

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

**August 25, 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, August 25, 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:** Annie Rosenfeld, Interim GM, Director of Administrative Services  
Miguel Sloane, Director of Operations  
Lindsay Hogan, Director of Communications  
Todd Martyn-Jones, Director of Finance & Business Solutions  
Jon Mitchell, Director of Capital Projects and Maintenance  
John Groom, Director of Land Management  
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. General Manager Transition**

Board President Koenes read Resolution 2023-4. Vice President Levine thanked David Mickaelian for his services, thanked Annie Rosenfeld for offering to step in as Interim General Manager and the request for proposal for recruiting firms.

Director Mahoney moved to adopt Resolution 2023-4 and appoint Annie Rosenfeld as Interim General Manager, seconded by Director Murrell. Motion passed 5 – 0.

### **3. Member Comments**

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

No comments 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).

### **4. 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.

- July 13, 2023 Special Board Meeting Minutes
- July 28, 2023 Regular Board Meeting Minutes
- Executive Session Report
  - 7/13/23
  - 7/28/23
- 5501 Report for June 2023
- July Financials
- Tahoe Donner Giving Fund Grant Approval
- Tahoe Donner Hiking Club Revised Bylaws
- Tahoe Donner Women's 9 Hole Golf Club Revised Bylaws
- 2023-2024 Employee Health Benefits Renewal

Director Levine removed the July 13<sup>th</sup> and July 28<sup>th</sup> meeting minutes.

Director Koenes removed the Tahoe Donner Giving Fund Grant Approval.

Director Murrell moved to approve the rest of the consent calendar, seconded by Director Mahoney. Motion passed 5 – 0.

Director Levine corrected remarks in the July 28<sup>th</sup> minutes to revise as follows: “Director Levine addressed the community confusion about the replacement reserve fund project, clarifying that the project is not a remodel of the Trout Creek Recreation Center, but rather a project to move the trailhead currently at the tip of the Driving Range to the existing parking lot at the Trout Creek Recreation Center.” He also asked to revise as follows: “Director Levine raised two issues related to club bylaws. First, because many clubs have membership categories based on the current Amenity Access Policy, should

that policy be revised a number of clubs may need to update their bylaws. Second, Director Levine suggested that in the future the board may wish to consider developing a comprehensive club policy to address facility usage by clubs, club membership, and staff operational support for clubs.”

Director Levine made a motion to accept the July 28<sup>th</sup> minutes with these revisions, seconded by Director Roth. Motion passed 5 – 0.

Director Levine commented that the July 13<sup>th</sup> minutes are inaccurate and incomplete. Director Levine made a motion to defer the July 13<sup>th</sup> minutes to a committee of the board, consisting of the Vice President and Secretary for review and revisions, and brought back at the regular September meeting. Seconded by Director Mahoney. Motion passed 5 – 0.

Director Koenes invited Nan Meek, Chair of the Giving Fund, to explain the grant approval request and noted that this is the highest amount (\$60,000) requested so far.

Director Koenes made a motion to approve the Tahoe Donner Giving Fund grant request, seconded by Director Levine. Motion passed 5 – 0.

## **5. 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

The Board of Directors received these items as information.

## **6. Quarterly Treasurer’s Report**

This item was pulled from the agenda and deferred to the September meeting.

**7. Covenants Committee Charter**

(Annie Rosenfeld, Director of Administrative Services)

Annie discussed the background of the Covenants Committee charter and the reasons for the changes.

Director Levine made a motion to approve the Covenants Committee charter as presented, seconded by Director Roth. Motion passed 5 – 0.

**8. Break – Not taken**

**9. Management 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. Downhill Ski Lodge Update
- B. Winter Season Pass and Program Rates
- C. Amenity Access Process Update
- D. Summer Food & Beverage Update

The Board received updates on the above topics.

**10. Lunch Break – Not taken**

**11. Executive Session (closed to members)**

Director Murrell made a motion to adjourn to Executive Session at 10:19 a.m., seconded by Director Mahoney. Motion passed 5 – 0.

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

**12. Adjournment**

Director Mahoney made a motion to adjourn at 2:09 p.m., seconded by Director Levine. Motion passed 4 – 0 (Roth absent).

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 August 25, 2023 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

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Courtney Murrell, Board of Directors Secretary