

**MINUTES**  
**TAHOE DONNER ASSOCIATION**  
**REGULAR BOARD OF DIRECTORS MEETING**

**February 24, 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, February 24, 2023. President Koenes called the meeting to order at 9:05 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 Zoom)  
Benjamin Levine, Vice President  
Steve Mahoney, Treasurer  
Courtney Murrell, Secretary  
Jim Roth, Director

**Directors Absent:** None

**Staff Present:** David Mickaelian, General Manager  
Miguel Sloane, Director of Operations  
Lindsay Hogan, Director of Communications, via Zoom  
Todd Martyn-Jones, Director of Finance & Business Solutions, via Zoom  
John Groom, Director of Land Management  
Jon Mitchell, Director of Capital Projects and Maintenance  
Miah Cottrell, Director of Information Technology  
Steve Turner, Director of Food & Beverage  
Patricia West, Recording Secretary

**1. Call to Order / Call for Quorum**

Board President Koenes called to order.

David Mickaelian discussed the Winter Season Employee Appreciation Week.

**2. Member Comments**

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

None were made.

Members may submit additional comments by email to the Board of Directors at [Memberletters@tahoedonner.com](mailto: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.

- January 27, 2023 Regular Board Meeting Minutes
- Executive Session Report
  - 1/19/23
  - 1/27/23
- Trails Vehicle Purchase
- Committee Application – Al Noyes for Covenants
- Resolution 2023-1 – Authorization of Transfer of Funds for 2023
- Trails and Open Space Committee – Dog Management Subcommittee
- 5501 Report for November 2022
- 5501 Report for December 2022
- TDA 457(b) Plan SECURE Act Amendment
- January 2023 Financials

Director Mahoney removed the Authorization of Transfer of Funds.

Director Mahoney moved to accept the Consent Calendar except the Authorization of Transfer of Funds, seconded by Director Murrell. Motion passed 5 – 0.

Director Mahoney provided an alternative Resolution 2023-1 with some changes. Director Mahoney moved to approve this edited version, seconded by Director Levine. 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. General Manager Update**  
(David Mickaelian and Staff)

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. Summer Program Preview
- B. Capital Projects Update
- C. Spring Sale 23/24 Ski Season Pass Rates
- D. Housing Action Plan Update

These items were provided to the Board of Directors as informational items.

A member made a comment on the downhill ski lodge contractors and season pass discussion and the operation plan for next winter before the passes go on sale.

A member made a comment on assessment increases and the impact of increase in cost of living.

**6. Break 10:28 to 10:40 am.**

**7. 2022 Food & Beverage Recap**  
(Steve Turner, Director of F&B)

The Board of Directors received an update on the 2022 F&B analysis.

**8. TSSA-1 Funds**  
(David Mickaelian, General Manager)

The Board of Directors considered supporting use of TSSA-1 funds for the installation of two permanent traffic speed monitors to address traffic calming.

Director Mahoney moved to direct the General Manger to provide a written letter of support to the Town of Truckee for the utilization of approximately \$25,000 in TSSA-1 funds to be used for the installation of two radar feedback signs. Seconded by Director Murrell. Motion passed 5 – 0.

**9. Quarterly Treasurer’s Report**  
(Steve Mahoney, Treasurer)

The Board of Directors received the Q4 2022/Treasurer’s Report.

**10. Lunch Break was taken at 11:51 a.m. to 12:30 p.m.**

**The Board of Directors returned to Executive Session at 12:30 p.m.**

**11. 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 3:22 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 February 24, 2023 as approved by the Board members in attendance and constituting a quorum at a duty convened subsequent meeting of the Board.

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Courtney Murrell, Board of Directors Secretary