

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

April 23, 2021
Teleconference
9:00 a.m.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held via teleconference on Friday, April 23, 2021. President Kones 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: Don Kones, President (via webinar)
Jim Roth, Vice President (via webinar)
Steve Mahoney, Treasurer (via webinar)
Courtney Murrell, Secretary (via webinar)
Charles C. Wu, Director (via webinar)

Directors Absent: None

Staff Present: **David Mickaelian, General Manager**
Annie Rosenfeld, Director of Risk and Real Property
Lindsay Hogan, Marketing Manager
Jon Mitchell, Director of Capital Projects
Jesse Strzok, Assistant Director of Operations
Miah Cottrell, Director of IT
Erika Stohl, Director of Human Resources
Todd Martyn-Jones, Director of Finance, Accounting and Business Support
Steve Turner, Director of Food & Beverage
Robin Bennett, Recording Secretary

1. CALL TO ORDER

Employee Recognition

David Mickaelian, General Manager, recognized employees for their years of service with Tahoe Donner. Scott Botn 5 years of service, Darren Davis 5 years of service, Javier Mora-Martinez and Ali Concannon for 10 years of service with Tahoe Donner.

50th Anniversary

President Koenes recognized employee Robby McClendon of Downhill Ski and spoke on the SAMMY Award that he received.

2. MEMBER & DIRECTOR COMMENTS

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

Member comments were made regarding:

- None

Director comments were made regarding:

- Director Murrell commented on the employee recognition for Robby McClendon.

Members may submit additional comments by email to the Board of Directors at Memberletters@tahoedonner.com (Members are recognized to comment on agenda items as they occur).

Board President Koenes gave a brief presentation on the process and flow of the meeting.

3. ACTION: CONSENT CALENDAR

(Board of Directors)

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

- March 26, 2021 Regular Meeting Minutes
Executive Session Report
 - March 26, 2021
 - March 30, 2021
- 5501 Report
- Replacement Reserve Item Acceleration - Backhoe
- Covenants Committee – New Alternate Member

Director Mahoney removed the Replacement Reserve Item and the Covenants Committee Alternate member from consent.

Director Mahoney moved to approve the consent calendar as amended seconded by Director Roth. Motion Passed: 5 - 0

After discussion, Director Mahoney approved staff's recommendation to replace the backhoe seconded by Director Koenes. Motion Passed: 5 – 0

After further discussion, Director Mahoney moved to approve the alternate member of the covenants committee seconded by Director Roth. Motion Passed: 5 - 0

4. COMMITTEE / TASK FORCE REPORTS

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

5. 2020 AUDIT REPORT

The Board of Directors received a brief presentation and recommendation for approval of the 2020 Audit Report.

After discussion, Director Mahoney moved to accept the recommendation by staff to approve the 2020 Audit Report seconded by Director Wu.
Motion Passed: 5 - 0

6. GENERAL MANAGER UPDATE

David Mickaelian, General Manager along with staff provided the Board of Directors with an an update on a Recall Petition that was received, COVID, Summer Programming and registration update, 2022 Goal Process, Lodge at Downhill Ski, Nature Loop and Golf Course ribbon cutting, Pizza on the Hill and the next steps for E-bike Regulation.

**7. BREAK was taken at 11:23 a.m.
The Board of Directors reconvened at 11:32 a.m.**

8. FINANCE AND GENERAL PLAN COMMITTEE CHARTERS

David Mickaelian, General Manager provided a presentation to the board addressing both charters and key provision and changes.

After discussion, Director Mahoney moved to direct staff to update Resolution 2008-2 to make a contemporary document and include the changes proposed by the General

Manager for a single source admin charter. Also, direct staff to develop a Trails & Open Space separate charter and develop a subcommittee to create the charter. Adopt the Finance Committee Charter as presented seconded by Director Koenes.

Director Wu moved to approve the update of Reso 2008-2 and include GPC as presented seconded by Director Roth. Motion Denied: 4-1

Director Murrell amended the original motion to approve the Finance Committee Charter as written, direct staff to begin drafting Trails & Open Space Charter working with member volunteers, update Resolution 2008-2 at a future date, and pull the General Plan Committee Charter back for refinement with coordination with the Trails & Open Space subcommittee seconded by Director Mahoney. Motion Passed: 4-1 (Director Wu No)

Break was taken at 12:57 p.m.

The Board of Directors reconvened at 1:18 p.m.

9. LEGISLATIVE UPDATE

Daivd Mickaelian, General Manager briefed the Board of Directors on the upcoming meetings regarding legislation.

Board President Koenes provided a brief presentation on legislative bills.

After discussion, Director Koenes moved to direct staff to write a letter to the local representatives in support of AB502 and SB391 seconded by Director Mahoney.
Motion Passed: 5 – 0

10. EUER VALLEY RESTORATION PHASE 1 (AKA COYOTE CROSSING)

Jon Mitchell, Director of Capital Projects presented the Board of Directors with an update on the 30% design development of the Euer Valley Restoration Phase 1 project.

11. BREAK was taken earlier.

12. FINANCIAL UPDATE

Todd Martyn-Jones, Director of Finance, Accounting and Business Support, provided the Board of Directors with a financial update.

13. TSSA-1 LETTER TO TDA

David Mickaelian, General Manager briefed the Board of Directors on the TSSA-1 fund planned expenditures. Becky Bucar, Town of Truckee Engineering Manager presented detailed information to the Board of Directors on the planned expenditures.

After discussion, Director Wu moved to accept the TSSA-1 Fund planned expenditures seconded by Director Roth. Motion Passed: 5 - 0

There was a brief discussion on traffic calming and board consensus for staff to move forward on traffic calming and talking to the Town of Truckee.

14. EXECUTIVE SESSION (closed to members)

Director Mahoney moved to adjourn to executive session seconded by Director Murrell at 2:40 p.m.

15. ADJOURNMENT

There was board consensus to continue executive session to 4pm on Monday, April 26.

Submitted by:

Courtney Murrell, Board of Directors Secretary

SECRETARY'S CERTIFICATE

I, Courtney Murrell, 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 23, 2021 as approved by the Board members in attendance and constituting a quorum at a duty convened subsequent meeting of the Board.

Courtney Murrell, Board of Directors Secretary