

MARCH 16, 2022 MEMBER MEETING

Review of Petition and Ski Lodge Next Steps



TAHOE DONNERSM

PLEDGE OF ALLEGIANCE



TODAY'S MEETING

- Today's meeting is called by the Tahoe Donner Board of Directors
- Meeting open concurrently as a Member Meeting and a Special Board Meeting
- Order of events:
 - Speak to the validity of the recent petition
 - Talk about next steps for the Ski Lodge Project
 - Take open comment
- Tahoe Donner's legal counsel will now explain quorum

QUORUM

In order for there to be a valid member meeting, there must be a quorum of members (Bylaws Article V, Section 5(a)(ii)).

PETITION

PETITION SUBMITTED ON JANUARY 28, 2022

- Total petition pages submitted – 497
- Petition pages validly signed by 468 lots of 6,473 total lots
- Total valid signatures to meet 5% requirement – 324 lots

PETITION DEMANDS

- Hold a member meeting
- Member vote on an \$18M “all-in” spending cap for the Ski Lodge Project



SPECIAL MEMBER MEETING

PETITION REQUEST FOR MEMBER MEETING

A member request for a special meeting is valid only if:

1. Request is signed by 5% of the membership
2. Request states a purpose
3. Purpose must be lawful {Corporations Code 7510(e); TDA Bylaws Article V, Section 3(a)}.

WHY REQUEST IS NOT VALID

"Lawful purpose" is defined broadly, but the purpose still has to be stated.

- The petition did not state a purpose for a meeting.

The Board recognizes the importance of this topic and chose to call a meeting to hear additional member feedback and inform of next steps with the Ski Lodge Project.



A MEMBER VOTE ON A SPENDING CAP IS NOT LEGAL

PETITION REQUEST FOR A MEMBER VOTE

A member request for a member vote is only valid if:

1. Request is signed by 5% of the membership
2. Request is for a lawful purpose {Corporations Code 7510(e); TDA Bylaws Article V, Section 3(a) }.

WHY REQUEST IS NOT VALID

- A lawful purpose for a vote is limited to only those items that a statute or a provision of the governing documents **REQUIRES** members to vote on. Items that are within the Board's decision-making responsibility and authority are not proper items for a member-requested vote. {TDA Bylaws Article IV, Sections 4 and 6}.
- There is no statute or governing document provision that either requires or allows the Board to get membership approval of this project.
- There is no statute or governing document provision that either entitles or allows members to set a spending cap by member vote.



DOWNHILL SKI LODGE NEXT STEPS



SKI LODGE SPECIAL BOARD MEETING

NEXT MEETING: April 4, 2022 | 9AM

WHAT TO EXPECT

At the February 25 board meeting, the Board directed staff to provide various design options, including:

- An equivalent replacement without interior ski school
- An equivalent replacement with interior ski school
- A building with \$18 million “all-in” cap and how it could function
- A 24,000+ square foot lodge
- A 27,000+ square foot lodge

WHAT IS AN EQUIVALENT REPLACEMENT BUILDING?

This means the new lodge would be rebuilt to provide the same features the old lodge currently has in addition to required updates, such as an elevator, ADA compliance, updated California Building Codes and improved circulation and fire safety requirements. No additional modification for current usage.

SKI LODGE SPECIAL BOARD MEETING

NEXT MEETING: April 4, 2022 | 9AM

Presentations by staff and consulting team, which includes the Architecture firm Bull Stockwell Allen (BSA)

PROPOSED BUILDING BREAKDOWN

Each proposed building breakdown will provide:

- Square footage
- Total cost
- Cost per square foot
- Impact to Annual Assessment
- Impact to estimated revenue
- Key features



MEMBER COMMENT

- Board is in a listening mode
 - we are here to hear member comments
- Members only
- **Please STATE YOUR FULL NAME and UNIT-LOT # or ADDRESS**
- Each speaker will have up to three minutes
- Each speaker may speak once
- Speak with respect for fellow members
- Address the project

THANK YOU