

**M I N U T E S**  
**TAHOE DONNER ASSOCIATION**  
**REGULAR BOARD OF DIRECTORS MEETING**

**November 18, 2017**  
**Northwoods Clubhouse**  
**9:00 a.m.**

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at the Northwoods Clubhouse 11509 Northwoods Blvd., Truckee, California on Saturday, November 18, 2017. President Jeff Connors called the meeting to order at 9:01 a.m. The following Directors were in attendance, thus constituting a quorum of the authorized number of Directors of the Association:

**Directors Present:** Jeff Connors, President  
Jeff Schwerdtfeger, Vice President (via conference call)  
Jeff Bonzon, Treasurer (via conference call till 1:30 p.m.)  
Jennifer Jennings, Secretary  
Darius Brooks, Director

**Directors Absent:** none

**Staff Present:** Robb Etnyre, General Manager  
Forrest Huisman, Director of Capital Projects  
Miguel Sloane, Director of Operations  
Annie Rosenfeld, Director of Risk Management & Real Property  
Christina Schwartz, Director of Marketing & Member Relations  
Tom Knill, Director of Human Resources  
Mike Peters, Director of Food and Beverage  
Miah Cottrell, Computer Network Manager  
Megan Rodman, Recording Secretary and Executive Assistant

**I. CALL TO ORDER** 0:00:00

**II. A. ACTION: APPROVAL OF MINUTES** 0:00:00

(Jennifer Jennings, Board of Directors Secretary)

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

- October 28, 2017 Regular Meeting Minutes

Director Jeff Connors moved and Director Darius Brooks seconded to approve the October 28, 2017 meeting minutes as presented. Motion passed: 5 – 0.

**III. B. DISCUSSION: EXECUTIVE SESSION REPORT** 0:00:00  
(Jennifer Jennings, Board of Directors Secretary)

Director Jennifer Jennings reported that, in the October 28, 2017 Executive Session, the Board of Directors discussed the following:

- Personnel Matters – The Board of Directors approved the General Manager’s goals for 2017/2018 with a vote of 4 – 0. (Director Darius Brooks was absent.)

**IV. MEMBER & DIRECTOR COMMENTS** 0:00:00

Board President Jeff Connors, invited brief member and director comments on items that are not on the agenda. Neither member nor Director comments were made.

Members may submit additional comments by email to the Board of Directors at [board@tahoedonner.com](mailto:board@tahoedonner.com). (Members are recognized to comment on agenda items as they occur).

**V. C. DISCUSSION: SOCIAL MEDIA UPDATE AND TAHOE DONNER ASSOCIATION’S RESPONSE** 0:00:00  
(Christina Schwartz, Director of Marketing & Member Relations)

Christina Schwartz, Director of Marketing & Member Relations, presented to the Board and to the membership a summary of comments and activities across all Tahoe Donner social media platforms and on NextDoor.com as an additional way to stay abreast of emerging issues among the membership.

**VI. D. DISCUSSION: COMMITTEE MANAGEMENT** 0:00:00  
(Committee Chairs)

– **Discussion: Resolution 2008-2 Committee Policy –**

- The Board of Directors was provided with each committees’ recommendations for initial appointments and for membership renewals.

– **Discussion: Committee Task Reports –**

- **Architectural Standards Committee** – The Board of Directors was provided with the Architectural Standards and Covenants Board of Directors Monthly Summary Report for October 2017.
- **Covenants Committee** – The Board of Directors was provided with the Architectural Standards and Covenants Board of Directors Monthly Summary Report for October 2017.
- **Election Committee** – No report.

- **Finance Committee** – The Board of Directors was provided with the committee’s analysis of the Lodge Pavilion Tent financials.
- **General Plan Committee (GPC)** – The Board of Directors was provided with the committee’s November 6, 2017 meeting minutes.
- **Tahoe Donner Giving Fund Committee** – The Board of Directors was provided with the committee’s November 7, 2017 meeting minutes.
- **Discussion: Special Task Force Reports** –
  - **Equestrian Blue-Ribbon Panel Task Force** – The Board of Directors was provided with the task force’s November 13, 2017 meeting minutes.
  - **Short-Term Rental/Amenity Access Task Force** – This item will be discussed in great detail later on in the Agenda – Agenda Item XIX – Short-Term Rental/Amenity Access Task Force Update and Recommendations.
  - **ASO/ASC Task Force** – The Board of Directors was provided with the ASO/ASC task force update report via a PowerPoint presentation.
- **Discussion/Action: Approve Tahoe Donner Board of Directors Election Fair Campaign Guidelines** –
  - The Board of Directors discussed the draft Tahoe Donner Association Board of Directors Election Fair Campaign Guidelines by the Elections Committee. No action was taken.
  - Director Darius Brooks requested and President Connors agreed that he may try to work with Director Jennifer Jennings and have legal review of the proposed changes for adoption at the December 16, 2017 regular board meeting.

