

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

January 27, 2023
The Northwoods Clubhouse, Mezzanine and Zoom Webinar
9:00 a.m.

A regular, scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Northwoods Clubhouse, Mezzanine and via Zoom webinar on Friday, January 27, 2023. President Koenes 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 Koenes, President
Benjamin Levine, Vice President
Steve Mahoney, Treasurer
Courtney Murrell, Secretary
Jim Roth, Director (via Zoom)

Directors Absent: None

Staff Present: David Mickaelian, General Manager
Miguel Sloane, Director of Operations
Lindsay Hogan, Director of Communications
Annie Rosenfeld, Director of Administrative Services
Steve Hogan, Controller
John Groom, Director of Land Management
Jon Mitchell, Director of Capital Projects and Maintenance
Steve Turner, Director of Food & Beverage
Patricia West, Recording Secretary
Sydney Stokes, Administrative Services Manager

1. Call to Order / Call for Quorum

Board President Koenes called to order.

David Mickaelian discussed the upcoming Employee Events to appreciate the winter seasonal staff.

2. Member Comments

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

A Member commented on the return of Trivia Night at Pizza on The Hill with overwhelming Member turnout for a successful community building event.

A Member commented on the substantial snowpack and great ski conditions at both the Downhill Ski Lodge and Cross-Country Ski Area.

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. Consent Calendar

All items listed under the Consent Calendar are considered to be routine and will be approved by one motion. There will be no separate discussion of these items unless a member of the Board requests a specific item to be removed from the Consent Calendar for separate action. Any item so removed will be taken up following the motion to approve the remainder of the Consent Calendar.

- December 16, 2022 Regular Board Meeting Minutes
- January 11, 2023 Special Board Meeting Minutes
- Executive Session Report
 - 12/16/22 and 12/22/22
 - 1/10/23
 - 1/11/23
- Inspector of Elections and Accounting Firm for 2023 Board of Directors Elections

Director Mahoney moved to accept the Consent Calendar, seconded by Director Murrell. Motion passed 5 – 0.

4. Committee/Task Force Reports

The Board of Directors will review the Committee / Task Force written minutes and reports as a routine monthly procedure. Specific requests from Chairs for board Action or Discussion will be added to the agenda as separate topics. Routine committee membership adjustments will be placed on the consent calendar.

- Architectural Standards Committee
- Covenants Committee
- Elections Committee
- Finance Committee
- Long-Range Planning Committee
- Giving Fund Committee
- Trails & Open Space Committee
- Lodge at Downhill Ski

The Board of Directors received these items as information.

5. 2023 Elections Timeline and Procedures

The Board of Directors and Elections Committee Chair, Steve Meyers, discussed the additions and changes to the election timeline and procedures.

Director Mahoney moved to adopt the 2023 Elections Timeline and Procedures as written. Seconded by Director Levine. Motion passed 5 – 0.

6. 2023 Committee Officer Elections

The Board reviewed committee officer appointments.

Director Mahoney moved to accept the Committee Chair and Officer appointments, seconded by Board President Koenes. Motion passed 5 – 0.

7. Break 10:10 to 10:16 am.

8. General Manager Update

The Board of Directors received an update from the General Manager, and may provide direction to the General Manager for future Board consideration, on the following:

- A. Winter Operations
- B. Rec Pass
- C. Capital Projects
- D. Golf Pricing
- E. Community Standards (Architectural + Covenants)

The Board of Directors received these items as information.

9. Financial Update

The Board of Directors received an update on the unaudited financials for the month of December as well as a Q-1 outlook. The Board asked for a deeper dive into replacement reserve fund.

10. Member Comment

Board President Koenes opened member comment. No member comments.

Director Murrell moved to close regular session, seconded by Director Roth. Motion passed 5 – 0

11. Lunch Break was taken early at 11:31 a.m. to 12:00 p.m.

The Board of Directors returned to Executive Session at 12:04 p.m.

12. Executive Session (closed to members)

The Board is allowed to meet in “executive session” to discuss certain topics (Civil Code §4935).

The Board of Directors plan to meet in Executive Session to discuss the following:

- Contracts
- Personnel Matters
- Legal
- Approval of Executive Session Minutes

Adjournment

There being no further regular business, there was consensus to adjourn at 3:04 p.m.

Submitted by:

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 January 27, 2023 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