CARNELIAN WOODS

MINUTES OF THE BOARD OF DIRECTORS' MEETING

Held electronically via Google Meet on Thursday, July 17, 2025, at 4:00 p.m.

A. CALL TO ORDER

There being proper notice of meeting, Don Adams, presiding as Chair, duly called the meeting to order at 4:02 pm.

ROLL CALL / QUORUM CHECK

BOARD MEMBERS:

Don Adams	President *(Chair)*	Perry Fox	Director
Celia Barry	Vice-President	Lindsey Pho	Director (left at 6:05pm)
George Shaw	Treasurer	Dave Sullivan	Director (arrived at 4:11pm)
Larry Nowels	Secretary	Carlos Sanchez	Director (Absent)

INVITEES PRESENT:

Nicholas Saadi	Community Association Manager (CAM), Alpenhof Management Services
Scott Hoffman	Facilities Manager
Janessa Visnyei	Office Assistant, Alpenhof Management Services (arrived late)

GUESTS PRESENT:

Greg Traxler	Sage Point Development

B. OPEN FORUM

During open forum, each attendee may address the board for up to three (3) minutes. A director or manager may briefly respond to statements made or questions posed. Speakers must observe rules of decorum and not engage in other disruptive behavior. If a speaker is in the middle of a sentence when time is called, he/she may finish their thought before sitting down. The time guidelines ensure that others will have an opportunity to speak. Speakers may not allot their time to others. All persons must follow the Meeting Rules listed at the bottom of this agenda.

An open forum was held, where members were given an opportunity to address the board.

C. PRESENTATION – SAGE POINT DEVELOPMENT (Greg Traxler)

Greg Traxler presented Sage Point Development's proposal. Sage Point can assist the Association in understanding their current assets and future opportunities, such as selling or transferring entitlement rights, developing the commercial lot (pavilion), or finding developer or equity partners to develop on site. Sage Point offers services such as cost/benefit analysis, marketing analysis, sales and marketing. Development interest has increased significantly over the last 60-90 days, which could be beneficial to the Association. Greg noted he felt the Association is in a unique position with the amount and size of the undeveloped parcels and entitlement rights. Some options include:

- Transfer or Sell RUUs (Residential Unit of Use) development rights (for development elsewhere)
- Assign Development Contracts or Partner Pre-Entitlement contracts or seller-financed deals (for development on-site)
- Bundle these Parcels for Scale Value (for development elsewhere)
- Sell or transfer *some* of the development rights, but not all (noted by Don Adams)
- "Do Nothing", i.e., do not sell any rights, nor develop on-site any further (noted by Don Adams)

Greg reviewed some valuations previously provided by Agan Consulting. Considering the existing parcels and rights, the estimated current market range of value is $12.3 to 26.3 million. There was a short question & answer period following the presentation. (Further information under **I.4. Committees – Strategic Planning**.)

D. REVIEW / APPROVE MEETING MINUTES

1. **Review / Approve June 12, 2025, Board Meeting Minutes**
   On a motion made by George Shaw, and seconded by Celia Barry, it was proposed to approve the minutes of the June 12, 2025, Board Meeting as presented. No objections, motion carried.

E. MANAGEMENT / FACILITIES UPDATE – Nicholas & Scott

1. **Asphalt Sealing/Crack Fill** –Parking lots for Units 1-76 were sealed and striped this month. The process went smoothly.

2. **Western Bat Specialists Annual Inspection** – Western Bat Specialists (WBS) visited on June 16 & 18 for their initial annual inspection, as rescheduled by the vendor. They returned to the property again this week, because of some additional issues found by CW staff, specifically in Unit 18, that were seemingly not discovered by WBS. There was discussion on whether to continue with Western Bat Specialists or pursue another vendor. Bats are pests, similar to mice and ants, which will find ways into walls/buildings seasonally. Ultimately, the board will continue to work with Western Bat Specialists at this time. Management will work to improve the timeline of annual inspections and receipt of a report, so that any needed work can be addressed before the maternity season (when exclusion work is federally prohibited). Regarding the letter from Unit 18 to the Board, the Board requested management to draft a response to Unit 18 to be sent to the Executive Committee for review.

3. **Amenities Access Project –** Supplies are being ordered and have been arriving for the first phase – CW staff running wire – to prepare for the installation of the new system. Scott is waiting on a final quote from Integrity Locksmith for their portion. Regarding a recent incident where multiple people had alcohol in the pool, more signage is being installed to attempt to deter this behavior.

