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5 **IN THE SUPERIOR COURT OF THE STATE OF WASHINGTON**
6 **IN AND FOR THE COUNTY OF ISLAND**

7
8 **BOB WILBUR, ET AL,**

NO 13-2-00741-4

9
10 **Plaintiffs,**

**DECLARATION OF GWYN STATON
IN SUPPORT OF MOTION FOR
CONTEMPT**

11 **v.**

12
13 **JEAN SALLS, KAREN SCHAAK,
14 DANIEL JONES, ROBERT PEETZ,
15 MARIA CHAMBERLAIN, AND
16 ADMIRALS COVE BEACH CLUB, INC.,
A WASHINGTON CORPORATION.**

17 **Defendants.**
18

19 Gwyn Staton, declares as follows:

20 1. I am a member of Admiral's Cove Beach Club (ACBC), know the contents
21 hereof to be true based on personal knowledge. I am an attorney and MBA and have
22 been licensed to practice law in the state of Washington for thirty-four (34) years. I am
23 over the age of 18 years and competent to testify.

24
25 2. I attended the ACBC Board meeting on September 14, 2013. At that
26 meeting I asked member Jean Salls and the Board as a whole, about the nominations
27 for our new Board of Directors which were to be presented at that meeting. I was
28 interested in knowing who had been nominated because I was advised in an email
29 from the board secretary, Karen Shaak, that nomination announcements would be
30 made at this September 14 meeting.

31
32 3. The Board reaffirmed at the September 14 meeting that the annual meeting
would be held on October 26, 2013 as per the Bylaws and the new Board would be

1 seated at the regularly scheduled member meeting at that time. This is the procedure
2 required by ACBC's Bylaws.

3 4. When no one presented the slate of nominees at this Board meeting, I asked
4 the Board and President Jean Salls why there was no report from the Nominating
5 Committee. Ms. Salls stated the Board would not discuss the subject of nominations
6 for new directors because it was the "subject of litigation." Salls' statement is incorrect.
7 Board nominations and elections are NOT the subject of this litigation. It was clear that
8 Ms. Salls did not want me or anyone else to know that the Board was planning to stall
9 the scheduling of both the election of new board members and the date of the
10 required, annual membership meeting. Throughout this September 14 board meeting,
11 Ms. Salls and the majority of the Board insisted throughout the entire meeting that they
12 were unwilling to discuss any subject related to the swimming pool or the plans for the
13 pool because it was the subject of litigation.
14

15
16 While I understand the board members' concerns about discussing matters that
17 are directly related to the subject of the lawsuit filed by the Plaintiffs in this case i.e.,
18 the disposition of the pool and the special assessment, the board's refusal to address
19 my question about the director nominees was improper.

20
21 In refusing to accept nominations for the new Board and by refusing to permit
22 elections to proceed, this holdover Board is using the presence of this lawsuit to
23 continue to maintain their board positions, wrongfully, after their terms have expired.
24 The terms of four directors, Karen Shaak, Maria Chamberlain, Dan Jones and Bob
25 Peetz expired on October 26, 2013. By refusing to permit new Directors to be elected,
26 the old Board is attempting to maintain their positions even though new board
27 members are required to be inducted on the fourth Saturday of each October annually
28 per our long standing Bylaws.

29
30 4. At the September 14, 2013, Board meeting, the members discussed the
31 next two board meetings and the Board confirmed their intention to hold the annual
32 membership meeting on October 26, 2013, as per our Bylaws. As noted previously,
the annual membership meeting is always the fourth Saturday of October of each year
and the members count on and plan around this date.

1 I (and several other members) scheduled this date on our personal calendars
2 so we could be available to attend. I scheduled my travel plans to be in town on this
3 date for this important meeting. I was to be out of the state on business but deferred
4 my travel arrangements to attend this critical meeting on October 26, 2013.

5
6 5. I did not receive a ballot or meeting notice after the Board's September
7 meeting as would have been the ordinary course. Finally, I received a notice in the
8 mail, over a month later, dated October 17, 2013, that the annual member meeting
9 was to be rescheduled until after the Restraining Order was lifted. This specifically
10 contravenes the restraining order which says the annual meeting will proceed per its
11 regular schedule and the Board may do nothing to interfere with the regularly
12 scheduled annual member meeting or the election of new directors.

