

CARNELIAN WOODS



Approved Meeting Minutes

CARNELIAN WOODS
MINUTES OF THE BOARD OF DIRECTORS' MEETING
Wednesday, January 21, 2026 at 12:00 pm

A. CALL TO ORDER/ROLL CALL

There being proper notice of meeting, George Shaw, President, duly called the meeting to order at 12:04 p.m.

ROLL CALL / QUORUM CHECK

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|-------------------|-----------|----------------|----------|
| George Shaw | President | Martin Perroud | Director |
| Joost De Schutter | Treasurer | Don Adams | Director |
| Larry Nowels | Secretary | Dave Sullivan | Director |

Management Present: Shannon Hansen

Homeowners Present: Brian Cullen, Karen Cleland

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.
No Owner comments were made.

***** ACTION ITEMS *****

C. REVIEW/APPROVE MEETING MINUTES

1. Review/Approve December 17, 2025 Board Meeting Minutes

RESOLVED: Don Adams motioned, and Larry Nowels seconded to approve the minutes from November 13, 2025. No objections, motion carried.

D. TREASURER REPORT

1. Joost provided an update on financial matters and system migration issues. He indicated the association is looking approximately \$90,000 better than the original \$1.3 million budget and noted he was working to re-budget due to significant changes (property insurance, management company change, employee health insurance). Joost reported struggles with the eUnify system migration and bank migration and expressed desire to explore alternatives to eUnify, possibly returning to QuickBooks.

E. FACILITIES UPDATE

1. Fire Extinguisher Inspections Continue
2. Fall/Winter Inspections Suggestions
 - Shannon spoke to the challenges coordinating with the owners that employ rental agencies to manage their STRs for the fire extinguisher and fall/winter inspections. She suggested that the inspections continue as is this year but next year she plans to send the inspection form to the rental agency responsible for the unit and have their staff complete and return the form.

3. Security/Access System Status

- George updated the Board and members in attendance that the new security system is up and running. There is a delay in getting the cards printed as he works to find the most economical and sound product to have the cards printed with something that would differentiate owners from renters for tracking purposes. George mentioned that he found a printer the association could rent for roughly \$600 to print the cards in house. He also noted that bathroom and lodge doors work but the pool gate does not at the time of meeting.

F. OLD BUSINESS

1. Strategic Priorities Ranking

- Don reported that it appeared ranking the priorities had become too difficult so the task wasn't completed but he would still like the Board to ratify the list as is. Larry asked if items would require budget revisions when firm numbers are obtained and Joost asked how the priorities tie into reserve budget and available funds. George confirmed that items funded from reserves have money allocated.

RESOLVED: Don Adams motioned, and Geroge Shaw seconded to approve the Strategic Priorities List. A vote was held 5 ayes-1 absent. The motion passed.

2. Roof Inspection Update

- The board discussed roof inspection findings and next steps. George reported that manufacturers inspecting the roofs found design and installation issues. He mentioned that the manufacturer suggested incremental replacement rather than full replacement and explained technical issues with roof fasteners and expansion/contraction of materials. George expects reports from both ECS and Ametco (manufacturer) within a couple of weeks.

RESOLVED: Don Adams motioned, and Larry Nowels seconded to approve an increased budget for an alternate contractor. A vote was held 5 ayes-1 absent. The motion passed.

3. Employee Health Benefit Update

- George reported that health insurance for the association's employees costs around \$3,100 per month but he mentioned that a cafeteria plan was set up to make the cost of benefits tax-deductible for Carnelian Woods.

G. NEW BUSINESS

1. Property Capability Study

- No Updates Made

2. Vote on appointing Martin Perroud of unit 3 to board to fill a vacancy until 2028

- Martin introduced himself as an electrical engineer at Intel who has owned his unit for 6-7 years. He has served on Boards before, but they were in Argentina and he didn't believe they are the same as they are in the US.

RESOLVED: George Shaw motioned, and Dave Sullivan seconded to appoint Martin to the board until 2028. A vote was held 5 ayes-1 absent. The motion passed.

3. Approval to offer/list RUs (Residential Units) for sale

- Don presented findings from SagePoint regarding the value of undeveloped residential units. He reported that SagePoint estimated the value of approximately 122 undeveloped residential units at \$5-6 million and suggested the association list up to half of the RUs for sale. Martin asked for clarification on whether these were rights to build on Carnelian Woods property or elsewhere. Don Clarified these are rights to build elsewhere, not on Carnelian Woods property.

RESOLVED: Don Adams motioned, and Geroge Shaw seconded to approve listing up to half of the RUs for sale. A vote was held 6 ayes-1 absent. The board approved the motion.

H. COMMITTEES

1. Bylaws and CC&Rs

- Larry reported the committee met and had a constructive meeting. They agreed on comments and questions to ask the attorney, Adam S Stirling, regarding the draft Bylaws. The committee will continue to review the CC&Rs, present to the Board for approval, and then meet with the attorney. It is noted that the Bylaws will have to be updated as well to match the CC&Rs once they are completed.

I. RECESS TO EXECUTIVE SESSION

- **The Board excused non-Board Members from the meeting to meet in Executive Session.**

1. Employee Matters
2. Pavilion Lease

J. ADJOURNMENT: The meeting was adjourned at 1:41pm

Larry Nowels

Larry Nowels (Feb 24, 2026 16:10:01 EST)