

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

April 25, 2020
Teleconference
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held via teleconference on Saturday, April 25, 2020. President Wu called the meeting to order at 9:00 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 webinar)
Don Koenes, Vice President (via webinar)
Jeff Connors, Treasurer (via webinar)
Jim Roth, Secretary (via webinar)
Jennifer Jennings, Director (via webinar)

Directors Absent: none

Staff Present: Annie Rosenfeld, Director of Risk and Real Property
Tom Knill, Director of Human Resources
Miguel Sloane, Director of Operations
Lindsay Hogan, Marketing Manager
Jon Mitchell, Director of Capital Projects
Robin Bennett, Recording Secretary

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| 1. <u>CALL TO ORDER</u> | 00:08 |
| 2. <u>MEMBER & DIRECTOR COMMENTS</u> | 00:55 |

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

Member comments :

- A member commented in support of the Nature Loop project
- A member commented in support of the Nature Loop project and how staff is handling the COVID-19 crisis
- A member requested an update on the replacement for Director of Finance

Director comments were made regarding:

- Director Roth acknowledged the departure of Mike Salmon and thanked him for his years of service
- Director Jennings acknowledged the hard work of staff during this time and mentioned having a fire camera installed before the upcoming fire season

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)

14:00

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

- March 28, 2020 Meeting Minutes
- April 9, 2020 Meeting Minutes
- Executive Session Report
 - March 23, 2020
 - March 27, 2020
 - March 28, 2020
 - March 30, 2020
 - April 6, 2020
 - April 9, 2020
 - April 10, 2020
 - April 13, 2020
- 5501 Report
- Quarterly Treasurer's Report on Investments
- Giving Fund – Scholarship Dollars
- DP- Replacement of Forestry Chip Truck – Reserve Replacement Fund

Director Roth removed the executive session reports.

Director Wu removed the DP for replacement of Forestry chip truck

Director Jennings approved the April 9 minutes but noted the time needed to be filled in for adjournment.

Director Koenes moved to approve the consent calendar as amended above seconded by Director Roth Motion Passed: 5 – 0

Suzanne Sullivan confirmed that the Board approved her scholarship item:

approve the expenditure of the \$225,000 in order for us to proceed with the process outlined in the following section. We will come back to you with details on how the funds for the Traditional scholarships were allocated (number and amounts) at a later date. This year we recieved 137 applications for Traditional and 63 applications for IMPACT scholarships.

4. **COMMITTEE / TASK FORCE REPORTS** 16:43
(Committee/Task Force Chairs)

The Board of Directors reviewed the Committee / Task Force written minutes and reports as a routine monthly procedure.

5. **Action: Association Update** 20:30
(Annie Rosenfeld and Miguel Sloane)

The Board of Directors received and update on COVID-19 related association closures and impacts. The board also reviewed the quarterly financials.

6. **Discussion: GM Update** 1:16:54
(Charles C. Wu, Board President)

Director Wu gave an update on the GM position and stated an offer has been made and the employment agreement is in final review with legal. Director Wu thanked Mike Salmon and the accounting staff on all the work completed in the last two weeks and wished Mike well in his new position. Director Wu also mentioned there are 2-3 strong interim candidates for the Director of Finance and the board will make a decision to bring one on board next week.

7. **Discussion: Elections Update** 1:21:08
(Elections Committee)

Bette Rohrback, Elections Committee Chair provided the board with the 2020 election plan and process due to COVID-19. There was also discussion about the CAI Tool and training for board candidates.

8. **BREAK** 1:31:33

Break was taken at: 10:47 a.m.

The Board reconvened at: 10:58 a.m.

9. **Action: Town of Truckee Presentation – Donner Pass Road East End Traffic Study** 1:45:09
(Town of Truckee Staff)

The Board of Directors received a presentation from Becky Bucar and discussed the traffic study and options. Additional comments can be sent to BBucar@townoftruckee.com

10. **Action: Town of Truckee TSSA-1 Fund/Town Transportation Projects** 2:32:04
(Town of Truckee Staff)

Becky Bucar provided the board with various projects for TSSA-1 funds. After discussion, the board requested that Annie Rosenfeld draft a letter to the town in regard to the proposed projects.

11. **Action: Capital Projects Update** 3:33:34
(Jon Mitchell, Director of Capital Projects)

Jon Mitchell provided the board with a presentation on a capital projects update. There was discussion about deferring and accelerating projects.

After discussion, there was board consensus to utilize staff on projects to keep them employed.

12. **Action: Nature Loop Construction: Replacement Funds Project** 4:09:53
(Jon Mitchell, Director of Capital Projects)

Annie Rosenfeld provided the board with a presentation on the Nature Loop project.

After discussion, Director Roth moved to approve option 1 recommended by staff to approve moving forward with the project with option B consider awarding construction contract(s), and/or delegating contract(s) award authority to the Senior Transition Team (Annie Rosenfeld and Miguel Sloane) related to the 2020 Nature Loop Repair and Replacement project seconded by Director koenes. Motion Passed: 5 – 0

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

The Board adjourned to executive session at 1:45 p.m.

14. **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 April 25, 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