

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

September 2, 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, September 2, 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
 Jeff Bonzon, Treasurer
 Jennifer Jennings, Secretary
 Darius Brooks, Director

Directors Absent: none

Staff Present: Robb Etnyre, General Manager
 Mike Salmon, Director of Finance & Accounting
 Forrest Huisman, Director of Capital Projects
 Miguel Sloane, Director of Operations
 Annie Rosenfeld, Director of Facilities & Risk
 Miah Cottrell, Computer Network Manager
 Megan Rodman, Recording Secretary and Executive Assistant

I. CALL TO ORDER / CALL FOR QUORUM 0:00:09

II. A. ACTION: APPROVAL OF MINUTES 0:01:20
 (Jennifer Jennings, Board of Directors Secretary)

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

- July 29, 2017 Regular Meeting Minutes

Director Jeff Schwerdtfeger moved and Director Jeff Connors seconded to approve the July 29, 2017 meeting minutes as presented. Motion passed: 5 – 0.

III. B. DISCUSSION: EXECUTIVE SESSION REPORT 0:01:58
(Jennifer Jennings, Board of Directors Secretary)

Director Jennifer Jennings reported that, in the July 29, 2017 Executive Session, the Board of Directors discussed the following:

- Potential litigation – no action was taken.
- Personnel matters – no action was taken.

IV. MEMBER & DIRECTOR COMMENTS 0:02:39

Board President, Jeff Connors, opened discussion for member comments on items that are not on the Board Agenda.

Members commented on the following:

- The Board's commitment to Tahoe Donner's vision statement; Tahoe Donner's use of NextDoor; airplane noise; equestrian center; Tahoe Donner homes that are used like a commercial operation; Letters to the Editor.

Members may submit additional comments by email to the Board of Directors board@tahoedonner.com.

V. C. ACTION: BOARD OF DIRECTORS MEETING SCHEDULE AND GOVERNANCE POLICIES 0:16:15
(Jennifer Jennings, Board of Directors Secretary)

The Board of Directors considered adopting a 2017/2018 Board meeting schedule.

Director Jeff Schwerdtfeger moved and Director Jennifer Jennings seconded to approve the 2017/2018 Board meeting schedule as presented. Motion passed: 3 – 1. (Directors Connors, Schwerdtfeger, and Jennings voted yes. Director Bonzon voted no, Director Brooks abstained).

The Board of Directors reviewed, considered amendments to and adopted the following governance policy:

- Board of Directors 2017-2 Board Governance Authority & Meetings & Policy and Procedures on Conduct of Board Meetings

Director Jennifer Jennings moved and Director Jeff Connors seconded to approve Resolution 2017-2 Board Governance Authority and Meetings and Policy and Procedures on Conduct of Board Meetings, with the replacement of "will" with "intend" under Section 2, Item B, line 6, and the correction of a typographical error on Item B, 4th bullet. Motion passed: 5 – 0.

VI. D. DISCUSSION: SOCIAL MEDIA UPDATE AND TAHOE DONNER ASSOCIATION'S RESPONSE 0:30:45
(Drew Deurlington, Lead Graphic Designer)

Drew Deurlington, Lead Graphic Designer, 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.

VII. E. DISCUSSION: COMMITTEE MANAGEMENT 0:37:30
(Committee Chairs)

- **Architectural Standards** – The Board of Directors was provided with the committee’s June 14 and June 28, 2017 meeting minutes.
- **Covenants** – The Board of Directors was provided with the committee’s July 13, and August 10, 2017 meeting minutes.
- **Election** – The Board of Directors was provided with the committee’s August 8 and August 22, 2017 meeting minutes.
- **Finance** – The Board of Directors was provided with the committee’s August 10, 2017 meeting minutes.
- **General Plan (GPC)** – The Board of Directors was provided with the committee’s August 7, 2017 meeting minutes.
- **Tahoe Donner Giving Fund Committee** – The Board of Directors was provided with the committee’s August 1, 2017 meeting minutes.
- **Committee on Committees** – The Board of Directors was provided with the committee’s August 25, 2017 meeting minutes.

VIII. BREAK 10:45 A.M. 1:43:06

The regular meeting reconvened at 10:55 a.m.

IX. F. ACTION: EQUESTRAIN CENTER PHASE III 1:43:20
(Forrest Huisman, Director of Capital Projects)

The Board of Directors reviewed a decision paper looking to approve development funds in the amount of \$200,000 for Phase III and completion of the Equestrian Center relocation project.