13
14 6. The notice erroneously implied that I was a plaintiff in the litigation and
15 suggested that the litigation and temporary order were interfering with the members'
16 right to attend the annual meeting and vote for new board members – when in fact it
17 was the board members (or a majority of them) who have taken this approach to avoid
18 removal and potentially, a new vote on the substantive issue.

19
20 7. This lawsuit was filed to stop the current Board from irreparably
21 damaging our community assets and demolishing our gem of a swimming pool based
22 on a flawed vote and unauthorized ballot. It is also very likely that the "new" Board
23 would take a fresh look at all options if the members had been allowed to vote as
24 required by the bylaws. By refusing to permit elections to proceed, this holdover Board
25 is exercising control over our community and this lawsuit illegally. Regardless of what
26 the outcome of the elections may be, the current majority on the board are in direct
27 violation of the ACBC bylaws by not sending out ballots and scheduling the annual
28 meeting. Even worse, they appear to be trying to retain their positions so that they
29 won't be replaced by new board members who will potentially agree to resubmit the
30 question of the swimming pool's future disposition to the membership. There is no
31 procedural rule or bylaw that prevents a new board of directors from exercising its
32 authority to submit a revised and accurate ballot on the subject of the swimming pool
to the membership. Of course there are no assurances that the composition of the

1 new board of directors will do anything about the swimming pool or the assessment –
2 but the “old board” members who essentially caused this lawsuit to be filed, should
3 step down since their terms are up. The fact that they are refusing to do so and using
4 the pendency of the lawsuit as an excuse strongly suggests misfeasance.

5 In addition to the four board members/defendants who are refusing to permit an
6 election, these same individuals are attempting to treat any ACBC member who has
7 not paid the special assessment as a member “not in good standing.” This violates the
8 court’s prior order because the special assessment was not actually payable or “due”
9 until two days after this court entered the temporary restraining order precluding the
10 board from taking action to interfere with a member’s right to vote based upon the
11 “good standing” argument. As noted in Robert Wilbur’s declaration and mine, this
12 appears to be a deliberate violation of the court’s order and a manipulative effort to
13 prevent an election of a new board that could effectively render moot some of the
14 issues raised in the Plaintiff’s lawsuit against the board members and ACBC as an
15 entity.
16
17

18 I certify under penalty of perjury under the laws of the State of Washington that
19 the foregoing is true and correct.

20 Dated at Seattle, Washington this 19 day of November, 2013.

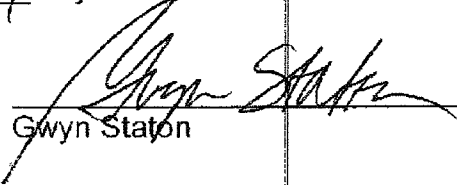
21
22 See attached
23 Gwyn Staton
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7 IN AND FOR THE COUNTY OF ISLAND

8
9 ROBERT WILBUR and DUSTIN
10 FREDERICK,
11
12 Plaintiffs,

NO. 13-2-00741-4

GR 17 DECLARATION

13 vs.

14 ADMIRAL'S COVE BEACH CLUB, et
15 al.,
16 Defendants.

17
18 UNDER PENALTY OF PERJURY AND PURSUANT TO THE LAWS OF THE
19 STATE OF WASHINGTON, I CERTIFY THE FOLLOWING TO BE TRUE AND
20 CORRECT:

21 I, Linda Williams, am assistant to Christon C. Skinner who is the attorney of
22 record for the plaintiffs herein. I received a document entitled Declaration of Gwyn
23 Staton in support of motion for contempt from Gwyn Staton by facsimile.

24
25 I further declare that prior to signing this affidavit, I did examine the document,
26 determined that it consisted of four pages and that the document was complete and
27 legible.

28 DATED this 19th day of September, 2013, at Oak Harbor, Washington.

29
30
31 
32 Linda Williams