

MINUTES
TAHOE DONNER ASSOCIATION
REGULAR BOARD OF DIRECTORS MEETING

February 23, 2024
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 23, 2024. 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
Courtney Murrell, Secretary, via Zoom
Jim Roth, Director, via Zoom

Directors Absent: Steve Mahoney, Treasurer, absent until 3:15 pm (via Zoom)

Staff Present: Annie Rosenfeld, Interim General Manager
Jon Mitchell, Director of Capital Projects and Facilities, via Zoom
Lindsay Hogan, Director of Communications + Member Relations
Miguel Sloane, Director of Operations
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. Opening Procedures

- Pledge of Allegiance
- There was employee recognition at the Winter Employee Appreciation Week.

3. Member Comments

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

- A member made a comment on the excellent ski conditions and contracts.

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).

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.

- January 9, 2024 Special Board Meeting Minutes
- January 19, 2024 Special Board Meeting Minutes
- January 26, 2024 Regular Board Meeting Minutes
- Executive Session Report
 - 1/9/24
 - 1/19/24
 - 1/26/24
- 5501 Report for December 2023
- January 2024 Financials
- Tahoe Donner Giving Fund Distribution Authorization
- Authorization for the President to Adjust the March Regular Board Meeting Schedule

Director Murrell moved to approve the consent calendar, seconded by Director Levine. Motion passed 4 – 0 (Mahoney Absent).

5. Committee Reports

The Board of Directors reviewed the Committee 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. Committee 2024 Annual Task Lists
(Annie Rosenfeld, Interim General Manager)

The Board of Directors reviewed and considered approving the Finance Committee draft 2024 Annual Task List. The Board considered approval of adding succession planning and recruitment as a task for all committees.

Director Levine moved to approve the Finance Committee's 2024 Annual Task List as presented, seconded by Director Murrell. Motion passed 4 – 0 (Mahoney Absent).

Director Levine, seconded by Director Murrell, moved to add to all 2024 Committee Task Lists:

- 1. Committee leadership succession planning*
- 2. Committee member recruiting planning*

Motion passed 4 – 0 (Mahoney Absent).

10. Management Update

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

- A. Summer Operations – Registration Preview
- B. Winter Operations Update
- C. Chipping Program Changes Preview

7. 2023 Member Survey Results
(Lindsay Hogan, Director of Communications and Member Relations)

The Board of Directors received a presentation on the 2023 Member Survey Results as presented by the F'inn Group and staff.

8. Break taken at 11:21 – 11:26 a.m.

9. Glacier Way Trailhead Improvement
(Jon Mitchell, Director of Capital Projects and Facilities and John Groom, Director of Land Management)

The Board of Directors received an update on the conceptual design elements of the Glacier Way Parking Lot Expansion.

11. Lunch Break was taken at 12:18 p.m. – 12:30 p.m.

12. 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
- Member Delinquencies
- Legal
- Approval of Executive Session Minutes

RETURN TO OPEN SESSION at 3:15 p.m.

Director Mahoney joined the meeting.

13. Capital Funds Policy Update

(Don Koenes, President, and Annie Rosenfeld, Interim General Manager)

The Board of Directors received an update regarding the Ad Hoc Committee’s work on the Capital Policies Update initiative. After discussion, *Director Koenes made a motion, seconded by Director Mahoney, Motion passed 5 – 0:*

Move to rescind both December 15, 2023 Capital Policy Update motions.

Move the following.

1. *Direct staff to complete work on Objective C1 (Capital Policies Update) of the 2024 Annual Strategic Objectives.*
2. *Direct staff to involve individual board members, committees, individual committee members, and other Association members with relevant experience and/or expertise to assist with the completion of its work.*
3. *Direct staff to present periodic capital policy drafts and reports to the Board of Directors to obtain feedback and further direction.*
4. *Establish the following milestones:*
 - a. *March: Board consideration of policy update goals and parameters.*
 - b. *April: Initial draft board feedback.*
 - c. *May: Additional draft board feedback.*
 - d. *Late May or Early June: Final board approval for updated capital policies*

14. Adjournment

Director Murrell made a motion to adjourn the meeting at 3:59 p.m., seconded by Director Mahoney. Motion passed 5 – 0.

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 23, 2024 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