

MINUTES
TAHOE DONNER ASSOCIATION
SPECIAL BOARD OF DIRECTORS MEETING

March 16, 2022
Teleconference
6:00 p.m.

A special, scheduled meeting of the Board of Directors of Tahoe Donner Association was held via teleconference on Wednesday, March 16, 2022. President Koenes called the meeting to order at 6:04 p.m. The following Directors were in attendance, thus constituting a quorum of the authorized number of Directors of the Association:

Directors Present: Don Koenes, President
(Via Webinar) Courtney Murrell, Vice President
Jim Roth, Secretary
Steve Mahoney, Treasurer
Charles C. Wu, Director

Directors Absent: None

Staff Present: David Mickaelian, General Manager
Annie Rosenfeld, Director of Administrative Services
Lindsay Hogan, Director of Communications
Jon Mitchell, Director of Capital Projects
Miguel Sloane, Director of Operations
Todd Martyn-Jones, Director of Finance, Accounting and Business Support
John Groom, Director of Land Management
Steve Turner, Director of Food & Beverage
Patricia West, Recording Secretary

Others Present: Deon Stein, Legal Counsel for Tahoe Donner Association

1. CALL TO ORDER

2. DISCUSSION: PETITION AND DOWNHILL SKI LODGE PROJECT

Deon Stein, Legal Counsel for Tahoe Donner Association, discussed the petition submitted to the Board on January 28, 2022. The Board of Directors and David

Mickaelian, General Manager, discussed the next steps for the Downhill Ski Lodge project and the April 4th Special Board Meeting workshop.

3. 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:

- A member commented on the \$18 million cap and put a \$6 million budget item for future planning.
- A member commented on the purpose of the petition and allowing member comment for more than one property.
- A member commented on compromise and getting real options in light of worldwide political concerns.
- A member commented on the April 4th workshop, current board obligating future boards and alternates for spending on other amenities.
- A member commented on analysis of alternative buildouts and member vs guest vs public needs.
- A member commented on April 4th workshop and location of governing documents.
- A member commented on thanking the Board, General Manager and staff and the volunteers on the downhill ski lodge committee and building for what we need now and in the future.
- A member commented on don't be shortsighted and make sure to build it and to use the lodge for many other activities year-round.
- A member commented on building this project in two phases.
- A member commented on looking at long term growth management and traffic, especially on Northwoods.
- A member commented on thanking hardworking members who came up with a membership vote and advisory questionnaire results and April 4th and getting updated cost figures because of inflation.
- A member commented on cost, revenue projection and potential impact on user fees.
- A member commented on many amenities needing to be upgraded, association dues subsidizing all the amenities even if we don't use them, downhill ski employees want good working conditions, and we can't cut that space out of the design.
- A member commented on April 4th workshop should be in the evening or weekend, webinar vs Zoom, surge pricing and special assessments.
- A member commented on being allowed to vote on golf course spending.
- A member commented on \$18 million cap for beginner ski area and member dues.

- A member commented on thanking the Board and deserving a ski lodge up to code.
- A member commented on unifying the community, noise and impact of downhill, current limited use permit and homeowners are working and meeting schedule times.
- A member commented on snow levels, reassess needs for improvements in all amenities and vote and quorum and changing bylaws.
- A member commented on evaluating priorities, especially Northwoods Clubhouse, climate change.
- A member commented on starting with a budget and voting on the ski lodge.
- A member commented on comparison with Donner Ski Ranch.
- A member commented on parking, climate change and other issues such as internet and electricity wires.
- A member commented amenities being iconic, the current lodge not safe and that the Board has been open and transparent.
- A member commented on assessments creeping up, cost recovery analysis, changing the bylaws and inflation
- A member commented on amenities and who the users are, and focusing on full time residents.
- A member commented on enabling chat, concerns about supply chain, climate change, number of ski days shortening creating a place for community.
- A member commented on handling the Ski Bowl construction litigation, no room available at the downhill lodge, end of its useful life, longer wait makes it cost more.
- A member commented on family community, cost analysis, survey the most used amenities and inflation.
- A member commented on budget first, then prioritize projects.
- A member commented on Sugar Bowl lodge is 83 years old and was remodeled, hill is only 600 vertical and only two lifts.
- A member commented on Board doing a terrific job, lodge is not that fancy or Taj Mahal, it needs to be replaced, governing docs and reserve funds.
- A member commented on downhill ski limitations, parking and slow lifts.
- A person commented as power of attorney for a member on use of downhill ski lodge, user permit, climate change, prefab buildings.
- A member commented on holding meetings in the evenings and community town hall meetings.
- A member commented on favoring a larger building as the current ones have inadequate bathrooms and dining areas.
- A member commented on credibility of the Board, ASO rules, Board motivation is to build Aspen-like community, exclude STRs, planning commission.
- A member commented on comparing results of the XC lodge results to the downhill lodge.
- A member commented on Board credibility, formal approval process, petition to change the bylaws to vote.
- A member commented on overbuilding the lodge, comparison to Soda Springs and Donner Ranch.

- A member commented on turning the lodge into an assessment fee, surveys are highly biased, marina and pools are crowded.

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).

4. **ADJOURNMENT**

There was a consensus of the Board to adjourn at 8:25 p.m.

Submitted by:

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 March 16, 2022 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