

MINUTES
TAHOE DONNER ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING
January 16, 2010
9:00 A.M.

A regularly scheduled meeting of the Board of Directors of Tahoe Donner Association was held at The Lodge Banquet Room in Truckee, California on Saturday, January 16, 2010. President Suzan Knisley called the meeting to order at 9:00 a.m. The following directors and staff members were in attendance:

Directors present: Suzan Knisley, Ron Wulff, John Dundas & Don Berryman

Via teleconference: Robert Burks

Directors absent: None

Staff present: Robb Etnyre, General Manager
Michael Salmon, Director of Finance and Accounting
Miguel Sloane, Operations Manager
Annie Rosenfeld, Human Resource/Risk Manager
Bonnie Watkins, Executive Assistant & Recording Secretary

MEMBER AND DIRECTOR COMMENTS

A member read a prepared statement expressing her concerns over the recent termination of a management employee. She suggested that this termination appears to have been a hasty reaction to a misunderstanding and she urged the Board to initiate an investigation to determine if management followed proper procedures and if termination was the correct action in this case.

Suzan Knisley requested that Don Berryman read the minutes of the Board's Executive Session meeting on January 12, 2010.

Don Berryman stated that the Board met in Executive Session on January 12, 2010 and discussed the following: Euer Valley Easements and the termination of a Tahoe Donner management employee. He noted that four Board members were present at that meeting, which lasted from 10:00 a.m. to 11:30 p.m.

In response to concerns raised regarding the termination of the above mentioned employee, Suzan Knisley read a prepared statement expressing assurances that the Board and management has acted responsibly and has adhered to Tahoe Donner policy in this matter. She noted that the Board met in Executive Session and was apprised of circumstances surrounding this employment situation; however, the Board is prohibited from commenting on confidential matters.

General Manager Robb Etnyre stated that it is the Board's job to set policy and his job to enforce those policies. He explained that Tahoe Donner's termination policies and guidelines, as with most organizations, are very clear in certain areas that, if violated, result in severe consequences.

The Board then heard a number of comments from members expressing their support for the investigation into the termination of the above mentioned employee.

The Board was provided with a signed "petition" requesting an investigation into the termination of the employee. This "petition" is attached to these minutes as an exhibit.

John Dundas responded that the Board executes its responsibilities properly, and he believes they have in this case. Unfortunately, he continued, the Board is not at liberty to discuss the reasons for this termination.

Robert Burks commented that the consistent theme in the comments of everyone who spoke regarding the termination of this employee was the concern that management and the Board have adhered to the Association's policies in taking this action. He stated that the Board has absolutely and unequivocally done that.

A. COMMITTEE REPORTS

Architectural Standards – The Board was provided with the committee's December 16, 2009 meeting minutes for review.

Communications – No report.

Covenants – The Board was provided with the committee's December 2009 status report for review.

Finance – Chair Jim Stang reported that the committee's last meeting was January 14, 2010. At that meeting, he said, Director of Golf Ed Leinenkugel presented the committee with the proposed 2010 golf rate and product schedule, which the committee voted to accept. He noted that his schedule will be formally presented to the Board at the February Board meeting. He said General Manager Robb Etnyre furnished the second draft of the Tahoe Donner Strategic Plan and requested input from the committee. The final discussion point during the meeting, Stang continued, was Resolution 95-8 and what to do with this 14 year old resolution on amenity fee schedules. He indicated that the committee will continue to discuss this item at the committee's February meeting.

General Plan (GPC) – The Board was provided with the committee’s January 4, 2010 written report for review. Committee member Tom Johns reviewed the report with the Board, stating that the committee discussed the results of the Demographic Survey as well as proposed committee objectives for 2010. He said it is now time for the GPC to begin planning and preparing for the next General Plan, which should be completed by 2011. He noted that this process would be in continuous coordination with management and will be guided by the Strategic Plan. Additionally, he said, property owner input from the 2009 Demographic Survey and General Plan Survey that was incorporated into the last General Plan would be utilized as guidelines for drafting the 2011 General Plan.

Ron Wulff expressed concern that the GPC members might be taking up too much of management’s time in their information gathering process. Mr. Johns responded that Operations Manager Miguel Sloane and General Manager Robb Etnyre seem to be in agreement that the approach the committee is taking is appropriate.

Discussion ensued regarding the pros and cons of subcommittees being utilized to assist in gathering information from Staff. Concerns were raised that there could be a tendency for sub committee members to advocate for their own special interests.

