

Tahoe Donner Association

The Lodge at Downhill Ad Hoc Committee Charter

Authority

Pursuant to the powers vested in the Board of Directors ("Board") by the Articles of Incorporation, the Bylaws, and the Covenants and Restrictions of TAHOE DONNER ASSOCIATION ("Association"), the Board hereby establishes the Lodge at Downhill Ad Hoc Committee ("Committee") as an advisory committee of the Association.

The Committee is established under the provisions of:

- Section I, ARTICLE X, Restated Bylaws of Tahoe Donner Association
- Resolution 2008-2, Committee Policy, Tahoe Donner Association Board of Directors, December 20, 2008 • ARTICLE VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association

Purpose

The purpose of this ad hoc committee is to assist management with the downhill ski lodge project planning through conceptual design.

Roles and Responsibility

This ad hoc committee's responsibility is to report to the Board. The Board will make decisions on the process with the committee's advice and input. The Board may seek input from the committee on any part of the process. Specific objectives may consist of but are not limited to:

- Work with staff and their subconsultant(s) to continue maturing the current lodge replacement sizing analysis to a point which enables the Board to decide on a narrowed sizing range.
- Assist staff as needed in reviewing a procurement package to acquire a design team.
- Work with staff and their consultant(s) to prepare conceptual design plans for board approval.
- Work with staff on the public outreach component of the project. The committee will brainstorm on ways to involve members in the process and make recommendations on how best to solicit member input at key steps throughout the process, and may participate in soliciting member input.

Membership

The Board shall appoint members of the Association at-large. The ideal size for the committee is approximately seven members, however, exact number will depend on the number and qualifications of committee applicants. Qualifications may include:

- Current or previous ski area industry experience
- Previous ski industry or public spaces architectural experience
- Current or previous commercial contracting experience
- Financial specialist preferably as a liaison to finance committee

Meetings

This is an advisory committee which operates as a dynamic workgroup. Meetings may be held with either the full committee, or with any subgroup of the committee as germane to the topic-at-hand and corresponding expertise, without quorum or notice requirement. Irrespective of notice, meetings are open to members of the Association unless the topic-at-hand would explicitly qualify for executive session before the Board. Meetings including a quorum of the Board will be noticed as a Board meeting.

Record Keeping

Minutes will be maintained and published in Board books, the same as standing committees.

Term

As an ad hoc committee, the term shall commence upon board approval of a conceptual plan.