

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

**February 23, 2019**  
**Northwoods Clubhouse**  
**9:00 a.m.**

**AMENDED**  
**February 16, 2019 (Item 20)**  
**February 16, 2019 (Item 3,5)**

This timed Agenda is prepared one week in advance of the meeting. The Board reserves the right to adjust this schedule during the meeting by adding, deleting, and/or moving matters as permitted by law. Association Board of Directors' meetings are open to members, but not the general public.

Members have the opportunity to make comments during each Agenda item in person at the meeting or via teleconference call. All board meetings are broadcast live. To watch board meetings live and for instructions on how to call into board meetings please visit the Tahoe Donner website at: <http://www.tahoedonner.com/members/governance/board-meetings/>.

Agenda items shall be designated either as an "Action" or a "Discussion" item. Items listed as Action will include discussion and are intended for the Board to make a determination on. Items listed as Discussion are intended to inform the Board on topics that might later be brought before the Board as Action items. *Board Resolution 2017-2.*

**\*This meeting is being recorded and broadcast live.\***



***Please silence your cell phone.***

**OPEN SESSION**

- 1. 9:00 a.m. Call to Order / Call for Quorum**  
(Jennifer Jennings, Board President)

**Opening Procedures:**

- Pledge of Allegiance

**2. 9:01 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 at [board@tahoedonner.com](mailto:board@tahoedonner.com). The Board president will recognize members to comment on agenda items as they occur. Members will have the option of making comments during the meeting in person, or via teleconference call. Members are requested to identify themselves and to include Unit and Lot Number or Tahoe Donner address. 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.

**3. 9:15 a.m. Action: Consent Calendar**

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 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 remainder of the Consent Calendar.

- December 15, 2018 Regular Meeting Minutes
- January 9, 2019 Special Meeting Minutes
- January 26, 2019 Regular Meeting Minutes
- Executive Session Report for January 26, 2019
- 2019/2020 Spring/Winter Ski Pass Rates for Downhill and Cross Country
- ~~RFP for Compensation Study of salaried positions~~
- Purchase of Forestry Chipper and Truck
- Convert Jim Stark from an alternate member to a full member of the Member Engagement Committee
- Transfer of \$20,000 from Tahoe Donner Giving Fund's General Fund to the Scholarship Fund
- Appointment of Laura Lindgren and John Maciejewski as members of the General Plan Committee

**4. 9:20 a.m. Committee / Task Force Reports**

The Board of Directors will review the Committee / Task Force written minutes and reports as a routine monthly procedure, with no board discussion or action anticipated.

Specific request from chairs for board Action or Discussion will be agenzized as separate topics. Routine committee membership adjustments will be placed on the consent calendar.

- Architectural Standards Committee
- Covenants Committee
- Elections Committee
- Finance Committee
- General Plan Committee
- Member Engagement Committee
- Tahoe Donner Giving Fund Committee
- ASO/ASC Task Force

5. 9:30 a.m. ~~Action~~**Discussion: Human Resources Committee Charter Amendments**  
(Board of Directors)

The Board of Directors will discuss ~~and consider approving an~~ amendments to broadening the Board Committee's duties.

6. 9:40 a.m. **Action: Finance Committee – Membership and Subcommittee**  
(Board of Directors)

The Board of Directors will consider and may do the following:

- a. Amend the Finance Committee charter to increase the number of members of the Committee
- b. Make new appointments to the Finance Committee
- c. Amend the Finance Committee charter to allow for creation of subcommittees
- d. Direct the Finance Committee to create an investment subcommittee

7. 10:10 a.m. **Action: 45-Day Notice – Rules of Fire Safety**  
(Annie Rosenfeld, Director of Risk Management and Real Property)

The Board of Directors will discuss and consider approving going out to 45-day notice on permanent rules of fire safety.

8. 10:35 a.m. **Discussion: Member Comment – Proposed 2019 Architectural Standards Fee and Fine Schedule**  
(Annie Rosenfeld, Director of Risk Management and Real Property)

The Board of Directors will hear member comments on the proposed changes to the Architectural Standards Fee and Fine Schedule that was approved for 45-day member comment at the special board meeting on January 9, 2019.

9. 10:55 a.m. **BREAK**

10. 11:05 a.m. **Action: 2019 Election Procedures and Voting Record Date**  
(Bette Rohrback, Elections Committee Chair)

The Board of Directors will review and consider approving the 2019 Election Procedures and setting the voting record date as May 1, 2019.

11. 11:25 a.m. **Action: Member Engagement Committee's Role of Engagement in the 2019 Member Elections**  
(Board of Directors)

The Board of Directors will discuss and consider approving the Member Engagement Committee's tasks for the two upcoming member elections (Director and Covenants update).

12. 11:55 a.m. **Action: Member Engagement Committee Charter Amendments**  
(Board of Directors)

The Board of Directors will consider approving Member Engagement Committee (MEC) charter amendments to (1) add a second Board liaison and (2) authorize the two liaisons to approve MEC communications.

