

MINUTES
TAHOE DONNER ASSOCIATION
SPECIAL BOARD OF DIRECTORS MEETING

April 9, 2020
Teleconference
12:00 p.m.

A special meeting of the Board of Directors of Tahoe Donner Association was held via teleconference on Thursday, April 9, 2020. President Wu called the meeting to order at 12:00 p.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 (via phone)
Jeff Connors, Treasurer (via phone)
Jim Roth, Secretary (via phone)
Jennifer Jennings, Director (via phone)

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> | 00:10 |
| 2. | <u>MEMBER & DIRECTOR COMMENTS</u> | 00:42 |

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

Member comments were made regarding:

- A member commented on a decision being made for snowmaking
- A member commented on snowmaking at Cross Country and Snowplay
- A member commented in agreement with snowmaking at Cross Country
- A member commented on approving any expenditures during the COVID-19 crisis

Director comments were made regarding:

- Director Connors commented on the COVID-19 shelter in place order

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: CAPITAL PROJECTS - SNOWMAKING** 10:50
(Jon Mitchell, Director of Capital Projects)

The Board of Directors received an update on the 2020 COVID financial report from Michael Salmon, Director of Finance and Accounting.

The Board of Directors reviewed the snow making presentation and decision paper for cross country and snowplay.

After discussion, Director Wu moved to approve cross country snowmaking option 2 recommended by staff to proceed with final design and permitting with a soft cost not to exceed \$100,000 and to come back to the board for approval to award the contract once permitting is complete seconded by Director Connors. Motion Passed: 5 – 0

After discussion, Director Wu moved to approve snowmaking at snowplay option 2 recommended by staff to proceed with final design and permitting with a soft cost not to exceed \$30,000 and to come back to the board board approval to award the contract once permitting is complete seconded by Director Koenes. Motion passed: 5 – 0

4. **ACTION: 2019 AUDIT REPORT** 1:07:40
(Mike Salmon, Director of Finance and Accounting)

Kendall Galka and Bob McClintock of McClintock’s Accountancy firm provided the Board with a detailed overview of the audit ending December 31, 2019.

After discussion, Director Wu moved to approve and accept the audit report subject to the addition of a capital expenditure supplemental schedule seconded by Director Connors. Motion Passed: 5 – 0

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

The Board adjourned to executive session at 2:15 p.m.

8. **ADJOURNMENT**

Not
Recorded

There was board consensus to adjourn the meeting.

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 9, 2020 as approved by the Board members in attendance and constituting a quorum at a duty convened subsequent meeting of the Board.



Jim Roth, Board of Directors Secretary

POTENTIAL FUTURE BOARD AGENDA ITEMS