4. **Additional –**
   Don Adams inquired about a new method of tracking hours. Nick Saadi clarified that Scott tracks project hours, which Tom then reconciles, and hours are reclassified from operating expenses as projects conclude. Facilities Manager noted that Dave Sherborn currently has 427 hours on reserve projects, with detailed breakdowns by project, and Janessa codes all purchases to the correct accounts. Don Adams emphasized the need to evolve hour tracking due to employment being a significant expense.

   Defensible Space and Tree Removal – Upon inquiry from Don Adams, Scott reported that staff are currently working on defensible space around the lodge area. George Shaw questioned when the next inspection by North Tahoe would occur, as they determine tree removal needs, and the Facilities Manager stated they had not received any updates on that. Celia Barry requested all forestry costs be reported to the Forestry Committee for Firewise certification purposes. Don Adams noted that the board received positive feedback from a homeowner recently regarding management, staff, and the state of the lodge/amenities.

F. FINANCIAL

1. **Review current (un-audited) Financial Reports as of May 31, 2025**
   Nicholas Saadi reviewed the un-audited Financial Reports. Several months ago, the Board approved to borrow from Reserves to pay an Operating expense (property insurance premiums due upfront), and repay the Reserves within 6 months. Accounting is reporting there is approximately $50K currently available for transfer without negatively impacting cashflow. The repayment plan should be revisited, to determine if it can be completed as agreed or needs to be revised in a board meeting.

   Nicholas reviewed variances in the budget, making note of some significant figures. Insurance is the largest variance, over budget by $26,412. Snow Removal has a large positive variance, being under budget by approximately $25k at the end of the season. Nicholas thanked Scott Hoffman for his efforts in managing the contract and CW staff to stay well within budget. Pool/Spa Repairs has been higher than budgeted, as the infrastructure ages and maintenance needs increase.

   Overall Year-To-Date:
   $581,000 – Total Budgeted
   $656,479 – Operating Expenses
   -$75,136 – Variance (Negative/Overbudget)

   George Shaw noted that part of the reason for this significant variance is that not all income has been collected to pay for the insurance premiums that were required to be paid upfront. Nicholas Saadi noted that the $75k includes the settlement as well.

G. OLD BUSINESS

1. **Review/Approve FPE Panel Replacement Project Proposal(s)**
   Before the Board for review are two proposals, from Holm Electric (revised) and Leo's Electric, for the FPE Panel Replacement Project. There was discussion regarding details of the two bids. Liberty Utilities will not communicate with the Association until a contractor is chosen.

   On a motion made by Don Adams, and seconded by Dave Sullivan, it was proposed to approve the proposal(s) from Holm Electric for time and materials, as presented. No objections, motion carried.

   Roll Call Vote:

Board Member:	***In Favor:***	***Opposed:***
Dave Sullivan	*X*	
Celia Barry	*X*	
Larry Nowels	*X*	
Perry Fox	*X*	
Lindsey Pho	*X*	
George Shaw	*X*	
Don Adams	*X*	

7-0, Motion carried.

Management will update the reserve study, inquire with Holm Electric about additional breaker space and coordinate electronic signatures on proposal.

2. **Review/Approve Inspector of Elections Proposal**
On a motion made by Celia Barry, and seconded by Perry Fox, it was proposed to approve The Paper Trail proposal as presented. No objections, motion carried.

H. NEW BUSINESS

1. **Review/Approve Roof Inspection and/or Roof Tune-Up Bid**
Before the Board is a proposal from Jeff's Roofing to conduct Roof Tune-Up and/or Roof Inspection services. There was discussion on whether the Tune-Up cost would include any type of Inspection Report. Scott Hoffman will contact Jeff's Roofing to inquire.
Alpenhof Management is aware of a consultant group that conducts inspections and provides detailed reports and maintenance scheduled/plans to potentially extend the lifespan of roofing. The Board requested Nicholas to contact the vendor and obtain a bid for those services, in the event Jeff's Roofing does not provide a report or sufficient detail.

On a motion made by Don Adams, seconded by George Shaw, it was proposed to approve the proposal from Jeff's Roofing for Tune-Up Services in the amount of $23,305, as presented.

Roll Call Vote:

Board Member:	***In Favor:***	***Opposed:***
Dave Sullivan	*X*	
Celia Barry	*X*	
Larry Nowels	*X*	
Perry Fox	*X*	
Lindsey Pho (Absent)		
George Shaw	*X*	
Don Adams	*X*	

6-0, Motion carried.