Suzy Knisley pointed out that there are individual special interest groups at Tahoe Donner, which is why we have clubs. She suggested that rather than looking at this kind of input as a negative, it should be looked at as positive information informing the Board on the desires of the membership.

Tom Johns stated that information is actually being gathered from three sources; management, property owners and clubs. He explained that it is the Board’s responsibility to prioritize items and make a decision on what the Association moves forward.

Miguel Sloane indicated that Staff, with the assistance of the GPC, intends to develop comprehensive planning documents for each amenity in 2010. These documents will be based on the ski area model that was completed in 2009. Following the initial assessment of the needs of each amenity, Sloane continued, Staff will be hosting a series of homeowner “Town Hall” meetings at each amenity for the purpose soliciting membership input regarding their desires. He stated that, upon completion, all the planning documents will be considered and components of the plans will be prioritized and integrated into the General Plan.

Discussion took place regarding incorporating the 2007 General Plan initiatives into the 2011 General Plan and how the Strategic Plan will be utilized as a guide for prioritizing items in the General Plan.

Employee Retention & Recruitment (ERRC) – Chair Peter Greenberger reported that the committee has completed their 2009 assignments, which were the Perk and Benefit Survey and the Seasonal and Employee Housing and Transportation survey. He stated that he hopes that the Board found value in the surveys and the committee looks forward to new assignments for 2010.

Ad Hoc Roads – No report.

NEW BUSINESS

B. DIRECTOR OF FINANCE & ACCOUNTING REPORT

Director of Finance and Accounting Mike Salmon provided the Board with the Association's preliminary year-end financials, a copy of which is attached to these minutes as an exhibit.

Mr. Salmon reviewed some of the highlights the financials and fielded questions from the Board. He noted that he is still in the process of preparing for the Association's annual audit that will take place in February.

TREASURER'S QUARTERLY INVESTMENT REPORT

Treasurer John Dundas provided attendees a verbal report on the status of the Association's investments and delinquencies. A copy of Director Dundas's report is attached to these minutes as an exhibit.

C. CONSENT CALENDAR

The Board was provided with the following items for consideration:

- December 19, 2009 Regular Meeting Minutes
- Property and Casualty Insurance renewal

Director Wulff made a motion and Suzan Knisley seconded to the Consent Calendar items as presented. Motion passed 5-0

DISCUSSION: RECOGNITION FOR MEMBER VOLUNTEERS

Suzan Knisley stated that the Board wishes to make certain that credit and appreciation are given to the Association's committee members for all the valuable work they do. She noted that she recently solicited input from the various committees as to what kind of recognition they thought would be appropriate. The feedback received from the committees, she continued, was that they did not want individual recognition. However, the consensus was that it was a good idea to highlight the Association's committees in the Tahoe Donner News, as this would be a way of informing the membership on what committees do and possibly assist in obtaining new members.

Ms. Knisley noted that she had received quite a few comments from committee members regarding the timing of the annual “Committee Recognition Brunch. She explained that the feeling is that Sunday at Noon is an inconvenient time for many people, as evidenced by the poor attendance over the last couple of years. It would be better attended if it was a dinner rather than a brunch. Ms. Knisley proposed that in lieu of having a “Committee Recognition Brunch,” perhaps two sporting events could be held each year for our committee members, such a golf tournament in the summer and a Cross Country or Downhill Ski event in the winter. Each event, she continued, could conclude with a dinner at The Lodge. Additionally, Knisley suggested that either quarterly or by-monthly a committee could be highlighted in the Tahoe Donner News.

The Board discussed Ms. Knisley’s suggestions. Following discussion, by consensus the Board approved executing two committee events each year, one in the summer and one in the winter. Further, Suzy Knisley will work with Staff in coordinating these events.

D. DISCUSSION: DEMOGRAPHIC CUSTOMER SERVICE SURVEYS

The Board was provided with a brief summary of the 2006 and 2009 Demographic surveys for review.

Robert Burks stated that he had requested that this item be placed on the agenda. His objective, he explained, was to ensure that the Board had delivered on what the membership has asked them to do. He noted that input from the membership should provide direction for the Association.