**VII. E. DISCUSSION/ACTION: FORMATION OF A HUMAN RESOURCES COMMITTEE 0:00:00**  
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors discussed the formation of a Human Resources Committee, to continue the work completed thus far from the Compensation Study.

Following discussion, Director Jeff Connors moved and Director Jeff Schwerdtfeger seconded a motion to approve the formation of a Human Resources Committee. Director Jennifer Jennings will prepare a draft committee charter for the Board of Director’s consideration. Motion passed: 3 – 2. (Director Darius Books and Director Jeff Bonzon voted no).

- VIII. **BREAK 11:21 A.M.** 0:00:00
- The regular meeting reconvened at 11:36 a.m.
- IX. F. **DISCUSSION: REVIEW AND DISCLOSURE OF BOARD APPROVED GENERAL MANAGER 17/18 GOALS** 0:00:00  
 (Jeff Connors, Board of Directors President)
- The Board of Directors reviewed and discussed Board of Director approved General Manager Goals for 2017/2018 from the Executive Session on October 28, 2017.
- X. G. **DISCUSSION/ACTION: LEGAL COUNSEL REVIEW** 0:00:00  
 (Jennifer Jennings, Board of Directors Secretary)
- The Board of Directors discussed a draft request for proposal (RFP) for corporate legal counsel.
- Following discussion, and an amendment by Director Jeff Bonzon, Director Jeff Connors moved approval of the RFP, Director Darius Brooks seconded the motion. Motion passed: 5 – 0.
- XI. H. **DISCUSSION: TAHOE DONNER SALARY SAVINGS PLAN 401K** 0:00:00  
 (Robb Etnyre, General Manager)
- The Board of Directors was briefed on the Tahoe Donner Association salary savings plan and the potential of transitioning to a 401K Safe Harbor plan from KC Krichbaum, Certified Financial Planner for Nevada Investment Management.
- XII. I. **ACTION: CALFIRE REMOTE ACCESS WEATHER STATION (RAWS)** 0:00:00  
 (Annie Rosenfeld, Director of Risk Management & Real Property)
- The Board of Directors considered approving a land use agreement and other conditions document for long term placement of a CalFire Remote Access Weather Station (RAWS).
- Following discussion, Director Jeff Connors moved and Director Darius Brooks seconded to approve the CalFire Remote Access Weather Station Land Lease Agreement and Other Conditions documents with the following edits:
- Right to terminate this Agreement with 30-day notice;
  - Attachments if need be indicated and that “other conditions” is selected;
  - Section D number 6 of Other Conditions document “CGDS” should be CalFire.
- Motion passed: 5 – 0.
- XIII. J. **ACTION: APPROVE REVISED RESOLUTION 2012-1, DEVELOPMENT FUND POLICY** 0:00:00  
 (John Dundas, Chair of the Resolutions Review Sub Committee 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,

reviewed the Association’s Resolution 2012-1, Development Fund Policy, and provided a final draft of the revised and updated resolution, Resolution 2017-3, Development Fund Policy, for Board review and approval.

Following discussion, Director Jennifer Jennings moved and Director Darius Brooks seconded to approve the Resolution 2017-3, Development Fund Policy as presented. Motion passed: 5 – 0.

**XIV. WORKING LUNCH WITH THE MEMBERSHIP 12:30 P.M. 0:00:00**

The Board of Directors took a brief break for lunch at 12:30 p.m. The Board of Directors resumed the regular Board meeting at 12:52 p.m. with agenda item XIV – Review of the Downhill Ski Area Master Plan.

**XV. K. DISCUSSION: REVIEW OF THE DOWNHILL SKI AREA MASTER PLAN 0:00:00**  
(Forrest Huisman, Director of Capital Projects)

The Board of Directors reviewed and discussed the Downhill Ski Area Master Plan process and communications.

**XVI. L. ACTION: NORTH AMERICAN SKI TRAINING CENTER AND CLIMBING SCHOOL CONTRACT 0:00:00**  
(Robb Etnyre, General Manager)

The Board of Directors was briefed on the planned backcountry service offerings and programs with the North American Ski Training Center and Climbing School (NASTCCS).

