

Decision Paper

Appointment of Two Directors to the Human Resources Committee

At its December 16, 2017 Board meeting, the Board approved the charter of the Tahoe Donner Human Resources Committee. The charter is attached. The Committee is a Board-level committee with two directors as members.

The proposed action is for the Board to appoint two of its members to the Committee.

FINAL

TAHOE DONNER ASSOCIATION

HUMAN RESOURCES COMMITTEE CHARTER

(ADOPTED BY THE BOARD 12-16-2017)

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. The committee is not authorized to engage in contracts and should coordinate all dealings with external contractors with the Director of Human Resources or General Manager.

COMMITTEE MEMBERSHIP

Organization

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