In reviewing the 2006 Demographic Survey, Burks continued, he had completed only a few pages before it became clear that the data could be irrelevant. Eighty percent of the people that responded to the survey own their home and don’t rent, 80 percent are 45 years of age or older and 80 percent visit the amenities less than ten times a year. He said the study also indicated that 55 percent were two people or less in household. In total, approximately 36 percent of the respondents indicated the amenities as the main reason for buying in Tahoe Donner. Burks said the Board has put a lot of focus on amenities; however, he isn’t sure the general membership shares this emphasis. Burks explained that the Board has to figure out how to collect information from the membership on what they value and in what direction they want the Association to go. He reiterated that 36 percent or a third of the respondents valued the amenities as a reason for buying, so what about the other two thirds.

Ron Wulff pointed out that half the number of members responded to the 2009 survey that responded to the 2006 survey, which may have been due to the size of the survey. They probably thought it was just too cumbersome to complete.

Robb Etnyre stated that, in his opinion, there wasn’t enough information in either survey to base meaningful decisions on. He said there are far more modern and focused ways of doing surveys that would allow us to verify what people are saying and what they are actually doing in the RTP

data base. He said, going forward, management will be making a concerted effort to come up with the best way to track the priorities of the community's members.

Robert Burks agreed that there are multiple ways of collecting data, including; card swiping at the amenities, emails, suggestion boxes, et cetera. The challenge, he said, is formalizing a process whereby all this information can be compiled in order to define what our constituency wants, and then utilized.

Robb Etnyre stated that the information gathered from the 2006 and 2009 surveys need to be, as Mr. Burks mentioned, balanced against the Association's various information collecting methods, actual usage data, and more focused survey data.

A discussion ensued regarding the importance of the amenities to individual owners, both part-time and full-time, as represented by their usage of the amenities. Suzy Knisley commented that she is a part-time owner, and even though she doesn't use the amenities as much as a full-time owner, they are just as important to her. She said the number of times a member is able to use an amenity may not be relevant to the value of the amenity to that member.

The Board continued to discuss the results of the 2006 and 2009 Demographic Surveys as well as possible future surveys and took no action.

Break

10:45 a.m.

The meeting reconvened to open session at 11:00 a.m.

E. COMMITTEE GOALS AND OBJECTIVES

The Board was provided with the 2010 Committee Member Roster for consideration as well as proposed goals and objectives from the General Plan Committee, Finance Committee, Communications Committee, and Covenants Committee.

Discussion took place regarding a suggestion by the Communications Committee that they assist with marketing The Lodge. Concern was expressed that marketing was not within the scope of the committee's charter. The Board discussed possible options for this committee's task list, refining the committee's charter, the inactiveness of the committee this past year, and its possible dissolution.

John Dundas indicated that it would not be wise to dissolve the Communications Committee without the Board reviewing its charter to determine if the committee is still of value to the Board. Suzy Knisley agreed with Mr. Dundas and suggested that all the committee charters should be reviewed to determine if the committee's functions are still of value to the Board. She noted that the liaisons to the various committees should discuss the charters with the chair of each committee and come back to the Board with recommendations.

Suzy Knisley then requested suggestions from the Board on possible tasks for the various committees, starting with the Communications Committee. Robert Burks stated that he couldn't make any suggestions for the committee until their charter is reviewed in order to delineate between communications and marketing. Ms. Knisley responded that the item before the Board is to come up with assignments for the committees for 2010, which is separate from defining their charters. Robert Burks responded that his suggestion for the Communications Committee is that their charter be reviewed and refined so that the committee can then execute what it should be doing.

A lengthy discussion ensued regarding the future role of the Communications Committee and the value of the committee to the Association's Communications Department. Following discussion, Robb Etnyre indicated that he would have Communications Manager Matthew Chappell contact Robert Burks, Communications Committee Liaison, to discuss the committee's interactions with his department.

John Dundas suggested that the Communications Committee could develop an article for the Tahoe Donner News outlining procedures as to how homeowners should utilize the various communication vehicles within Tahoe Donner.

The Board then continued with a review of the proposed task lists for the General Plan Committee, Finance Committee, and Covenants Committee.

ERRC committee member Ed Melia stated that the Board was provided with a proposed task list for the committee by Peter Greenberger at the past November Board meeting. Suzan Knisley stated that, as she recalled, the Board agreed not approve those proposed tasks, as they fell into the category of Staff responsibilities.

The Board discussed the functions of the Ad Hoc Roads Committee. Following discussion, John Dundas made a motion and Don Berryman seconded to dissolve the Ad Hoc Roads Committee. Motion passed 5-0

Following further discussion, by consensus, the Board approved the review of all committee charters by each Board liaison in conjunction with the committee Chairs and placed this item on the February Board agenda for further consideration.

