

ACTION ON June 22, 2018

VERIFIED Megan Rodman

E.A. - TDA ASSOC.

**MINUTES**

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

**May 26, 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, May 26, 2018. President 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  
 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  
 Annie Rosenfeld, Director of Risk Management & Real Property  
 Miguel Sloane, Director of Operations  
 Miah Cottrell, Computer Network Manager  
 Megan Rodman, Executive Assistant

**I. CALL TO ORDER 0:00:38**

**II. A. ACTION: APPROVAL OF MINUTES 0:03:44**  
 (Jennifer Jennings, Board of Directors Secretary)

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

- April 28, 2018 Regular Meeting Minutes

Director Connors moved and Director Brooks seconded to approve the April 28, 2018 meeting minutes as presented. Motion passed: 5 – 0.

**III. B. DISCUSSION: EXECUTIVE SESSION REPORT 0:04:10**  
(Jennifer Jennings, Board of Directors Secretary)

Director Jennings reported that, in the April 28, 2018 Executive Session, the Board of Directors discussed potential litigation and personnel matters. There are no actions to report.

Director Jennings reported that, in the May 24, 2018 Executive Session, the Board of Directors discussed litigation matters and no action was taken.

**IV. MEMBER & DIRECTOR COMMENTS 0:05:04**

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](mailto:board@tahoedonner.com). (Members are recognized to comment on agenda items as they occur).

**C. DISCUSSION/ACTION: ADDITION OF STRATEGIC GOALS ASSIGNED TO FINANCE COMMITTEE 0:05:42**  
(Jeff Connors, Board President)

The Board of Directors discussed assigning further strategic goals to the Finance Committee. These goals include:

- Elasticity of Demand Pricing Models
- Fiscal year Change Pro/Con
- Model: Zero-Consumer Price Index (CPI) + 1% Limits to Annual Assessment for 5 years
- Develop allocated overhead model for further association/amenity cost planning efforts

Director Schwerdtfeger moved and Director Bonzon seconded to approve the addition of the above-mentioned strategic goals to the Finance Committee for 2018. Motion passed: 5 – 0.

**VI. D. DISCUSSION/ACTION: 2018 DRAFT GUIDANCE FOR SUGGESTED DEVELOPMENT FUND PROJECTS 0:28:37**  
(Forrest Huisman, Director of Capital Projects and Michael Sullivan, Chair General Plan Committee)

The Board of Directors discussed various Capital Projects and provided guidance on future project development.

- **DISCUSSION:** Quarterly Capital Funds Projection
- **DISCUSSION/GUIDANCE:** Draft Guidance for Suggested Development Fund Projects. Director Connors made a motion to endorse the guidance as setting a direction for the General Plan Committee. Director Schwerdtfeger seconded the motion. Motion passed: 5 – 0.
- **DISCUSSION:** Post Office Boxes. By consensus the Board of Directors asked management to ascertain the number of members who receive their mail locally.
- **DISCUSSION:** EcoSign Report, Downhill Ski Lodge

**VII. E. DISCUSSION/ACTION: COVENANTS RULES MODIFICATIONS & SHORT-TERM RENTAL ACTIVITY GUIDANCE 1:49:39**  
 (Annie Rosenfeld, Director of Risk Management and Real Property, Laura Lindgren, STR/Amenity Access Task Force Chair and Fred Zapponi, Covenants Chair)

The Board of Directors discussed publishing a 45-day notice to the membership on new covenants rules to address noxious activities and prohibited business activities.

Director Schwerdtfeger moved and Director Bonzon seconded to defer publishing the 45-day notice to the membership on new covenants rules until the next regular board meeting on June 22, 2018. Motion passed: 4 – 1. (Director Brooks voted no)

The Board discussed draft short-term rental rules and a fine schedule. The Board will review them again at a future meeting.

**VIII. BREAK 11:45 A.M. 2:42:23**

The Board of Directors reconvened at 11:56 a.m.

**IX. F. DISCUSSION/ACTION: 2018 RESERVE REPLACEMENTS ITEMS REVIEW (Forrest Huisman, Director of Capital Projects)**

This item was discussed after agenda item X.

The Board of Directors considered the golf course reserve replacement project - a Master Plan update and feasibility study, not to exceed \$50,000. Director Bonzon moved approval of the staff recommendation and Director Schwerdtfeger seconded. Motion passed 4-1 (Director Brooks voted no.)

*Consideration of the other Reserve Replacement items were deferred to a future Board meeting.*

**X. G. DISCUSSION/ACTION: KEY PERFORMANCE INDICATORS REPORT 2:42:38**  
 (Robb Etnyre, General Manager)

The Board of Directors was given an update on Association operations.

- **ACTION: 2018 April Financials**

- The Board of Directors considered approving the 2018 unaudited April financials.

Director Schwerdtfeger moved and Director Brooks seconded to approve the unaudited 2018 April Financials as presented. Motion passed: 5 – 0.

- **ACTION: Quarterly Treasurer’s Report**

- The Board of Directors was provided with the Board Treasurer’s Quarterly Financial Report.

Director Brooks moved and Director Schwerdtfeger seconded to approve the Quarterly Treasurer’s Report as presented. Motion passed: 5 – 0.

