

M I N U T E S
TAHOE DONNER ASSOCIATION
SPECIAL BOARD OF DIRECTORS MEETING

April 4, 2022
Northwoods Clubhouse, Mezzanine and Zoom Webinar
9:00 a.m.

A special, scheduled meeting of the Board of Directors of Tahoe Donner Association was held at Northwoods Clubhouse, Mezzanine and via Zoom Webinar on April 4, 2022. President Koenes called the meeting to order at 9:01 a.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
Courtney Murrell, Vice President
Jim Roth, Secretary (Via Zoom Webinar)
Steve Mahoney, Treasurer
Charles C. Wu, Director (Via Zoom Webinar)

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
Robert McClendon, Downhill Ski Area Manager
Steve Turner, Director of Food & Beverage
Patricia West, Recording Secretary

Others Present: John Ashworth, BSA Architects
Joe Stewart, SierraCon Construction
Jiane Du, BSA Architects (Via Zoom Webinar)
Zaq Rosenbloom, SierraCon Construction (Via Zoom Webinar)

1. CALL TO ORDER

2. **MEMBER COMMENTS**

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

Member comments were made regarding:

- A member commented on Vail raising minimum salaries to \$20/hour and how it will affect the operating fund portion of assessment for Tahoe Donner.

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).

3. **DISCUSSION: DOWNHILL SKI LODGE OPTIONS**

Staff and consultants from SierraCon and BSA Architects reviewed a presentation showing skier visits, ski school utilization, past survey and focus group information, and five different lodge size options.

The Board of Directors discussed the five different options.

4. **BREAK**

A break was taken at 10:35 am to 10:47 am and 11:49 am to 12:10 pm.

MEMBER COMMENTS

Board President Koenes invited brief member comments on the presentation.

Member comments were made regarding:

- A member commented on the three surveys about the downhill ski lodge, supply chain issues, yurt, ski school and bathrooms.
- A member commented on the survey, designing for a kids ski school area, and the Board being allowed to make these decisions.
- A member commented on usage patterns change, can continue to grow, lodge too small and plan for summer usage.
- A member commented on construction schedule and safety, liability and will the ski operation continue during construction.
- A member commented on how the costs have risen in the past year and inflation, and time to make a decision.
- A member commented on capital improvement fund increases and wait until it is more funded, and the old building is in need of replacement.
- A member commented on the sitting board spending future board dollars, overall customer profile, kids camps.

- A member commented on the lodge not being a high priority for members, waiting for two years.
- A member commented on the long and thorough presentation, due diligence has been done, and can not be paralysis by analysis.
- A member commented on looking for the sweet spot, member spend, assessment impact, functionality, member enjoyment.

DISCUSSION: DOWNHILL SKI LODGE OPTIONS

Director Koenes asked each Director to comment on any additional staff direction and if they want to remove any of the options for the April 23, 2022 Board meeting.

Director Mahoney – Each year we do nothing costs \$1 million. Strike option A and E, focus on C and D.

Director Koenes – Now we have the most current, accurate information. Strike Option A. Wants more assessment projections. Focus on C and D.

Director Wu – Would like additional breakdown of assumptions, prioritize Food and Beverage and not the ski school. Would like a comparison of XC ACAC food and beverage sizing (overridden by other four directors).

Director Roth – Eliminate A and E. D nice, but B or C okay too, need to look at additional cost versus benefit to go to C or D. Would like additional information on number of bathrooms, dining seats, ski school.

Director Murrell – Options A, B, C do not address Food and Beverage, which is very important to members, and ski school should be inside the building. Prefers Option D or E, but knows 3 Directors have removed E.

After discussion, Director Koenes summarized additional staff direction as:

- Breakdown of total assessment to members, including breakout of downhill ski lodge on a chart.
- Food and Beverage vs Ski School in Option C.
- \$1 million challenge to reduce costs, not expected by April 23rd.
- More information on the setback issues (2 story building).
- Replacement reserve fund beyond 30 years and analysis to 50 years.
- Information about replaceable components of current building (\$5 million vs \$9 million).
- Chart showing deltas between each option on amenity side in guest services, retail, # of restrooms per floor, # of dining seats

5. EXECUTIVE SESSION (Closed to Members)

The Board adjourned to Executive Session at 3:46 p.m. Motion passed 5 – 0.

6. ADJOURNMENT

There was a consensus of the Board to adjourn at 4:26 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 April 4, 2022 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