

The Board of Directors will review and consider approving the 2018 Board of Directors Elections Procedures, the Inspector of Election retainer agreement and the Accountancy Firm agreement.

VII. 10:20 a.m. Discussion/Action: Revisions to the Election Committee Charter E
(Jeff Connors, Board of Directors President)

The Board of Directors will review and consider the proposed changes to the Elections Committee Charter.

VIII. 10:50 a.m. Discussion/Action: Review of the Proposed Tahoe Donner Board of Directors Election Fair Campaign Guidelines F
(Elections Committee)

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

IX. 11:15 a.m. BREAK

X. 11:25 a.m. Discussion/Action: Board of Director’s Code of Conduct **G**
(Jeff Connors, Board of Directors President)

The Board of Directors will discuss the 2016 Board of Director’s Code of Conduct and alternatives to that Code.

XI. 12:15 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. The Board Meeting will resume promptly at 12:35 p.m.

OPEN SESSION

XII. 12:35 p.m. Discussion/Action: Human Resources Committee Appointments **H**
(Jeff Connors, Board of Directors President)

The Board of Directors will make two Board Director appointments to the Human Resources Committee.

XIII. 12:50 p.m. Discussion/Action: Legal Services Request for Proposal (RFP) **I**
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors will consider a modification to the legal services RFP approved by the Board of Directors in November. The Board of Directors will also appoint two Board Directors to conduct the RFP, the preliminary evaluation of the candidate law firms and prepare the recommendations for the Board of Directors consideration.

XIV. 1:05 p.m. Discussion/Action: Board Resolution on Review and Approval of Commercial Contracts Authorizing Use of Tahoe Donner Land and/or Amenities **J**
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors will discuss a resolution to require that the Board of Directors review and approve of any contracts that authorize commercial use of Tahoe Donner land and amenities.

XV. 1:20 p.m. Committee Management K

1. Discussion/Action: Committee Task Reports/ 2018 Committee Goals
(Committee Chairs)

- The Board of Directors will be provided with each committee's monthly task reports and their 2018 committee goals for Board approval.
 - 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: 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

XVI. 2:20 p.m. Discussion: Governing Documents Update L
(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.

OPEN SESSION

XVII. 3:10 p.m. Discussion/Action: Association Key Performance Indicators Update M
(Tahoe Donner Association Senior Management)

- Robb Etnyre, General Manager
 - 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. This briefing will include an update on the sponsorship of Mark Engel.
- Michael Salmon, Director of Finance & Accounting
 - The Board of Directors will also review and consider approving the 2017 unaudited November financials.
- 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.

XVIII. 3:40 p.m. BREAK

EXECUTIVE SESSION

XIX. 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

XX. 5:00 p.m. Adjournment

The next regularly scheduled Board of Directors meeting will take place on **Saturday, February 24, 2017** in the Mezzanine Room at the Northwoods Clubhouse.

Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – February 21, 2018 at 9:00 a.m. (Northwoods Clubhouse)
- Covenants Committee – February 8, 2018 at 3:00 p.m. (Northwoods Clubhouse)
- Elections Committee – February 13, 2018 at 1:00 p.m. (Northwoods Clubhouse)
- Finance Committee – January 15, 2018 at 3:30 p.m. (Northwoods Clubhouse)
- General Plan Committee – February 5, 2018 at 3:00 p.m. (Northwoods Clubhouse)
- Tahoe Donner Giving Fund Committee – February 6, 2018 at 3:00 p.m. (Northwoods Clubhouse)

Tahoe Donner Task Force Meeting Schedule

- ASO/ASC Task Force – No further meetings have been scheduled at this time. (Northwoods Clubhouse)
- Equestrian Blue-Ribbon Panel Task Force – No further meetings have been scheduled at this time.
- 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

January 15, 2017

Date