Director Jeff Schwerdtfeger moved and Director Jeff Bonzon seconded to approve development funds in the amount of \$200,000 for Phase III of the Equestrian Center relocation project as presented. Motion passed: 5 – 0.

X. G. ACTION: TROUT CREEK RECREATION CENTER REC POOL REPAIRS 1:55:00
(Forrest Huisman, Director of Capital Projects)

The Board of Directors was asked to approve additional 2017 Replacement Reserve Funds in the amount \$82,533, from a previously approved budget of \$180,050, to complete Phase I of necessary upgrades and repairs for all Tahoe Donner Association bodies of water. Phase I, to be completed in Fall 2017, includes the re-plastering, tile, and replacement of expired VGB drain covers and other miscellaneous repairs per code, at the Northwoods Clubhouse Pool, the Trout Creek Recreation Center Lap Pool and spas 1& 2. Phase 2, to be completed in Fall 2018, will include repairs to the Trout Creek Recreation Center Rec Pool, the covered spa and kiddy pool.

Director Jennifer Jennings moved and Director Darius Brooks seconded to approve additional 2017 replacement reserve funds in the amount of \$82,533, to complete Phase I of necessary upgrades and repairs for all Tahoe Donner Association bodies of water as presented. Motion passed: 5 – 0.

XI. H. ACTION: BACK-UP POWER GENERATORS INSTALLATIONS 2:02:50
(Forrest Huisman, Director of Capital Projects)

The Board of Directors was asked to approve additional 2017 Development Funds in the amount of \$135,000, from a previously approved budget of \$345,000, to install back-up power generators at the Downhill Ski Area, the Lodge Restaurant & Pub and at the Alder Creek Adventure Center. Total project budget not to exceed \$480,000.

Director Jeff Schwerdtfeger moved and Director Jeff Connors seconded to defer this action item – Back-Up Power Generator Installations for the next six months. Motion passed: 5 – 0.

XII. I. ACTION: TRUCKEE COMMUNITY FOUNDATION, MOUNTAIN HOUSING COUNCIL 2:33:37
(Robb Etnyre, General Manager)

The Board of Directors reviewed a collaborative agreement and a funding amount of \$10,000 for participation in the Tahoe Truckee Community Foundation Mountain Housing Council.

Director Jennifer Jennings moved and Director Jeff Schwerdtfeger seconded to approve the collaborative agreement and funding amount of \$10,000 for participation in the Tahoe Truckee Community Foundation Mountain Housing Council with the understanding that the Board of Directors will review Tahoe Donner’s participation in the Mountain Housing Council after one year. Motion passed: 5 – 0.

XIII. J. ACTION: FORESTRY EUER VALLEY STORM CLEAN-UP CONTRACT 2:51:55
(Annie Rosenfeld, Director of Facilities and Risk and Real Property)

The Board of Directors was asked to consider approving award of contract for approved Reserve Replacement project for Euer Valley 2016/2017 winter storm damage clean-up to prevent fire danger and invasive species.

Director Jeff Schwerdtfeger moved and Director Darius Brooks seconded to approve award of contract for approved reserve replacement project Euer Valley 2016/2017 winter storm damage clean-up as presented. Motion passed: 5 – 0.

XIV. K. DISCUSSION: ASSOCIATION KEY PERFORMANCE INDICATORS UPDATE 3:01:55
(Tahoe Donner Association Senior Management)

The Board of Directors was provided with reports on various Association key performance indicators by the following senior managers:

- Robb Etnyre, General Manager
 - Michael Salmon, Director of Finance and Accounting
 - 2017 June and July Financials
 - Miguel Sloane, Director of Operations
 - Forrest Huisman, Director of Capital Projects
 - Annie Rosenfeld, Director of Facilities and Risk and Real Property
 - Miah Cottrell, Director of Information Technology
- For this meeting, Robb Etnyre will report for the Director of Human Resources, Director of Marketing and Director of Food and Beverage.

XV. WORKING LUNCH WITH THE MEMBERSHIP 12:48 P.M. 3:47:55

The Board of Directors took a brief break for lunch at 12:48 p.m. The Board of Directors resumed the regular Board meeting at 1:15 p.m. with agenda item VI. – 2018 Budget Process.

XVI. L. DISCUSSION: 2018 BUDGET PROCESS 3:48:23
(Michael Salmon, Director of Finance and Accounting)

The Board of Directors was provided with and reviewed the 2018 Budget Guidance report.

XVII. M. DISCUSSION: ASSOCIATION MASTER PLAN 4:16:20
(Jeff Connors, Board of Directors President)

The Board of Directors was provided with the final draft of the Association Master Plan for review.

