

**AGENDA**  
**TAHOE DONNER ASSOCIATION**  
**SPECIAL BOARD OF DIRECTORS MEETING**

**April 22, 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 / Call for Quorum**

**Opening Procedures:**

- Pledge of Allegiance

**II. 9:01 a.m. Executive Session Report**  
(Board of Directors)

In Executive Session on April 11, 2017, the Board of Directors discussed the following:

- A draft of the 2017 Tahoe Donner Association Senior Management Compensation Study report by Romanoff Consulting.

In Executive Session on April 17, 2017, the Board of Directors discussed the following:

- A draft of the 2017 Tahoe Donner Association Senior Management Compensation Study presentation by Romanoff Consulting.

**III. 9:06 a.m. Social Media Update** **A**  
(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.

**IV. 9:12 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](mailto: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.

**V. 9:22 a.m. Action: Approval of Minutes** **B**

- March 25, 2017 Regular Meeting Minutes

**VI. 9:25 a.m. Discussion: Committee Management** **C**

- **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**

**VII. 9:35 a.m. Action: Consent Calendar** **D**

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.

- Tahoe Donner Giving Fund – increase the scholarship grant by \$3,000 to \$7,000 total to allow for continued support beyond one year.
- Tahoe Donner Giving Fund – approve scholarship grants by \$2,000 each to two students.
- Approval of Linda Slattery as affiliate member of Tahoe Donner Giving Fund Committee
- Decision Paper – Short Range Practice Area at the Driving Range
- Decision Paper – Driving Range Netting Replacement
- Decision Paper – Fire System Replacement at the Lodge Restaurant & Pub
- Decision Paper – Banquet Tent Replacement at the Lodge Restaurant & Pub

**VIII. 9:40 a.m. Discussion: Update by Romanoff Consulting on Senior Management Salary Study** **E**  
 (Romanoff Consulting Inc.)

Romanoff Consulting will provide an update on their contracted Senior Management Compensation study report.

**IX. 10:25 a.m. Action: Director of Finance & Accounting Report** **F**  
 (Mike Salmon, Director of Finance and Accounting)

- 2017 March Financials

**X. 10:50 a.m. BREAK**

**XI. 11:00 a.m. Action: 2017 Pending Suspension of Membership Rights and Authorization To Record Lien** **G**  
 (Board of Directors)

The Board of Directors will be asked to authorize the recording of liens against the properties of members who have failed to bring their assessment accounts current, which will result in the suspension of their membership rights.

**XII. 11:05 a.m. Action: Tahoe Donner Voting and Election Rules – Nominating Committee** **H**  
 (Board of Directors)

In accordance with voting and election rules, the Board of Directors will consider appointing a candidate nominating committee.

“**5.2 Nominations.** The Board shall publish or post a notice recruiting candidates for the Board and stating the deadline for receipt of nominations. Any Member who satisfies the qualifications may place his or her name in nomination for the Board by giving written notice to the Board before the published deadline for receiving nominations. In addition, the Board may recruit qualified candidates and/or may appoint a Nominating Committee to nominate qualified candidates.”  
*Tahoe Donner Association Voting and Election Rules. 2015.*

- XIII. 11:10 a.m. Discussion: Community Facility District No. 04-1 (Gray's Crossing CDF) Presentation** **I**  
 (Jeremy Popov, TDPUD Administrative Services Director)
- Jeremy Popov, the Administrative Services Director of the Truckee Donner Public Utility District, will discuss the Truckee Donner Public Utility District Community Facility District No. 04-1 (Gray's Crossing CDF), including the current Special Tax status and bond debt associated with this CDF and particularly three multifamily zoned parcels.
- XIV. 11:40 a.m. Action: Tahoe Donner Seasonal Employee Housing Update** **J**  
 (Robb Etnyre, General Manager)
- Robb Etnyre, General Manager, will discuss with the Board regional housing council status, along with asking the Board to validate immediate recommendations for Tahoe Donner seasonal employee housing.
- XV. 11:55 a.m. Action: TSSA 1 Funds Authorization Recommendation** **K**  
 (Annie Rosenfeld, Director of Facilities and Risk Management)
- The Board of Directors will consider the amount and eligible projects for TSSA 1 2017/2018 Assessment, including making recommendations to the Town of Truckee: Town Council and Town Staff.
- XVI. 12:05 p.m. Discussion: Underground Utilities** **L**  
 (Board of Directors)
- The Board of Directors would like to discuss options working with the Tahoe Donner Public Utility District regarding installing underground utilities within the Tahoe Donner Association.

**EXECUTIVE SESSION**

- XVII. 12:20 p.m. Executive Session** **EXEC**
- The Board of Directors 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 of Directors 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:
  - Contracts
  - Litigation
  - Personnel Matters

## CLOSED SESSION

**XVIII. 12:50 p.m. Appeal Hearing**

## OPEN SESSION

**XIX. 1:50 p.m. Executive Session Report**

**EXEC**

**XX. 1:53 p.m. Action: Truckee Donner Land Trust**  
(Kevin Starr, Stewardship Coordinator)

**M**

The Board of Directors will hear a presentation by Kevin Starr of the Land Trust on the Donner Lake Rim Trail alignment. The board will consider and take action on the proposed alignment on the Tahoe Donner owned Bucknam Sinclair

Tract as provided in the existing Conservation Easement with the Town of Truckee and Truckee Donner Land Trust.

- XXI. 2:25 p.m. Discussion: Tahoe Donner Lessons Learned** **N**  
(Robb Etnyre, General Manager)
- Robb Etnyre, General Manager, will discuss with the Board of Directors a Lessons Learned report for the Tahoe Donner Association for the 2016-2017 winter season.
- XXII. 2:40 p.m. Action: Back-Up Power Generators** **O**  
(Forrest Huisman, Director of Capital Projects)
- The Board of Directors will consider management's recommendation to approve obtaining engineering requirements and initiate manufacturing of natural gas generators for The Lodge Restaurant & Pub, the Alder Creek Adventure Center, and the Downhill Ski Area.
- XXIII. 2:45 p.m. Discussion: Association Master Plan Update** **P**  
(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 of Directors a final draft of the Association Master Plan.
- XXIV. 3:00 p.m. Discussion: Tahoe Donner Forestry Annual Report** **Q**  
(Bill Houdyschell, Tahoe Donner Forester)
- The Forestry department will provide a presentation reporting on the 2016 Forestry activities including forest health, association owned land defensible space work, and the homeowner defensible space program. Additionally, the Forestry department will highlight the planned work for the 2017 summer season.
- XXV. 3:30 p.m. Action: Fire Safety and Forest Health Covenants Rules** **R**  
(Annie Rosenfeld, Director of Facilities and Risk Management)
- The Board of Directors will consider approving going out to 45-day member notification for the consideration of amending the current private property storage and vegetation, and fire safety and forest health covenants rules.
- XXVI. 3:40 p.m. Potential Future Board Meeting Agenda Items**
- XXVII. 3:45 p.m. Adjournment**

The next Board meeting will be **May 13, 2017** at the Northwoods Clubhouse.

## Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – May 10 and 24, 2017 9:00 a.m. (Northwoods Clubhouse)
- Covenants Committee – May 11, 2017 3:00 p.m. (Northwoods Clubhouse)
- Elections Committee – May 2, 2017 4:00 p.m. (Northwoods Clubhouse)
- Finance Committee – May 11, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- General Plan Committee – May 1, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Tahoe Donner Giving Fund Committee – May 2, 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

*April 22, 2017*

Date