13. 12:05 p.m. **LUNCH**

All members are invited to join the Board of Directors for lunch provided by Pizza on the Hill. The Board Meeting will resume promptly at 12:35 p.m. to Agenda item 14 – Review Preliminary Draft Governing Documents Update.

#### OPEN SESSION

14. 12:35 p.m. **Discussion: Review Preliminary Draft Governing Documents Update**  
(Annie Rosenfeld, Director of Risk Management and Real Property)

The Board of Directors will be updated on the current status of the current Association governing documents update project.

15. 1:00 p.m. **Action: Short-Term Rentals**  
(Annie Rosenfeld, Director of Risk Management and Real Property)

Staff will brief the Board on the status of the Short-Term Rental Program. The Board will consider providing guidance to staff on the implementation of the program. The Board will also consider approving a Board position on whether the Town of Truckee should develop a short-term rental program.

**16. 1:25 p.m. Discussion: Capital Project Status Priorities**  
(Board of Directors)

The Board of Directors will discuss priorities for capital projects.

**17. 1:35 p.m. Action: Reconsideration of the Board's approval of a Roof over the Stairway  
In Between Parking Lots at the Lodge Restaurant and Pub**  
(Board of Directors)

The Board of Directors will reconsider its January 26, 2019 decision to approve a roof over the heated stairway between parking lots at the Lodge Restaurant and Pub.

**18. 1:45 p.m. Action: Capital Projects**  
(Forrest Huisman, Director of Capital Projects)

The Board of Directors will discuss and consider approving the following:

**1. Grade Mile Run**

- The Board of Directors will discuss and consider approving to start engineering drawings for agency approvals in 2019 and construction during summer of 2020.

**2. Expand Downhill Snowmaking**

- The Board of Directors will discuss and consider approving to spend soft costs and obtain agency clearances to expand snowmaking capabilities at Downhill.

**3. Snowmaking at Snowplay and the Cross Country Center**

- The Board of Directors will discuss and consider approving to spend soft costs and obtain agency clearances to have snowmaking capabilities at Snowplay and the Cross Country Center.

**19. 2:05 p.m. Action: Lodge / Banquet Accounting**  
(Board of Directors)

The Board of Directors will discuss whether to direct staff to distinguish between Lodge and Banquet revenue.

**20. 2:20 p.m. Key Performance Indicator Report**  
(Robb Etnyre, General Manager)

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

**Action: Association Wide Member Survey**  
(Christina Schwartz, Director of Marketing and Member Relations)

The Board of Directors will consider approving the final draft of the association wide member survey.

~~**Discussion: Preliminary briefing on unaudited 2019 January Financials**  
(Mike Salmon, Director of Finance & Accounting)~~

~~The Board of Directors will be provided a preliminary briefing on the unaudited financial results for January 2019.~~

**Action: Unaudited 2018 December and Unaudited 2019 January Financials**  
(Mike Salmon, Director of Finance & Accounting)

The Board of Directors will be provided with and consider approving the unaudited financial results for December 2018 and January 2019.

**Discussion: Trout Creek Expansion Project Report**  
(Forrest Huisman, Director of Capital Projects)

The Board of Directors will be provided with an update on the Trout Creek expansion project.

**Discussion: Banquet Tent Acoustical Report**  
(Mike Peters, Director of Food and Beverage)

The Board of Directors will be provided with an updated acoustical report on the banquet tent at the Lodge Restaurant and Pub.

## EXECUTIVE SESSION

**21. 3:25 p.m. Executive Session**

The Board is allowed to meet in "executive session" to discuss certain topics. (Civil Code §4935).

The Board of Directors plan to meet in Executive Session to discuss the following:

- Appeals (4)
- Contracts
- Legal Issues
- Personnel Issues

## OPEN SESSION

**22. 6:25 p.m. Adjournment**

The next regularly scheduled board meeting will take place on **March 23, 2019** at the Northwoods Clubhouse, Mezzanine Room.

## Tahoe Donner Committee Meeting Schedule

- Architectural Standards Committee
  - Next Meeting – March 6, 2019 9:00 a.m.
- Covenants Committee
  - Next Meeting – March 14, 2019 at 3:00 p.m.
- Elections Committee
  - Next Meeting – March 5, 2019 at 1:00 p.m.
- Finance Committee
  - Next Meeting – March 14, 2019 at 3:30 p.m.
- General Plan Committee
  - Next Meeting – March 4, 2019 at 2:30 p.m.
- Member Engagement Committee
  - Next Meeting – March 7, 2019 at 9:00 a.m.
- Tahoe Donner Giving Fund Committee
  - Next Meeting – March 18, 2019 at 3:00 p.m.

**\*All Committee meetings are held at the Northwoods Clubhouse. \***

As provided for 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

*February 19, 2019*

Date