- Update: Tahoe Donner Emergency Plan
- Social Media Report – A report was provided.
- **ACTION: Snowbird Chairlift Asset Disposal**

- The Board of Directors discussed and considered approving a plan for disposal of the existing Snowbird Chairlift at the Downhill Ski Area.

Director Brooks moved and Director Schwerdtfeger seconded to approve Option 1 of the decision paper as presented – proceed with necessary asset disposal and release of liability documentation with Teton Pass Ski Area and modify the chairlift removal language and financial obligations in existing contract with Skytrac Services, Inc. Motion passed: 5 – 0.

**XI. WORKING LUNCH WITH THE MEMBERSHIP 1:07 P.M. 3:49:16**

All members were invited to join the Board of Directors for lunch provided by Pizza on the Hill. The Board Meeting resumed promptly at 1:40 p.m. to agenda item XII – Forestry Management Plan.

**XII. H. DISCUSSION: FORESTRY MANAGEMENT PLAN 3:49:40**  
(Bill Houdyschell, Tahoe Donner Association Forester)

The Board of Directors was provided with an update on the planned 2018 Forest Management activities, including management and homeowner defensible space work areas.

By consensus the Board of Directors requested that staff return to the Board in June with a plan to accelerate the completion of high priority safety projects.

**XIII. I. DISCUSSION/ACTION: TAHOE DONNER ASSOCIATION, SOLID WASTE 4:23:38**  
(Annie Rosenfeld, Director of Risk Management & Real Property)

- **Green Containers, Yard Waste Town of Truckee & Tahoe Donner Storage Guidance**

(Fred Zapponi, Covenants Committee Chair and Annie Rosenfeld, Director of Risk Management & Real Property)

- The Board of Directors discussed the Town’s new yard waste pickup and Committee feedback on a storage policy for the new rolling containers.

- **Alternative Options Available to Participating in Town of Truckee New Solid Waste Program**

(Board of Directors)

- The Board of Directors discussed alternatives available to participating in the Town of Truckee's new solid waste program. No action was taken.

**XIV. J. DISCUSSION/ACTION: NEW BOARD RESOLUTION 5:16:33**  
(Jeff Bonzon, Board Treasurer)

The Board of Directors discussed creating a resolution and/or revising the governing documents to prohibit Directors from becoming senior-level employees of the Tahoe Donner Association for a defined time period following their departure from the Board of Directors. No action was taken.

**XV. K. COMMITTEE MANAGEMENT 5:28:41**

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

- The Board of Directors were provided with each committee's monthly task reports.
  - **Architectural Standards Committee** – The Board of Directors was provided with the committee's March 28, 2018 meeting minutes. A verbal report was also given.
  - **Covenants Committee** – The Board of Directors was provided with the committee's March 8, 2018 meeting minutes.
  - **Elections Committee** – The Board of Directors was provided with the committee's May 1, 2018 meeting minutes.
    - **DISCUSSION/ACTION:** Accountancy Firm ballot tabulation report midway through the election process.

Director Connors moved and Director Bonzon seconded to approve Option 1 – the Elections Committee working with McClintock Accountancy to provide a ballot tabulation report by end of day June 14, 2018 of the members who have not voted in the 2018 Director Election, and then to email those members on June 15, 2018 reminding them to vote. Motion passed: 5 – 0.

- **Finance Committee** – No report was given.
- **General Plan Committee** – The Board of Directors was provided with the committee's May 7, 2018 meeting minutes. A verbal report was also given.
- **Member Engagement Committee**
  - **ACTION:** Consider approving submitted member applications

Director Schwerdtfeger moved and Director Bonzon seconded to approve Greg McDougal as a new member to the Member Engagement Committee. Motion passed: 4 – 1. (Director Brooks voted no).

- **Tahoe Donner Giving Fund Committee** – The Board of Directors was provided with the committee’s April 3, 2018 meeting minutes.

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

- ASO/ASC Task Force – No report was given.
- Equestrian Blue-Ribbon Panel Task Force – The Board of Directors was provided with the task force’s May 17, 2018 meeting minutes.

**XVI. EXECUTIVE SESSION (closed to members)** Not Recorded  
The Board of Directors adjourned to Executive Session at 4:10 p.m.

Director Bonzon moved and Director Jennings seconded to approve the board meeting moving into Executive Session. Motion passed: 4 – 0. (Director Brooks absent).

**XVII. L. DISCUSSION/ACTION: APPROVAL OF CONTRACT – TAHOE DONNER LEGAL COUNSEL** Not Recorded  
(Jennifer Jennings, Board Secretary)

At 4:45 p.m. the Board of Directors convened back into open session. Director Jennings made a motion to approve Sproul Trost as Tahoe Donner Association’s new legal counsel. Director Schwerdtfeger seconded. Motion passed: 5 – 0.

**XVIII. EXECUTIVE SESSION (closed to members)** Not Recorded  
At 4:50 p.m. Director Connors made a motion to return to Executive Session. Director Schwerdtfeger seconded. Motion passed: 5 – 0.

**XIX. ADJOURNMENT** Not Recorded

Director Jennings moved and Director Bonzon seconded to approve adjournment of the regular board meeting at 6:10 p.m. Motion passed: 3 – 0. (Directors Schwerdtfeger and Brooks were 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 May 26, 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