2. **Review/Approve Reserve Study Update**
The Reserve Study Update has just been received. Based on the earlier agenda item related to FPE panels, it already requires a revision. Management recommended the board to wait on approval. The board expressed concern that this would delay this year's budgetary process. Management will continue to work with Browning (Reserve Group) on updating the study. The Reserve Study is a "living document" and will continuously be evaluated/changed. It is possible to use additional information for budgetary purposes, even if the Reserve Study is not fully up to date.

Nicholas Saadi reviewed the Reserve Study Update as presented.

On a motion made by George Shaw, seconded by Celia Barry, it was proposed to approve the Reserve Study Update from Browning as presented, with plans to make adjustments for budgetary purposes.

Roll Call Vote:

Board Member:	***In Favor:***	***Opposed:***
Dave Sullivan	*X*	
Celia Barry	*X*	
Larry Nowels	*X*	
Perry Fox	*X*	
Lindsey Pho	*X*	
George Shaw	*X*	
Don Adams	*X*	

7-0, Motion carried.

3. **Review/Approve Legal to update Violation Policy & Schedule of Fines**
A new California law limits violation fines to no more than $100. The current Schedule of Fines includes escalating fines exceeding $100. Management recommended that the policy be reviewed and updated by legal counsel to ensure compliance with current legislation. There was discussion regarding how this may affect “continuing” violations.

On a motion made by George Shaw, seconded by Celia Barry, it was proposed to limit any and all violation fines to $100 per occurrence, moving forward.

Roll Call Vote:

Board Member:	***In Favor:***	***Opposed:***
Dave Sullivan	*X*	
Celia Barry	*X*	
Larry Nowels	*X*	
Perry Fox	*X*	
Lindsey Pho (Absent)		
George Shaw	*X*	
Don Adams		*X*

5-1, Motion carried.

I. COMMITTEES

1. **Bylaws/CC&Rs – Larry**
The Association has retained Adams Stirling to update the CC&Rs. The committee has received the questionnaire that the committee/board must complete. The attorney stated the Election Rules from 2021 were a working document/draft and were not official; Celia Barry indicated those rules have been approved by the board and adopted. Larry will circulate the questionnaire and suggest dates/times for a meeting to discuss.

2. **Finance**
George Shaw had nothing to report. The Finance Committee has not yet received the draft budget. Nicholas Saadi reported that the draft is coming soon. Once received, George can schedule a committee meeting.

3. **Forestry**
   Celia Barry reported that the Rake-Off is now an ongoing activity. Fifty (50) hours of volunteer raking has been completed. Firewise wants minimally 1 volunteer hour per homeowner; thus, sixty-eight (68) more volunteer hours are required for renewal. The Forestry Committee is requesting more participation from homeowners. Volunteer commitment helps save money and time; this year the volunteer hours helped pay for the delivery, use, & pick-up of two green waste dumpsters (about $1600 value).

   Rakes are available at the office. It is requested that homeowners please document volunteer hours with the office and the committee (forestry@carnelianwoods.org). Please do not rake up new mulch/wood chips.

   Celia thanked Nicholas Saadi for introducing the committee to a pilot project that could help with defensible space resources, wildfire risk reduction, and possible reduced insurance costs. This is an exciting opportunity that the committee looks forward to exploring.

4. **Strategic Development - Don**
   Don Adams reviewed the Sage Point proposal that was presented earlier in the meeting. The board discussed details, but ultimately did not take action, nor approve the proposal. The board would like an update from Agan Consulting on what action can be taken given the work accomplished to date.

J. FUTURE MEETING DATES

1. Thursday, August 14, 2025, @ 4pm – Board Meeting
2. Thursday, September 11, 2025, @ 4pm – Board Meeting

K. RECESS TO CLOSED SESSION – The board did **not** recess to a closed session.

L. ADJOURNMENT – The meeting was adjourned at 7:10pm.

Disclaimer: The meeting minutes, including confidential minutes or any other attached addendums, are the responsibility of the Condominium or Homeowners' Association, and it is the Board's responsibility to ensure the minutes are correct and complete prior to approving. The meeting minutes are a summary of the meeting discussion only.

Celia Barry
Celia Barry (Sep 2, 2025 09:51:07 PDT)

Sept 2, 2025

Secretary or Director | Date