

MINUTES
TAHOE DONNER ASSOCIATION
SPECIAL BOARD OF DIRECTORS MEETING

March 2, 2020
Northwoods Clubhouse
8:00 a.m.

A special meeting of the Board of Directors of Tahoe Donner Association was held at the Northwoods Clubhouse 11509 Northwoods Blvd., Truckee, California on Monday, March 2, 2020. President Wu called the meeting to order at 8:00 a.m. The following Directors were in attendance, thus constituting a quorum of the authorized number of Directors of the Association:

Directors Present: Charles C. Wu, President (via phone)
Don Koenes, Vice President
Jeff Connors, Treasurer
Jim Roth, Secretary
Jennifer Jennings, Director

Directors Absent: none

Staff Present: Michael Salmon, Director of Finance and Accounting
Miguel Sloane, Director of Operations
Annie Rosenfeld, Director of Risk and Real Property
Robin Bennett, Recording Secretary

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| 1. <u>CALL TO ORDER</u> | 05:40 |
| 2. <u>MEMBER & DIRECTOR COMMENTS</u> | 06:05 |

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

Director comments were made regarding:

- None

Member comments were made regarding:

- None

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).

3. **ACTION: CONSENT CALENDAR**
(Board of Directors)

06:20

Items listed under the Consent Calendar are considered to be routine and were acted on as follows:

- January 31, 2020 Meeting Minutes
 - February 22, 2020 Meeting Minutes
- Executive Session Report
- o February 22, 2020

The regular meeting minutes were removed by Director Jennings for amendments.

After discussion, Director Wu moved to approve the executive session report on the consent calendar seconded by Director Roth. Motion passed: 5 – 0

4. **ACTION: COMMITTEE CHARTERS**
(Board of Directors)

07:22

The Board of Directors reviewed the revised committee charters for the 5501 Audit Committee and the Finance Committee.

After discussion, Director Roth moved to adopt Resolution 2020-X Board Review of Financial Records In Accordance With California Civil Code Section 5500 and 5501 with one amendment removing #2 of the resolution – (Board member rotating every month) seconded by Director Koenes. Motion Passed: 5 – 0

The Board of Directors reviewed the proposed Finance Committee Charter.

After discussion Director Koenes moved to approve the proposed Finance Committee Charter as proposed with changes adding a paragraph on page 1 under purpose and deleting committee applications submitted to the Committee Chair and adding a sentence on page 7 under the third bullet also adding the comparison as part of an appendix to the charter seconded by Director Jennings. Motion Passed: 5 – 0

5. **ACTION: 2020 COMMITTEE GOALS** 1:04:35
(Committee Chair)

The Board of Directors reviewed the 2020 Committee Goals for the General Plan Committee and the Finance Committee.

Director Wu moved to approve the General Plan Committee Goals for 2020 seconded by Director Koenes. Motion Passed: 5 – 0

The 2020 Committee Goals for the Finance Committee were tabled to the next meeting.

6. **ACTION: INFORMATION TECHNOLOGY AND ASPENWARE DECISION** 1:28:38
(Miah Cottrell, Director of Information Technology)

The Board of Directors reviewed the IT Strategic Plan.

After discussion, the board would like to see an 18-24 month road map with end goals.

The Board of Directors discussed Aspenware in executive session.

7. **EXECUTIVE SESSION (closed to members)** Not Recorded

The Board adjourned to executive session at 9:50 a.m.

The Board reconvened to open session at 12:13 p.m.

8. **ADJOURNMENT** Not Recorded

There was board consensus to adjourn the meeting at _____ p.m.

Submitted by:

Jim Roth, Board of Directors Secretary

SECRETARY’S CERTIFICATE

I, Jim Roth, 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 March 2, 2020 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Jim Roth, Board of Directors Secretary

POTENTIAL FUTURE BOARD AGENDA ITEMS

DRAFT