

**A. CALL TO ORDER**

There being proper notice of meeting, Don Adams, presiding as Chair, duly called the meeting to order at 4:04 p.m.

ROLL CALL / QUORUM CHECK

Don Adams	President (Chair)	Lindsey Pho	Director
George Shaw	Treasurer	Joost de Schutter	Director
Larry Nowels	Secretary	Dave Sullivan	Director

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.

C. REVIEW / APPROVE MEETING MINUTES**1. Review/Approve October 25, Board Meeting Minutes**

On a motion made by George Shaw, and seconded by Dave Sullivan, it was proposed to approve the minutes of the October 25, 2025, board meeting as presented. No objections, motion carried.

2. Review/Approve October 25, 2025, Annual Meeting Minutes

On a motion made by George Shaw, and seconded by Joost de Shutter, it was proposed to approve the minutes of the October 25, 2025, annual meeting as presented. No objections, motion carried.

D. REVIEW / APPROVE SLATE OF OFFICERS**1. President**

George Shaw nominated himself to be President. Dave Sullivan nominated Don Adams to be President. On a vote of 4-0, with 2 abstentions, the Board elected George Shaw as President.

2. Vice-President

Don Adams nominated Lindsey Pho to be Vice-President. With no other nominees, the Board elected Lindsey Pho as Vice-President by acclamation.

3. Treasurer

George Shaw nominated Joost de Shutter to be Treasurer. With no other nominees, the Board elected Joost de Shutter as Treasurer by acclamation.

4. Secretary

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Don Adams nominated Larry Nowels to be Secretary. With no other nominees, the Board elected Larry Nowels as Secretary by acclamation.

E. FACILITIES UPDATE

1. Chimney Inspection – Don

Don reported that the inspections are scheduled for November 18-20. George noted that two owners could not accommodate an inspection on those dates. Don offered to contact the inspection company to let them know that two units would need to be re-scheduled.

2. Amenities Security System Project – George

George reported that while the security system was mostly installed and that access cards had been ordered, a few glitches had arisen. Those issues will be discussed in the Executive Session.

3. Winterization – Don

Don reported that the staff was coordinating winterization work with the placement of sheds at the lodge, installation of barricades over some unit windows, placement of snow poles on roads and parking lots.

4. Lodge Cleaning – Larry

Larry reported that Tahoe-Truckee Cleaning Company had performed a deep clean and a regular cleaning of the lodge. The work was excellent. Going forward, the company would clean the lodge every-other-Tuesday at a cost of \$150. George noted that lodge cleaning had not been budgeted and will require review by the Board.

F. REVIEW / APPROVE BANK AND CHECK SIGNERS

George confirmed that Joost as Treasurer and George as President should be authorized to sign checks. He further reported that the Carnelian Woods accounts at First Citizen Bank had been closed unexpectedly with the termination of the relationship with Alpenhof. Joost and he planned to quickly open new accounts at US Bank's branch in Tahoe City.

On a motion made by Joost and seconded by Larry, it was proposed to approve the opening of Carnelian Woods bank accounts at US Bank. No objections, motion carried.

F. OLD BUSINESS

1. Status/Review/Approve New Management Company

Larry reported that the Transition Committee had conducted an extensive search for a new management company and received three proposals for Board consideration. Committee members Celia, Dave, Joost and Perry Fox each expressed their support for Hansen Management and Maintenance Company. Larry presented a side-by-side comparison of the three proposals, covering matters relating to overall costs, accounting systems, on-site maintenance presence and company responsiveness. The Board continued to discuss the advantages and disadvantages of each proposal.

On a motion made by Larry and seconded by Don, it was proposed to approve the proposal submitted by Hansen Management and Maintenance Company. No objections, motion carried.

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Larry agreed to submit the proposal for legal review before signing and George agreed to meet with Hansen leadership and with Carnelian Woods staff the week of November 24 to discuss the new management structure and supervisory responsibilities.

2. Status/Review/Approve New Property Insurance

Sean Thompson, Chair of the Insurance Committee, presented updated pricing for two insurance proposals: 1) with the California Fair Plan plus a \$5 million DIC policy totaling between \$250,000 and \$270,000; and 2) with Rockrose, an all-risk policy costing \$320,000. Sean recommended against the higher premium Rockrose policy, noting that the association does not believe the additional coverage against non-fire damage in excess of \$5 million justifies the cost.

On a motion made by George and seconded by Dave, it was proposed to approve California Fair Plan and DIC policy. No objections, motion carried.

3. Consider/Approve Reserve Loan if Needed for Insurance

George reported that because the California Fair Plan required a near-term payment of \$126,000, the Board would need to approve a loan from the reserves account to the operating account. Because the current insurance policy will be terminated early, Carnelian Woods will receive a refund of \$60,000 to \$70,000, but not until January/February 2026.

On a motion made by Don and seconded by Joost, it was proposed to approve a \$150,000 loan from the reserve account. No objections, motion carried.

4. Beam Roof Inspection

George Shaw introduced a proposal from Beam Professionals to inspect the roof on one cluster of units that would serve as an example for determining the remaining lifespan of roofs on all units that would inform the reserve study. Beam Professionals proposed \$7,500, for the cost of the inspection. It was further estimated that a boom lift would cost an additional \$3,500.

On a motion made by Don and seconded by Dave, it was proposed to approve the proposal of Beam Professionals, not to exceed \$11,000. No objections, motion carried.

G. NEW BUSINESS

1. Strategic Priorities Discussion – Don

Don presented his recommendations for Carnelian Woods strategic priorities for the upcoming year. He asked the Board to review over the next month and agree at the next Board meeting to the priority list. The Strategic Priorities list will be given to Hansen Management and Maintenance Company for their review and advice. No action necessary at this time.

2. Re-formation of Security Committee to Address Dumping

The Board discussed re-forming a Security Committee to deal with outsiders dumping trash into CW dumpsters. Board members noted that there was the need for a committee chair and the placement of

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appropriate labels on community dumpsters. The homeowner who raised this issue at the annual meeting will be contacted and asked to chair the committee.

3. Revisit Date and Time of Monthly Meeting with New Board

Board members discussed which days would be good or bad. They agreed to set the 3rd Tuesday of each month at 5pm as the scheduled time for Board meetings.

4. Linchpin Structural Engineering Under Unit Design Proposal

George presented a proposal from Linchpin Structural Engineering to design a plan to address problems with under unit materials which are appropriate for interior use but not for the exterior. The proposal would be a not-to-exceed \$5,000 contract and would allow CW to post an RFP based on the plan's findings. Board members discussed the proposal with some raising concerns over whether it was necessary at this time.

On a motion made by George, it was proposed to approve the proposal of Linchpin Structural Engineering, not to exceed \$5,000. There was no second and the motion failed.

5. Linchpin Structural Engineering Chimney Design Proposal

No action was taken on this agenda item.

H. COMMITTEES

1. Bylaws and CC&Rs – Larry

Lindsey is making a list of questions and comments for Adams-Stirling and will circulate before Thanksgiving for Board review. No action needed at this time.

I. FUTURE MEETING DATES

1. Tuesday, December 16, 2025 @ 5PM, board meeting
2. Tuesday, January 16, 2026 @ 5PM, board meeting

I. RECESS TO CLOSED SESSION – The meeting recessed to a closed session at 6:33pm.

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



December 22, 2025

Secretary

Date

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