XVIII. N. ACTION: EMPLOYEE HEALTH BENEFIT INSURANCE POLICY RENEWAL 4:44:27
(Robb Etnyre, General Manager)

The Board of Directors was given a decision paper to consider approving the renewal of employee health benefit insurance policies for October 1, 2017.

Director Jeff Bonzon moved and Director Jeff Schwerdtfeger seconded to approve renewing employee health benefit insurance policies for October 1, 2017 as presented. Motion passed: 5 – 0.

XIX. O. ACTION: TAHOE DONNER POLICIES ON RENTALS, VISITOR RIGHTS AND ACCESS 4:55:29

(Darius Brooks, Board of Director at Large)

The Board of Directors, members and staff had a wide-ranging discussion on the issues surrounding short-term rentals and over-crowding at Tahoe Donner amenities. By consensus, the Board of Directors will form a committee to look into the problems arising from short-term rentals and possible solutions. Any member who wants to join the committee should email the Board at board@tahoedonner.com.

XX. P. ACTION: TOWN OF TRUCKEE RELATIONSHIP WITH TAHOE DONNER ASSOCIATION 5:57:32

(Darius Brooks, Board of Director at Large)

Director Darius Brooks gave a presentation on the desirability of non-resident voting rights in Truckee elections for Tahoe Donner non-resident property owners. Director Jennifer Jennings questioned whether non-resident voting is permissible under California law and suggested that staff request a legal opinion on the matter.

XXI. R. ACTION: CONSENT CALENDAR 5:59:10

The Board of Directors was provided with the following for consideration:

- Decision Paper – Repairs and Replacements of Fire, Smoke and Water Damage within the Dry Sauna at the Trout Creek Recreation Center

Following discussion, Director Jennifer Jennings moved and Director Darius Brooks seconded to approve the Consent Calendar items as presented. Motion passed: 5 – 0.

XXII. Q. ACTION: 2017/2018 WINTER PASS RATES 6:10:00
(Michael Salmon, Director of Finance & Accounting)

The Board of Directors was provided with a decision paper to consider approving Tahoe Donner Association Winter Pass Rates for the 2017/2018 winter season. The Board discussed some changes, but deferred making them at this time as they can be discussed during the budget process.

Director Darius Brooks moved and Director Jeff Schwerdtfeger seconded to approve 2017/2018 Winter Pass Rates as presented. Motion passed: 5 – 0.

XXIII. BREAK 3:45 P.M. 6:00:00

The Board of Directors reconvened to a closed session at 3:50 p.m. to hear four scheduled Appeal Hearings.

Director Jeff Schwerdtfeger moved and Director Jennifer Jennings seconded to approve to reconvene the Board Meeting to a Closed Session at 3:50 p.m. Motion passed: 5 – 0.

CLOSED SESSION

XXIV. APPEAL HEARING

The Board reconvened to an Appeal Hearing at 3:50 p.m.

XXV. EXEC. EXECUTIVE SESSION

The Board of Directors adjourned to Executive Session at 5:15 p.m.

Director Jeff Schwerdtfeger moved and Director Jennifer Jennings seconded to approve adjournment of the Board Meeting into Executive Session at 5:15 p.m. Motion passed: 5 – 0.

XXVI. RECESS TO A LATER TIME

At 6:30 p.m. Director Darius Brooks moved and Director Jennifer Jennings seconded a motion to recess the Board's Executive Session until Tuesday, September 5, 2017 at 9:30 a.m. when the Board of Directors will reconvene for a telephonic Executive Session. Motion passed: 5 – 0.

Submitted by:


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 September 2, 2017 as approved by the Board members in attendance and constituting a quorum at a duty convened subsequent meeting of the Board.


Jennifer Jennings, Board of Directors Secretary

XVII. POTENTIAL FUTURE BOARD MEETING AGENDA ITEMS

- Ongoing 2018 Budget Review
- Property and Casualty Insurance Renewal
- Worker's Compensation Renewal
- Quarterly Treasurer's Report
- Tahoe Donner Association Membership Opt-In Directory
- Architectural Standards Minor and Major Project Fees
- Tahoe Donner Land Trust Use Agreement
- CalFire Remote Access Weather Station (RAWS)
- Covenants Rules and Enforcement Processes – Dogs Off Leash
- Northwoods Clubhouse Exterior Poolside Restrooms
- Covered Stairway at the Lodge Restaurant & Pub
- Compensation Study Update
- 2017 Post-Election Report