

AGENDA
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

February 25, 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

Opening Procedures:

- Pledge of Allegiance

Live Chat During Board Meetings

In an effort to accommodate members who cannot attend the board meeting in person, Tahoe Donner staff are now streaming video live and taking live chat questions via Skype. Members viewing the meeting remotely can access the live chat using a link posted on the Tahoe Donner Board page at:

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

II. 9:02 a.m. Social Media Update

(Gretchen Sproehnle, Marketing Communications Manager)

A brief high level summary will be provided of issues and topics that impact Tahoe Donner currently being discussed on various social media platforms.

III. 9:07 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 (board@tahoedonner.com). The Board president may recognize members to comment on agenda items as they occur. Members are requested to identify themselves and to include Unit and Lot Number. 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.

IV. 9:17 a.m. Action: Approval of Minutes A

- January 28, 2017 Regular Meeting Minutes
- February 16, 2017 Special Meeting Minutes

V. 9:20 a.m. Discussion: Committee Management B

- **Committee Task Reports** – Committee Chairs
Purpose: To update the Board on the status of 2017 assigned tasks and recent committee meetings.
 - Architectural Standards Committee
 - Covenants Committee
 - Elections Committee
 - Finance Committee
 - General Plan Committee
 - Tahoe Donner Giving Fund Committee

OPEN & PENDING ITEMS

VI. 9:35 a.m. Action: Consent Calendar C

All items listed under the Consent Calendar are considered to be routine and will be approved by one motion. There will be no separate discussion of these items unless a member of the Board or Staff requests a specific item to be removed from the Consent Calendar for separate action. Any item so removed will be taken up following the motion to approve the Consent Calendar.

- 2017 Election - Inspector of Election Agreement – Brent P. Collinson

- 2017 Election – Accountancy Firm Agreement – McClintock Accountancy
- 2017 Election Procedures
- 2017 Golf Rates
- 2017/2018 Winter Season Passes – Spring 2017 Sale Prices

VII. 9:40 a.m. Action: Board of Directors Amenity Access and Discounts Policy (Board of Directors) D

The Board of Directors will discuss and review an Amenity Access and Discounts Policy for current Board members for approval.

VIII. 9:55 a.m. Action: Board of Directors Expense Reimbursement Policy (Board of Directors) E

The Board of Directors will discuss and review an Expense Reimbursement Policy for current Board members for approval.

IX. 10:10 a.m. Action: Director of Finance & Accounting Report (Mike Salmon, Director of Finance & Accounting) F

- December 2016 Financials
- January 2017 Financials

X. 11:00 a.m. BREAK

XI. 11:10 a.m. Discussion: Governing Documents Project Update (Robb Etnyre, General Manager) G

The Board will be provided with the second draft of the proposed revised changes to the Association Governing Documents, including the Articles of Incorporation, CC&R's and Bylaws.

EXECUTIVE SESSION

XII. 12:00 p.m. Executive Session EXEC

The Board is allowed to meet in "executive session" to discuss certain topics. The Board is required to notify the Members of the date, time, location, and agenda of each executive session Board meeting at least two days in advance but, unlike "open" Board meetings, non-director members are not allowed to attend executive session Board meetings. The Board may adjourn to executive session from an open Board meeting, or may meet separately in an executive session that is not held in conjunction with an open Board meeting. Immediately before adjourning to executive session from an open Board meeting, the Board shall announce the general nature of the matter(s) to be discussed in executive session,

without detail and without compromising the confidentiality or privacy of the matter.

According to Civil Code §4935, the Board may meet in "executive session" for the following purposes:

to consider:

- litigation
- matters relating to the formation of contracts with third parties
- member discipline
- personnel matters
- to meet with a member regarding the member's payment of assessments
- to discuss a payment plan for delinquent assessments
- to decide whether to foreclose on a lien for delinquent assessments

The Board may also meet in "executive session" when appropriate to protect the Association's attorney-client privilege. *All* communications between the Board and the Association's legal counsel are protected by the attorney-client privilege (Evidence Code §950 *et seq.*); therefore, the Board may always meet with the Association's legal counsel in executive session, whether or not "litigation" is being discussed or considered.

Any matter discussed in executive session must be generally noted in the minutes of the immediately following meeting that is open to the entire membership. (Civ. Code §4935(e).)

- Topics for this month's Executive Session:
 - Litigation
 - Contracts
 - Personnel matters

OPEN SESSION

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| XIII. | 1:00 p.m. | Executive Session Report | EXEC |
| XIV. | 1:05 p.m. | Discussion: Tahoe Donner Avalanche Safety
(Robb Etnyre, General Manager) | H |

Robb Etnyre, General Manager, Annie Rosenfeld, Director of Risk Management and Real Property, and Miguel Sloane, Director of Operations, will discuss the current avalanche safety protocols for winter operations at Tahoe Donner Association.

- XV. 1:25 p.m. Discussion: Tahoe Donner Association Master Plan** **I**
 (General Plan Committee and Forrest Huisman, Director of Capital Projects)
- The General Plan Committee in conjunction with Forrest Huisman, Director of Capital Projects, will discuss with the Board a draft of the Association Master Plan. A specific focus discussion will address Priority 1 and 2 Capital Projects over the next 1 to 5 years.
- XVI. 2:00 p.m. Potential Future Board Meeting Agenda Items**
- XVII. 2:05 p.m. Adjournment**

The next Board meeting will be **Saturday, March 25, 2017** at the Northwoods Clubhouse.

Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – March 8, 2017 at 9:00 a.m. (Northwoods Clubhouse)
- Covenants Committee – March 9, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Elections Committee – No future meetings have been scheduled at this time.
- Finance Committee – March 16, 2017 at 3:30 p.m. (Northwoods Clubhouse)
- General Plan Committee – March 6, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Tahoe Donner Giving Fund Committee – March 7, 2017 at 3:00 p.m. (Northwoods Clubhouse)

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

February 25, 2017

Date