

BOARD APPROVED

ACTION ON May 26, 2018

VERIFIED Megan Rodman

E.A. - TDA ASSOC.

MINUTES

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

**April 28, 2018
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, April 28, 2018. President Connors called the meeting to order at 9:02 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 (via conference call)
Jeff Bonzon, Treasurer
Jennifer Jennings, Secretary
Darius Brooks, Director (via conference call)

Directors Absent: none

Staff Present: Robb Etnyre, General Manager
Christina Schwartz, Director of Marketing & Member Relations
Tom Knill, Director of Human Resources
Mike Peters, Director of Food and Beverage
Michael Salmon, Director of Financing and Accounting
Miah Cottrell, Computer Network Manager
Megan Rodman, Executive Assistant

I. CALL TO ORDER 0:00:25

II. A. ACTION: APPROVAL OF MINUTES 0:01:29

(Jennifer Jennings, Board of Directors Secretary)

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

- March 24, 2018 Regular Meeting Minutes

Director Bonzon moved and Director Connors seconded to approve the March 24, 2018 meeting minutes as presented. Motion passed: 5 – 0.

- March 30, 2018 Special Meeting Minutes

Director Connors moved and Director Bonzon seconded to approve the March 30, 2018 special meeting minutes as presented. Motion passed: 5 – 0.

III. B. DISCUSSION: EXECUTIVE SESSION REPORT 0:02:34
(Jennifer Jennings, Board of Directors Secretary)

Director Jennings reported that, in the March 24, 2018 Executive Session, the Board of Directors discussed potential litigation matters. The General Manager presented the Board with a proposal to enter into a contract with the Perry Law Firm to assist the Association in its efforts to address high-impact properties (those properties with long-standing unpaid assessments and fines). The Board of Directors endorsed the General Manager’s plan which is within the General Manager’s authorization authority.

Director Jennings reported that, in the March 30, 2018 Executive Session, the Board of Directors received training and discussed personnel matters. No action was taken.

IV. MEMBER & DIRECTOR COMMENTS 0:03:30

Board President Connors, invited brief member and director comments on items that are not on the agenda.

No member or Director comments were made at this time.

Members may submit additional comments by email to the Board of Directors at board@tahoedonner.com. (Members are recognized to comment on agenda items as they occur).

V. C. DISCUSSION: TOWN OF TRUCKEE UPDATES 0:04:30
(Town of Truckee Staff)

Staff members from the Town of Truckee were present to discuss the following topics:

- New Solid Waste Program – Erica Mertens, Administrative Services, Recycling
- Truckee Special Service Area -1 Fund (program update) – Becky Bucar, Engineering Manager

Director Jennings moved and Director Darius seconded to approve the Tahoe Donner Association TSSA-1 Fund Response Letter with the removal paragraph 6 – *“Updating traffic studies and review the need of looking at turning on Northwoods Boulevard into Northwoods Clubhouse and Trout Creek Recreation Center are advised for the potential for needed improvement to align with future paving projects.”* Motion passed: 4 – 0. (Director Schwerdtfeger was absent).

- Town of Truckee General Plan, Jeff Loux, Town of Truckee Manager
– *This item was not discussed due to time constraints.*

VI. BREAK 10:17 A.M. 1:15:53

The Board of Directors reconvened at 10:25 a.m.

VII. D. DISCUSSION/ACTION: 2018 GOLF RATES 1:16:07
(Michael Salmon, Director of Finance & Accounting)

The Board of Directors discussed and considered approving the 2018 Golf Rates.

Director Schwerdtfeger moved and Director Brooks seconded to approve Option A of the decision paper as presented – Resolve for Tahoe Donner Association to establish 2018 golf rates as discussed in the decision paper and as indicated in product detail on Attachment A & B. Motion passed: 5 – 0.

