

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

**June 23, 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
- Meeting opened to start the ballot counting process.

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

In Executive Session on June 2, 2017 the Board of Directors discussed the following:

- Initial discussion of annual performance review and compensation levels for the General Manager, contractually required to be completed by June 15 of each year.

In Executive Session on June 8, 2017 the Board of Directors discussed the following:

- Potential litigation issues with legal counsel.

- Completed discussion of annual performance review and compensation levels for the General Manager, prior to June 15, as required by contract.

**III. 9:06 a.m. Social Media Update** **A**  
 (Derek Moore, Interactive Media Coordinator)

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. 9:11 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. 9:23 a.m. Action: Approval of Minutes** **B**

- May 20, 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. 9:40 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.

- Architectural Standards Committee – Approve Mitch Clarin as new alternate member
- Architectural Standards Committee – Approve Nick Sonder as a full-time member of the committee and not an alternate member
- Covenants Committee – Approve Fred Zapponi as new Chair of the Covenants Committee
- Decision Paper – Replace the Toro 5510D-1
- Decision Paper – Replace the Toro 3250 Triplex Riding Greensmower
- Decision Paper – Downhill Ski Area Sun Deck and Ramp Repairs

**VIII. 9:50 a.m. Action: Association Master Plan E**  
(General Plan Committee)

The Board will be presented with a decision paper from the General Plan Committee to approve and adopt an Association Master Plan.

**IX. 10:00 a.m. Action: Director of Finance & Accounting Report F**  
(Mike Salmon, Director of Finance and Accounting)

- 2017 May Financials

**X. 10:30 a.m. Action: Approve Transfer of Excess Funds from the Operating Fund G**  
(Mike Salmon, Director of Finance and Accounting)

The Board will be presented with a decision paper to approve the transfer of excess funds from the Operating Fund.

**XI. 10:45 a.m. BREAK**

**XII. 10:55 a.m. Action: Approve Contract for Architectural Services for Trout Creek Reallocation Project H**  
(Forrest Huisman, Director of Capital Projects)

The Board of Directors will be a presented with a decision paper to consider approving the allocation of \$50,000 in 2017 Development funds, and another \$35,000 of Replacement Reserve funds, to cover necessary Architecture, Engineering, consulting, and contingency fees during the summer of 2017.

- XIII. 11:15 a.m. Discussion: Master Planning Services for the Downhill Ski Lodge** **I**  
 (Forrest Huisman, Director of Capital Projects)
- The Board of Directors will be provided with an update for contracted master planning services for the Downhill Ski Lodge project.
- XIV. 11:35 a.m. Discussion: Special Event Tent at the Lodge** **J**  
 (Mike Peters, Director of Food and Beverage)
- The Board of Directors will be updated on the current status of soliciting member feedback on reserve replacement options being considered for a new special event structure at the Lodge Restaurant & Pub.
- XV. 11:50 a.m. Discussion: Town of Truckee Solid Waste Proposal and Negotiations** **K**  
 (Annie Rosenfeld, Director of Facilities and Risk and Real Property)
- The Board of Directors will discuss the Town of Truckee’s solid waste proposal and negotiations.
- XVI. 12:10 p.m. Action: Association Winter Storm Tree Damage** **L**  
 (Annie Rosenfeld, Director of Facilities and Risk and Real Property)
- The Board of Directors will be presented with a Decision Paper to consider approving reserve replacement funds to address Association winter storm tree damage.

**EXECUTIVE SESSION**

- XVII. 12:30 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:
  - Personnel matters
  - Contracts
  - Litigation

**OPEN SESSION**

- |               |                  |  |             |
|---------------|------------------|--|-------------|
| <b>XVIII.</b> | <b>1:30 p.m.</b> | <b>Executive Session Report</b>  | <b>EXEC</b> |
| <b>XIX.</b>   | <b>1:33 p.m.</b> | <b>Potential Future Board Meeting Agenda Items</b>   |             |
| <b>XX.</b>    | <b>1:35 p.m.</b> | <b>This meeting will remain open to facilitate the counting of ballots in accordance with election procedures.</b> |             |

The next Board meeting will **continue as the Annual Membership Meeting on Sunday, June 25, 2017** at the Northwoods Clubhouse at 10:00 a.m.

## Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee – June 28, 2017 and July 12, 2017 at 9:00 a.m. (Northwoods Clubhouse)
- Covenants Committee – July 13, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Elections Committee – June 16, 2017 at 4:00 p.m. (Northwoods Clubhouse)
- Finance Committee – July 13, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- General Plan Committee – July 3, 2017 at 3:00 p.m. (Northwoods Clubhouse)
- Tahoe Donner Giving Fund Committee – July 6, 2017 at 3:00 p.m. (Northwoods Clubhouse)

As provided in 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

*June 23, 2017*

Date