

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

April 28, 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, April 28, 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

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
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 at 9:00 a.m.

2. Member Comments

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

Director Murrell made a comment about how the snow levels are finally coming down. Director Koenes made a comment about The Lodge and commended the food and staff.

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.

- March 24, 2023 Regular Board Meeting Minutes
- April 12, 2023 Special Board Meeting Minutes
- Executive Session Report
 - 3/24/23
 - 4/12/23
- 5501 Report for February 2023
- Tahoe Donner 9-Holders Golf Club Updated Bylaws
- Finance Committee Charter Update
- Application for Tahoe Donner Giving Fund Committee

Director Koenes removed the 9-Holders Golf Club Updated Bylaws.

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

Director Koenes asked for the 9-Holders Golf Club to provide more context about their changes and officer terms and to return a revision for the next board meeting.

4. Committee/Task Force Reports

The Board of Directors reviewed 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. Town of Truckee Project Update

(Jon Mitchell, Director of Capital Projects and Facilities)

Becky Bucar and Scott Mathot from the Town of Truckee provided a presentation on the Town's capital projects that impact Tahoe Donner.

Member Comments:

A member commented that the Roundhill Class 1 trail is amazing and asked the Town and Board to consider a 3rd access road at the Sitzmark area.

A member commented that the Truckee Fire Department should come to TDA and explain the evacuation plan and procedures.

Becky asked for a position letter from Tahoe Donner to let the Town know if Tahoe Donner supports any of the projects or has any recommendations, and asked for the letter by May 18th.

6. 2023 Board of Directors Election Update

The Board of Directors received two verified applicants for the 2023 Board of Directors Election: Stephen Mahoney and Courtney Murrell, for the two open positions.

Stephen Mahoney and Courtney Murrell recused themselves and left the room at 10:31 a.m.

The Inspector of Elections, Brent Collinson reminded the Board that not mailing the ballots will save \$30-40,000.

There were no Member Comments.

Director Levine moved to elect Courtney Murrell and Steve Mahoney by acclamation for the 2023 Board of Directors election. Director Roth seconded. Director Levine – Yes. Director Roth – Yes. Director Koenes – Yes. Motion passed 3 – 0.

7. Break 10:35-10:45 a.m.

Directors Mahoney and Murrell returned to the meeting.

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

The Board of Directors received recommendations for changes to the Architectural Standards Project Fees and a request for publication of a 45-day member notification. Annie reminded the Board that they had a preview of suggested changes at the March board meeting.

After discussion, Director Roth moved to approve publishing the 45-day member notification of proposed changes to the Architectural Standards Fee Schedule as detailed in Exhibit B, seconded by Director Levine. Motion passed 5 – 0.

9. Building Replacement Reserve Fund Update
(David Mickaelian, General Manager)

The Board of Directors received an update on potential Building Replacement Fund policy.

Member Comment:

A member commented on insurance replacement cost and potentially reducing the number of total buildings.

A member commented on assessment increases, recession and operating expenses increasing in cost.

After discussion, the Board voted on next steps:

1. Is the Board supportive of the using the insured replacement value as a starting point? 4-1 (Roth No).
2. \$350 of Existing \$867 Assessment to Replacement Reserve Fund – Should the Board allow for flexibility for those two items? 5 – 0.
3. Is the Board supportive of the current Building Replacement Schedule? (Slide 8) 4 – 1 (Roth No).
4. Is the Board more supportive of the Reserve Replacement Fund or Development Fund option? After discussion, the Board asked for the Finance Committee to review.

11. Lunch Break 12:30 p.m. to 1:00 p.m.

12. 3rd Permit Extension Request
(Annie Rosenfeld, Director of Administrative Services)

The Board of Directors considered a property owner's request for a third extension on a new house/garage construction permit. After discussion, the Board moved to approve the 3rd extension on the construction permit for Unit 03, Lot 491 with an expiration date

of November 29, 2023 with a payment of a \$1,000 extension fee. Motion passed 4 – 0 (Murrell absent).

10. 2023 Q1 Financial Report

(Todd Martyn-Jones, Director of Finance and Business Systems)

The Board of Directors received an update on the first quarter financial report for 2023 from the Treasurer, Steve Mahoney.

13. General Manager Update

(David Mickaelian and Staff)

The Board of Directors received an update from the General Manager on the following:

- Summer Golf Operations
- Summer Camp Registration Update
- Downhill Ski Lodge Update

14. 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

15. Adjournment

There being no further regular business, there was consensus to adjourn at 5:00 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 April, 28, 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