VIII. E. DISCUSSION/ACTION: 2018/2019 SKI SEASON PASSES 1:25:18
(Michael Salmon, Director of Finance and Accounting)

The Board of Directors discussed and considered approving the 2018/2019 pre-ski season pass prices.

Director Jennings moved and Director Brooks seconded to approve the following:

- Cross Country Rates:
 - Public Seniors be defined as 60+, eliminate the Public Super Senior product.
 - All other pre-ski season pass prices would remain as proposed.
- Downhill Ski Area Rates:
 - Public Seniors be defined as 60+, eliminate the Public Super Senior product.
 - Increase all proposed pre-ski season pass prices by \$10.00, for both Members and Public.
 - Addition of \$20 processing fee for all free child/super senior passes.

Motion passed: 5 – 0.

IX. F. DISCUSSION/ACTION: NET OPERATING RESULTS 1:59:36
(Jeff Connors, Board of Directors President)

The Board of Directors discussed expanding the reporting of Departmental results in the yearly Annual and Budget report with the normal Net Operating Results and adding additional columns to include 1) allocated overhead and 2) depreciation expenses.

Director Schwerdtfeger moved and Director Connors seconded to approve that effective with the 2019 Budget, the Association maintain NOR and in addition show by amenity what NOR would be after depreciation charges are made and after applicable overhead charges for administrative expenses are charged by staff support areas. This motion would also encompass the annual report and would not change the necessary GAAP or Technical Accounting as certified by our outside auditors. Motion passed: 3 – 2. (Directors Connors, Schwerdtfeger and Jennings voted yes; Directors Bonzon and Brooks voted no).

X. G. **DISCUSSION/ACTION: KEY PERFORMANC INDICATORS REPORT** 2:11:38
(Robb Etnyre, General Manager)

The Board of Directors will be given an update on Association operations.

- **ACTION: Investments – Longer-Term Instrument Options**
 - The Board of Directors will review and consider approving a diversified investment recommendation (4-5 year term) of corporate and municipal bonds to improve the development fund’s investment yields.

Director Jennings moved and Director Bonzon seconded to approve Option A of the decision paper as presented – Resolve to invest \$3 million of Development Funds in greater than three-year term instruments, all within the constraints and parameters of the Investment Policy, and in accordance with the Finance Committee March 24, 2018 meeting guidance. Motion passed: 4 – 1. (Director Connors voted no).

- **ACTION: Board review of Financials Quarterly vs. Monthly**
 - The Board of Directors asked that staff and the Finance Committee meet and discuss at their next meeting the value of reporting financials quarterly versus monthly.
- 2018 Financials – January, February & March

Director Bonzon moved and Director Connors seconded to approve the unaudited 2018 January, February and March financials as presented. Motion passed: 5 – 0.

- Tahoe Donner Board of Directors’ Dashboard report
- Update: Planned 2018 Trail Construction Projects
- Update: Tahoe Donner Emergency Plan
- Social Media Report

XI. **WORKING LUNCH WITH THE MEMBERSHIP 12:07 P.M.** 2:55:30

The Board of Directors took a brief break for lunch at 12:07 p.m. The Board of Directors resumed the regular Board meeting at 12:36 p.m. with agenda item XII – Tahoe Donner Association Employee Survey.

XII. H. **DISCUSSION/ACTION: TAHOE DONNER ASSOCIATION EMPLOYEE SURVEY** 2:55:53
(Tom Knill, Director of Human Resources)

The Board of Directors was provided with a draft employee survey for their review and consideration for approval.

Director Jennings moved and Director Bonzon seconded to approve moving forward with an employee survey. Motion passed: 4 – 0. (Director Brooks was absent).

XIII. I. DISCUSSION/ACTION: FLASHVOTE 3:08:17
(Christina Schwartz, Director of Marketing & Member Relations)

The Board of Directors were provided with an update on FlashVote survey results, reporting mechanisms, and future surveys. Directors Jennings and Brooks would like to see the questions proposed for the surveys in advance of release and Director Schwerdtfeger wants to see a summary of the survey results.

