

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS SPECIAL MEETING

December 1, 2021
Via Teleconference
11:00 a.m.

A special, scheduled, meeting of the Board of Directors of Tahoe Donner Association was held via teleconference on Wednesday, December 1, 2021. President Koenes called the meeting to order at 11:00 a.m. The following Directors were in attendance, thus constituting a quorum of the authorized number of Directors of the Association:

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

Directors Absent:

Staff Present: **David Mickaelian, General Manager**
Brian Yohn, Interim Director of Risk and Real Property
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
Joe Reeder, Interim Director of Marketing

1. CALL TO ORDER

2. MEMBER & DIRECTOR COMMENTS

Board President, Don Koenes, opened the discussion for comments that are not on the agenda.

Member Comments:

- A member commented on being civil, respectful, and the difference of opinion
- A member commented on the future and what we want our community to be

- A member commented on allocated overhead
- A member commented on increasing financial transparency
- A member commented on the member survey and member satisfaction
- A member commented on the Geotech report and environment
- A member commented on the sadness and disrespect of members
- A member commented on specific comments made about them
- A member commented on the annual assessment
- A member commented on the tone of social media

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. **ADVISORY QUESTION(S) REGARDING THE REPLACEMENT OF THE LODGE AT DOWNHILL SKI**

Don Koenes, Board President, briefed the Board on the conversation today. The Board discussed the advisory questionnaire and may take action on the following:

- A. The Board shall consider whether to place one or more advisory questions before the membership

Don Koenes, Board President, opened the discussion for members to comment:

- A member commented on their open letter sent to the Board
- A member commented on statements made on Next Door
- A member commented on how members are not up to date on information
- A member commented on the excellent job from staff
- A member commented on misinformation
- A member commented on member survey options and collaboration
- A member commented on the excellent job from the Board and staff
- A member commented on how members are not listened to
- A member commented on being in favor of the questionnaire
- A member commented on being in favor of the questionnaire
- A member commented on the hostility in the community
- A member commented on being in favor of the member survey
- A member commented on improvements to the survey
- A member commented on having money in the questionnaire
- A member commented on having a meeting with members
- A member commented on thanking the staff and board
- A member commented on their support of an advisory vote
- A member commented on having financials transparent with the advisory questionnaire

- B. The Board will discuss and may take action on how to administer an advisory questionnaire put before the membership regarding the replacement Lodge at Downhill Ski

Don Koenes, Board President, opened the discussion for member comments:

- A member commented on possibly reaching an agreement and the consultant we work with needs to be neutral
- A member commented on capital and operating costs to be included
- A member commented on taking time with the survey and asking lots of questions

- C. The Board will discuss and may take action on the wording of one or more advisory questions to be put before the membership regarding the replacement Lodge at Downhill Ski

Don Koenes, Board President, opened the discussion for member comments limited to 90 seconds per person:

- A member commented on the general tone of the meeting
- A member commented on making sure to receive member input before sending out a packet
- A member commented on that they will not support without pros/cons
- A member commented wanting history and background included
- A member commented about the task force being a diverse group

The Board came to a consensus to continue this Board Meeting to a future date, to be determined.

4. **EXECUTIVE SESSION (closed to members)**

The Board of Directors adjourned to executive session at 2:20 p.m.

5. **CONTINUATION**

There was a consensus to continue at 11:00 a.m. December 13, 2021 at 2:59 p.m.

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 special meeting held on December 1, 2021 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