

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

**March 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, March 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  
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  
Todd Martyn-Jones, Director of Finance & Business Solutions  
John Groom, Director of Land Management, via Zoom  
Jon Mitchell, Director of Capital Projects and Maintenance  
Steve Turner, Director of Food & Beverage  
Patricia West, Recording Secretary

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

Board President Koenes called to order.

**2. Member Comments**

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

Director Mahoney made a comment about the Town of Truckee's General Plan and the third access road.

Director Levine commented about bears in Tahoe Donner and the good work of the Bear League.

Director Koenes thanked neighborly help and staff for their hard work during this extreme winter.

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.

- February 24, 2023 Regular Board Meeting Minutes
- Executive Session Report
  - 2/24/23
  - 3/2/23
- 5501 Report for January 2023
- February 2023 Financials
- Tahoe Donner Giving Fund Scholarship Awards
- Trails and Open Space Committee: Equestrian Subcommittee Charter

Director Levine removed the Equestrian Subcommittee Charter.

Director Mahoney removed the Tahoe Donner Giving Fund Scholarship Awards.

Director Murrell made a motion to approve the rest of the Consent Calendar, seconded by Director Levine. Motion passed 5 – 0.

Director Levine moved to accept the Equestrian Subcommittee Charter with one change – strike the word “draft” from the title, seconded by Director Mahoney. Motion passed 5 – 0.

Director Mahoney moved to approve the Giving Fund Scholarship Awards recommendation, seconded by Director Roth. 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. Downhill Ski Lodge**  
(Jon Mitchell, Director of Capital Projects and Maintenance)

The Board of Directors received an update on the Downhill Ski Lodge project.

Tahoe Donner staff provided a brief overview on the current status of the project with the Town of Truckee and

Bull Stockwell Allen Architects (BSA) presented on their value engineering efforts.

**6. Break 10:37 to 10:55 am.**

**7. Ad Hoc Subcommittee of the Board Update: Guidelines to Address User Fees versus Assessment for the Operations Portion of the Annual Assessment**  
(Benjamin Levine and Steve Mahoney, Board of Directors)

The Board of Directors received an update from Directors Levine and Mahoney on a draft proposal for updates to the Operating Fund Policy.

A member commented on common expenses and core costs.

Director Levine made a motion, seconded by Director Murrell:

1. Continue the Ad Hoc Subcommittee for the purpose of completing work on a generally updated Operating Fund Policy proposal for consideration by the full board no later than June 2023.
2. Schedule a joint Board of Directors – Finance Committee Workshop in April or May 2023 for the purpose of providing feedback to the Ad Hoc Subcommittee on a draft proposal to update the Operating Fund Policy. This joint workshop may be combined with a joint Board of Directors – Finance Committee Workshop focused on a potential policy for a building replacement schedule and funding program.

Motion passed 5 – 0.

**8. Ballot Box Proposal**  
(Steve Meyers, Chair of the Elections Committee, and Patricia West, Executive Assistant/Staff Liaison)

The Board of Directors received a proposal to place a ballot box in Member Services to collect ballots during the last week of elections.

Director Levine made a motion to approve the placement of ballot box(es) in the Member Services office at Northwoods Clubhouse to collect board election ballots dropped off from Tuesday through Saturday of the final week of the election. Seconded by Director Mahoney. Motion passed 5 – 0.

**9. Architectural Standards Fee Schedule**  
(Annie Rosenfeld, Director of Administrative Services)

The Board of Directors received a preview on recommendations for changes to the Architectural Standards Project Fees in preparation for request for publication of a 45-day member notification.

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

**11. 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. Shoulder Season F&B Update
- B. Capital Projects Update
- C. TDA Bank Accounts

No direction was provided to staff except Director Mahoney suggested that the TD Golf Clubs will need the golf course schedule as soon as it's been finalized.

**12. Finance Committee Charter**  
(Todd Martyn-Jones, Director of Finance and Business Systems)

The Board of Directors considered an updated 2023 Finance Committee charter. The Directors provided feedback and asked the Finance Committee to go back and make additional edits.

**13. 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

**14. Adjournment**

There being no further regular business, there was consensus to adjourn at 4:51 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 March 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