**XVII. M. DISCUSSION/ACTION: E-BIKES ON TAHOE DONNER ASSOCIATION PROPERTY 0:00:00**  
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors discussed the issue of e-bikes on Tahoe Donner trails.

Following discussion, Director Jeff Connors moved and Director Jennifer Jennings seconded to (1) remove the language on Tahoe Donner’s website that states Class 1 and 2 e-bikes are permitted on Tahoe Donner trails (2) enforce existing covenants until such time the rules is changed and (3) schedule member meetings for a discussion of e-bikes on Tahoe Donner trails. Motion failed: 2 – 1. (Director Jennifer Jennings and Jeff Connors voted yes, Director Darius Brooks voted no, Director Jeff Schwerdtfeger abstained, Director Jeff Bonzon absent).

**XVIII. N. DISCUSSION/ACTION: CONTROLLED BURNS IN TAHOE DONNER 0:00:00**  
(Annie Rosenfeld, Director of Risk Management & Real Property)

Tahoe Donner Association staff briefed the Board of Directors on controlled burns on Association property.

Following discussion, Director Jeff Schwerdtfeger moved and Director Jennifer Jennings seconded to suspend all burning in Tahoe Donner Association until staff provides the costs to have a trained professional staff at all burn piles until the fire is completely out. Motion passed: 4 – 0. (Director Jeff Bonzon absent).

**XIX. O. DISCUSSION/ACTION: SHORT-TERM RENTAL/AMENITY ACCESS 0:00:00**  
**TASK FORCE UPDATE AND RECOMMENDATIONS**  
(Laura Lindgren, Chair of the Short-Term Rental/  
Amenity Access Task Force)

The Board of Directors was briefed on the Short-Term Rental/Amenity Access Task Force progress to date and asked the Board of Directors to consider approving the provided recommendations.

Following discussion, Director Jeff Connors moved and Director Jeff Schwerdtfeger seconded to defer the recommendations from the Short-Term Rental/Amenity Access Task Force as presented until the December 16, 2017 regular board meeting. Motion passed: 3 – 1. (Director Darius Brooks voted no, Director Jeff Bonzon absent).

**XX. P. DISCUSSION/ACTION: ASSOCIATION KEY PERFORMANCE 0:00:00**  
**INDICATORS UPDATE**  
(Tahoe Donner Association Senior Management)

The Board of Directors deferred this Agenda Item until the December 16, 2017 regular board meeting.

**XXI. BREAK 4:25 P.M. 0:00:00**

The Board of Directors reconvened to a closed session to hear an Appeal Hearing at 4:35 p.m.

Director Jeff Schwerdtfeger moved and Director Darius Brooks seconded to move into closed session to hear an Appeal Hearing. Motion passed. 4 – 0. (Director Jeff Bonzon absent).

**XXII. CLOSED SESSION**

**XXIII. APPEAL HEARING**

The Board reconvened to an Appeal Hearing at 4:35 p.m.

**XXIV. EXEC. EXECUTIVE SESSION**

The Board of Directors moved to Executive Session at 5:01 p.m.

Director Darius Brooks moved and Director Jeff Schwerdtfeger seconded to approve the board meeting moving into Executive Session. Motion passed: 4 – 0. (Director Jeff Bonzon absent).

**XXV. ADJOURNMENT**

Director Jennifer Jennings moved and Director Jeff Connors seconded to approve adjournment of the regular Board Meeting at 5:35 p.m. p.m. Motion passed: 4 – 0. (Director Jeff Bonzon absent).

Submitted by:

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Jennifer Jennings, Board of Directors Secretary

**SECRETARY’S CERTIFICATE**

I, Jennifer Jennings, 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 18, 2017 as approved by the Board members in attendance and constituting a quorum at a duty convened subsequent meeting of the Board.

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Jennifer Jennings, Board of Directors Secretary

**XXVI. POTENTIAL FUTURE BOARD MEETING AGENDA ITEMS**

- 2019 Tent Booking Approval
- Short-Term Rental/Amenity Access Task Force Update
- 2018 Committee Goals
- 2018 Committee Term Renewals & Appointments
- Governing Documents Update
- Controlled Burns in Tahoe Donner
- 2017 October & November Financials
- 401K Safe Harbor Savings Plan
- Snowbird Chair Replacement
- Approve Revised Resolution 2012-5, New Machinery & Equipment Fund
- Legal Counsel RFP Review
- Human Resources Committee Charter Review
- Board of Director Election Fair Campaign Guidelines
- Architectural Standards 2018 Fee Schedule
- Board Training – Davis Stirling Act
- Renewal Energy Policy Statement