

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

November 17, 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, November 17, 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, via Zoom
Courtney Murrell, Secretary, via Zoom
Jim Roth, Director, via Zoom

Directors Absent: None

Staff Present: Annie Rosenfeld, Interim GM, Director of Administrative Services
Todd Martyn-Jones, Director of Finance & Business Solutions
Michael Kane, Maintenance Manager
Robert McClendon, Assistant Director of Winter Operations
Christen Holland, Assistant Director of Food & Beverage
Sydney Stokes, Recording Secretary

Others Attending: Becky Bucar, Assistant Public Works Director, Town of Truckee
Scott Mathot, Senior Engineer, Town of Truckee

1. Call to Order / Call for Quorum

Board President Koenes called to order at 9:00 a.m.

There was an employee recognition of Larry Stock, Maintenance Mechanic, for 10 years of service at Tahoe Donner.

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 (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.

- September 28, 2023 Special Joint Board Meeting Budget Workshop #2 Minutes
- October 27, 2023 Regular Board Meeting Minutes
- Executive Session Report
 - 10/12/23
 - 10/20/23
- 5501 Report for September 2023
- October Financials
- Resolution 2023-5 to Change Key Executive Role and Account Signatory
- Replacement Reserve Fund Acceleration – Northwoods Furnace Replacement

Director Levine removed the September 28th and October 27th minutes.

Director Mahoney removed the Northwoods Furnace Replacement.

Director Mahoney moved to approve the Consent calendar, except for items removed by Directors Levine and Mahoney, seconded by Director Murrell. Motion passed 5 – 0.

Director Levine asked to edit the September 28th minutes to “the Board discussed updating all Capital Fund policies in 2024.” *Director Levine moved to approve the September 28, 2023 minutes with that one edit, seconded by Director Murrell. Motion passed 5 – 0.*

Director Levine moved to refer the October 27, 2023 minutes to a committee of the Board consisting of the Vice President and Secretary for the purpose of preparing a revised, corrected and more complete draft for the Board to consider for approval at the December regular board meeting, seconded by Director Mahoney. Motion passed 5 – 0.

Director Mahoney moved to accept the replacement reserve fund acceleration for Northwoods Clubhouse furnace replacement, seconded by Director Levine. Motion passed 5 – 0.

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

The Board of Directors received these items as information.

5. Town of Truckee Update

(Becky Bucar, Assistant Public Works Director and Town of Truckee Engineering Staff)

The Town of Truckee engineering staff provided a presentation on Town of Truckee Capital Projects including the 3rd access road (Pioneer Trail and Bridget Street Extension Project), Truckee Special Service Area 1 (TSSA-1) Funds and an update on the Trails and Bikeways Master Plan.

The Board agreed to agendaize this item at a future Tahoe Donner Association board meeting to discuss a response from The Board to the Town of Truckee.

6. Break 10:25 a.m. – 10:35 a.m.

7. Town of Truckee Update, Continued (Not Needed)

8. Treasurer's Report

(Steve Mahoney, Treasurer)

The Board received an update from the Treasurer on Q3.

9. Management Update

(Annie Rosenfeld, Interim General Manager and Staff)

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

- A. Winter Operations Preview
- B. Winter F&B Preview
- C. Downhill Ski Lodge Special Meeting Announcement
- D. Capital Improvement Update - Glacier Way Trailhead Expansion

The Board received these items as information and had a discussion. No action was taken.

10. 2024 Annual Strategic Objectives

(Annie Rosenfeld, Interim General Manager)

The Board of Directors reviewed the annual objectives.

Director Levine moved to approve the 2024 Strategic Objectives as presented, seconded by Director Murrell. Motion passed 5 – 0.

11. Committee Personnel Reports and Appointments Update

(Annie Rosenfeld, Interim General Manager)

The Board of Directors previewed personnel reports and applications in advance of action for December. No action was taken.

12. 2024 Tahoe Donner Election Timeline and Procedures

(Annie Rosenfeld, Interim General Manager)

The Board reviewed the 2024 Election Timeline and Procedures.

Director Mahoney moved to accept the timeline as presented by staff and the Elections Committee, seconded by Director Levine. Motion passed 5 – 0.

13. Lunch 12:00-12:30 p.m.

14. Executive Session (closed to members)

Director Murrell made a motion to adjourn to Executive Session at 12:30 p.m., seconded by Director Roth. 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
- Delinquencies
- Legal
- Approval of Executive Session Minutes

15. Adjournment

Director Murrell moved to adjourn at 2:40pm, 2nd Director Levine. Motion passed 4-0 (Mahoney 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 November 17, 2023 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Courtney Murrell, Board of Directors Secretary