F. ANIMAL CONTROL POLICY

The Board was provided with the Association's current policy relating to dog control in Tahoe Donner for review.

Suzan Knisley indicated that, from the current complaints the Board has received from the membership, people are just not following the rules that have been established for dog control.

Ron Wulff stated that the Association's policy actually mirrors the Town's policy. He said the issue is with the portion of the rule that reads: "*leashed or otherwise under the supervision and restraint of their Owners.*" He noted that this means voice command, and there are very few dogs that will respond to voice control when they see a cat. He said the Town accepts voice command, but perhaps Tahoe Donner should go one step further and say that dogs must be on leash in common areas.

Discussion took place regarding the pros and cons of establishing more stringent rules regarding dog control than the Town's by requiring that dogs be on a leash in common areas. Further discussion took place regarding the difficulty in enforcing such a rule.

Robert Burks stated that there is a need to address the problem of dog feces in Tahoe Donner. Many dog owners let their dogs roam on private property. He stated that pet waste stations are used successfully in many communities and could be provided in designated areas of Tahoe Donner to encourage owners to clean up after their dogs.

The Board discussed possible areas for the placement of pet waste stations, educating the membership on current animal control rules and several occurrences of dog aggression against members while dogs were off leash. A number of members in attendance expressed their concerns over dog owners allowing their dogs to run free on Association as well as private property.

Suzan Knisley suggested that perhaps the Board should make a formal request to the Town about establishing a community-specific ordinance for dogs to be on a leash.

Extensive discussion continued regarding educating the membership on the C&Rs rule regarding dogs on leash and the pros and cons of going to the Town to request a leash ordinance for the community's roadways.

Suzan Knisley stated that she would specifically mention this issue in her February President message.

Robert Burks stated that, if the Board does approach the Town with a request to establish a leash ordinance, it should be emphasized that the Association is trying to maintain consistency and continuity with the Town on this and all matters.

Following discussion, by consensus, the Board directed Staff to write a series of articles in the TD News informing the membership on proper dog etiquette. Additionally, Staff is to implement the installation of doggie waste stations in Tahoe Donner.

EXECUTIVE SESSION AND LUNCH

The meeting adjourned to executive session at 12:08 pm.

The Board reconvened to open session at 1:03 p.m.

EXECUTIVE SESSION REPORT

Secretary Don Berryman stated that the Board met in executive session today and discussed the following items: Euer Valley Easements, employee bonus and incentive plans, an accident that occurred at Trout Creek Recreation Center, employee termination issues, and individual Board responsibilities.

The Board convened to an appeal hearing at 1:05 p.m.

The Board reconvened to open session at 1:35 p.m.

GENERAL MANAGER'S REPORT

General Manager Robb Etnyre reported the following:

- As mentioned in the recent "Value Line" our amenities experienced record numbers all across the board.
- The new "Employee Amenity Privileges Policy" that was approved by the Board in November has been distributed to all employees and has been posted for reference at all the amenities. New Identification cards have also been issued.
- The Human Resources Department has completed a 2008/2009 Workers Compensation audit with the Association carrier which will result in approximately \$13,000 in savings.
- Currently, the Association has 336 employees, 58 of those are full-time benefited positions, 14 part-time, 261 seasonal, and 3 temporary employees.
- The 2010 golf rates have been presented to the Finance Committee for input and will be provided to the Board at the February Board meeting.
- Regarding the issue of a bridge constructed on common area that the Board reviewed at the December Board meeting, Staff hopes to bring a long-term resolution to this matter at the February Board meeting.
- The responses to the Web-site survey that ran through the end of December soliciting members' interest in developing a new cell tower service in Tahoe Donner have been compiled. The responses were overwhelmingly in favor, with 97% of the respondents supporting the initiative. With this tremendous support, and with Board approval, Staff would like to draft a request for proposal for this proposed project.

Following discussion, by consensus, the Board approved moving forward with requests for proposals for building a cell phone tower in Tahoe Donner.

The Board convened to a second appeal hearing at 1:45 p.m.

ADJOURNMENT

Ron Wulff made a motion and John Dundas seconded to adjourn the meeting at 2:10 p.m.

Submitted by:

Bonnie Watkins, Recording Secretary

SECRETARY'S CERTIFICATE

I, Donald E. Berryman, 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 meeting held on January 16, 2009 as approved by the Board members in attendance and constituting a quorum at a duly convened subsequent meeting of the Board.

Donald E. Berryman, Secretary

Date