

“The TDA Board established a Human Resources Committee on December 16, 2017. The Committee consists of two Board members and has proven helpful in addressing human resources matters. The current HR Committee, Directors Koenes and Jennings, are recommending the Board’s consideration of a new charter as set forth below.”

Tahoe Donner Association Human Resources Committee Charter Discussion Draft 2.23.19

AUTHORITY

The Human Resources Committee is established under the provision of

- a. Section 1, Article X, Restated Bylaws of Tahoe Donner Association
- b. Resolution 2008-02, Committee Policy, Tahoe Donner Association Board of Directors
- c. Article VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association

The Committee will have no authority to act on behalf of the Board. The Committee will report the results of its reviews to the Board.

The Committee shall not have direct or indirect involvement in the daily operation of the Association. Interactions with management or staff shall be arranged through the General Manager or the Director of Human Resources. The Committee is not authorized to review the employment or medical files of any individual employee. The Committee is not authorized to engage in contracting and should coordinate all dealings with external contractors with the General Manager or Director of Human Resources.

STATEMENT OF PURPOSE

The Human Resources Committee is established to ensure the Board of Director’s fiduciary responsibility to ensure a positive employment environment is accomplished. The Committee’s role is advisory to the Board and to the General Manager. In the event of concerns that may warrant action, the Committee shall recommend such action to the Board of Directors. The Board, at its sole discretion, may choose to direct the General Manager to take or initiate actions as it deems appropriate, subject to applicable employment laws and regulations.

TASKS & RESPONSIBILITIES

Personnel Policies

The General Manager is responsible for ensuring that personnel policies are disseminated and implemented by the Director of Human Resources. The Human Resources Committee shall review such policies at least every two years. The Committee may ask questions of staff regarding the purpose behind, and consistent application of, Personnel Policies, and may offer advice and critique as a result of this review. The Committee shall report the findings of the review to the full Board. The Committee may not dictate any particular actions independent of full Board direction.

Pay Ranges & Range Compliance

The General Manager is responsible for ensuring that all positions within the Association are assigned to an equitable pay range, and that pay ranges are adhered to in practice, with oversight by the Director of Human Resources. The Human Resources Committee will review such pay raises every two years, and more often if warranted by changes to the pay ranges exceeding the California CPI + 1%. The Committee review will focus on equity between ranges and competitiveness of the ranges in the employment market. To ensure adherence to the pay ranges with no evidence of favoritism, the Committee may audit employee pay rates relative to the applicable range. Such audit will not involve any review or discussion of any individual employee's performance nor evaluate any individual's pay relative to performance. The review will only establish that pay is within the allotted range. The Committee shall report the findings of the pay range review and audit to the full Board. The salary schedule shall be sent by the Committee to the whole board for review and approval.

Benefits

The total benefits package, including but not limited to, health insurance, retirement plan(s), amenity privileges, disability insurance, etc., will be reviewed by the Human Resources Committee as part of the annual budget process. The Committee may elicit assistance from the Finance Committee to support this review and the financial implications thereof. Any recommendations for adjustment will be directed to staff for consideration as part of the proposed budget, with review and approval by the full Board in the context of budget approval by the Board.

Hiring

Other than the hiring of a General Manager, hiring decisions are a staff function. Staff may seek Board member participation, via the Human Resources Committee, to participate in (1) advising on hiring evaluation criteria and (2) candidate interviews. Any staff requests for such participation are to be conveyed by the General Manager. Regarding the hiring of direct reports to the General Manager, as these positions regularly interact with committees chartered by the Board and regularly make presentations to the Board, it is prudent for the General Manager to seek such participation. The Human Resources Committee may refer the General Manager to Board members with expertise in the area of question. Such participation will be advisory only. Participation by an individual Director will be reported to the Human Resources Committee to ensure that the Director involvement is (1) at the invitation of staff and not self-imposed, and (2) appropriate and limited, without involvement in the hiring decision.

Staffing Levels

The General Manager is responsible for ensuring adequate and balanced staffing to implement the Mission of Tahoe Donner and achieve organizational objectives as adopted by the Board. The Human Resources Committee will provide feedback to the General Manager when there is concern that staffing is not balanced in this regard. The Committee may also provide such feedback to the General Manager, the Finance Committee and the Board as part of the annual budget process.

Grievances

The employee grievance process as outlined in the Personnel Policies shall be adhered to and respected without interference. If an employee files a complaint that the grievance process itself has not been adhered to, that complaint will be reported to the Human Resources Committee. Working with the General Manager, or, if the complaint involves the General Manager, working with the Human

Resources Director, the Committee will ensure that grievance processes are being followed. The Committee will not become involved in the grievance itself unless so provided for in the personnel policies.

Diversity

If the Board adopts diversity goals, the Human Resources Committee will monitor recruitment and retention efforts to achieve these goals, as well as monitor for adverse indicators of actions contrary to these goals. This is a monitoring function only, with the General Manager responsible for administering any diversity programs and activities through the Director of Human Resources.

General Manager

The General Manager is accountable to the full Board, with the President as the liaison between the Board and General Manager. The Human Resources Committee shall not infringe on this relationship.

The General Manager is responsible for all staff. If any particular staff member has an untoward interaction with the Board, a committee of the Board or any of its subcommittees, the incident shall be reported to the President and the President shall interact with the General Manager. If the nature of the incident warrants a witness to the interaction with the General Manager, the President shall request a member of the Human Resources Committee to be that witness.

If there is to be a disciplinary conference with the General Manager regarding the General Manager's actions as an employee, that conference will be either in executive session with the full Board, or, if by the President, with a witness from the Human Resources Committee.

Performance evaluations of the General Manager, as well as the hiring of a new General Manager, are the responsibility of the full Board. The Human Resources Committee shall have no presumptive role in these processes.

Other Duties as Assigned

The Committee may undertake other human-resources-related tasks as assigned by the Board of Directors. The Committee will act on such assignments without compromising the relationship between the Board and the General Manager, and the General Manager and staff. The Committee shall not undertake duties outside the scope of this Charter not approved by the full Board.

ORGANIZATION & MEMBERSHIP

The Committee shall consist of two Board members. The Director of Human Resources shall serve as staff liaison to the Committee.

MEETINGS

Meetings of the Committee are as required to fulfill the duties described herein. As these duties are ad hoc, there is no regular meeting schedule. As a subcommittee of the Board of Directors not constituting a quorum of the Board, this committee is not subject to public meeting requirements. All actions resulting from Committee activities will occur in a properly noticed public or executive session meeting of the Board.

REPORTING REQUIREMENTS

All activities by the Human Resources Committee will be reported to the full Board of Directors at the subsequent meeting of the Board. Reports in executive session will be only as allowed by law and by Tahoe Donner governing documents.

TERM OF CHARTER & AMENDMENTS

This Committee Charter shall remain in effect as presented herein until such time as it is amended or revoked by a majority vote of the Board of Directors. The Committee shall remain in existence until dismissed by the Board.

DRAFT