XIV. J. DISCUSSION/ACTION: ELECTIONS COMMITTEE 3:51:15
(Elections Committee)

- **ACTION: 2018 Pending Suspension of Membership Rights and Authorization to Record Lien**
 - The Board of Directors were 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, including the right to vote in Association elections.

Director Jennings moved and Director Schwerdtfeger seconded to approve the authorization of recording liens against the properties of members who have failed to bring their assessment accounts current, resulting in the suspension of their membership rights as presented in Attachment A of the decision paper. Motion passed: 5 – 0.

- **ACTION: Access to Association Media – Candidates for the Board**
 - The Board of Directors may but is not required to make Association media – use of an electronic bulletin board – available to qualified candidates running for election to the Board for purposes that are reasonably related to the election in which the candidate is running.

Director Jennings moved and Director Schwerdtfeger seconded to approve the use of an electronic bulletin board and the Electronic Bulletin Board Posting Guidelines listed in Attachment A – with the removal of #2 and # 3 listed under *Content* as presented. Motion passed: 4 – 1. (Director Bonzon voted no).

- **ACTION: Consider New Member**
 - The Board of Directors reviewed and considered approving Maureen Warmerdam as a new regular member of the Elections Committee.

Director Connors moved and Director Bonzon seconded to Maureen Warmerdam as a regular member of the Elections Committee. Motion passed: 5 – 0.

XV. K. DISCUSSION/ACTION: SHORT-TERM RENTAL/AMENITY ACCESS 4:14:08
TASK FORCE
(Laura Lindgren, Chair of the STR/Amenity Access Task Force)

The Board of Directors was provided with the Short-Term Rental/Amenity Access Task Force progress to date and future recommendations. The Board will give further consideration to the Task Force's six recommendations in May.

XVI. L. COMMITTEE MANAGEMENT

5:18:34

**1. Discussion/Action: Committee Task Reports
(Committee Chairs)**

- The Board of Directors were provided with each committee's monthly task reports.
 - **Architectural Standards Committee** – A verbal report was given.
 - **Covenants Committee** – No report was given.
 - **Finance Committee** – The Board of Directors was provided with the committee's April 19, 2018 meeting minutes.
 - **General Plan Committee** – The Board of Directors was provided with the committee's April 2, 2018 meeting minutes. This committee would like to disband the mailbox task force.
 - **Member Engagement Committee**

- **ACTION:** Confirm Jeff Schwerdtfeger as Board liaison

Director Connors moved and Director Jennings seconded to approve Jeff Schwerdtfeger as Board liaison to the Member Engagement Committee. Motion passed: 5 – 0.

- **ACTION:** Consider approving submitted member Applications

Director Bonzon moved and Director Schwerdtfeger seconded to approve Bob Julian, Richard Mackler and Mary Stevens as members for the Member Engagement Committee. Motion passed: 5 – 0.

- **Tahoe Donner Giving Fund Committee** – A verbal report was given.

- **ACTION:** Consider Scholarship Awards

Director Bonzon moved and Director Jennings seconded to approve the recommended Tahoe Donner Giving Fund scholarship awards as presented. Motion passed: 5 – 0.

**2. Discussion: Special Task Force Reports
(Task Force Chairs)**

- **ASO/ASC Task Force** – No report was given.
- **Equestrian Blue-Ribbon Panel Task Force** – No report was given.

XVII. EXECUTIVE SESSION (closed to members)

Not
Recorded

The Board of Directors adjourned to Executive Session at 3:35 p.m.

Director Bonzon moved and Director Jennings seconded to approve the board meeting moving into Executive Session. Motion passed: 5 – 0.

XVIII. ADJOURNMENT

Not
Recorded

Director Jennings moved and Director Connors seconded to approve adjournment of the regular board meeting at 6:00 p.m. Motion passed: 4 – 0. (Director Brooks was absent).

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 April 28, 2018 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