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SUPERIOR COURT OF WASHINGTON FOR THE COUNTY OF ISLAND

<p>ROBERT WILBUR, Plaintiff, vs. ADMIRAL'S COVE BEACH CLUB, a Washington non-profit corporation; Defendants.</p> <hr/> <p>SUE CORLISS, Intervenor/Appellant, vs. ROBERT WILBUR, ADMIRAL'S COVE BEACH CLUB, a Washington non-profit corporation, and its BOARD OF DIRECTORS, Respondents.</p>	<p>NO. 13-2-00741-4 DECLARATION OF MICHAEL TENORE IN SUPPORT OF PLAINTIFF'S MOTION RE VALIDITY OF 2013 BALLOT TO DECOMMISSION ADMIRAL'S COVE SWIMMING POOL</p>
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I, Michael Tenore, declare and state as follows:

1. My name is Michael Tenore and I am the current Secretary of the Board of Directors ("Board") for Admiral's Cove Beach Club ("ACBC"). I am over the age of 18 and competent to testify to the matters herein.


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2. Attached hereto as Exhibit "A" is a true and correct copy of the official minutes for the ACBC Annual Members' Meeting, which took place on January 27, 2018 as well as true and correct copies of the ACBC committee reports attached thereto.

3. At the annual meeting on January 27, 2018, ACBC member Derek Lind made a motion directing the ACBC Board to hold a vote asking the members whether the 2016 vote for the special assessment to refurbish the pool should be repealed. This motion failed by a vote of 22 in favor and 48 against. See, Exhibit A, p. 7-8.

I declare, under penalty of perjury under the laws of the State of Washington, that the foregoing is true and correct.

DATED this 20 day of FEBRUARY, 2/20/2018.


Michael Tenore

ACBC Members Meeting

January 27, 2018

Meeting called to order at 3:10pm by President Blankenship at the Nordic Lodge.

Board members present: Kurt Blankenship, Dennis Egan, Mike Tenore, Karen D'Ewart, Greg Behan, Jennifer Wilder, and Marty Lull

Janet McConnell, parliamentarian, was also present

3 individuals volunteered to take minutes: Marge Plecki, Suzy Palmer, and Ed Delahanty (Ed was videotaping the meeting rather than taking minutes)

A motion was made by Dustin Frederick to limit the time for members to speak to 3 minutes. Motion seconded by Bob Stiles. Motion passed. Greg Behan will serve as timekeeper.

Derek Lind made a motion to suspend the rules in order to hear member motions from the floor as New Business. Mr. Wallace seconded the motion. President Blankenship stated that a motion from the floor to suspend rules must be approved by a two-thirds vote, according to the parliamentarian who was present. 32 votes were in favor of the motion; 37 votes were against the motion. The motion failed.

President's Report: Kurt Blankenship

Kurt discussed the status and brief history of the pool lawsuit. The Board, through its attorneys, filed a motion for summary judgment. Judge Hancock ruled that the Board did not have standing for summary judgment. . Kurt stated that just prior to this meeting Mr. Wilbur advised that he will bring a summary motion to the court.

Kurt stated that there were a record number of swimmers this year. There has been success with a majority of members paying their dues and assessments. "In a couple of weeks hopefully there will be an increase in the number of people paying."

- The Board has repeatedly asked property owners on the bluff if they wanted the pipe that is located in the parking lot area.
- A permit has been applied for to vary the tide gate height and make repairs to the outfall pipe if needed. Committee report to follow.
- The website has been updated. The website has had 50 members signed up for Members Only pages, 214 have subscribed for the email blast since April 2017 with 3,195 visits and 32,650 hits. If a member is in good standing they may submit information for dissemination.
- Kurt thanked volunteers for giving generously of their time and energy and noting that members of the Board are also volunteers. In addition to the Board members, Doug and Elaine Fielding, Suzy Palmer, Lynda McClure, Darla Allen, Midge and Bob Stiles, and Ed and Carol Delahanty were also thanked for their efforts.

Tellers Report: Elaine Fielding, Chairperson

- Elaine thanked the members of the Teller's Committee: Darla Allen, Aloha Hart, Cathie Harrison, Doug Fielding, Lynda McClure, Steve Kobylk, Laurel Seymour,
- 391 annual meeting packets with ballots were distributed to members in good standing and 200 packets were mailed to members not in good standing
A total of 166 valid ballots were returned. Six packets to members in good standing were returned unopened due to invalid addresses. Eight packets were returned from members not in good standing.
- Final results for the election of the Board of Directors :
 - Dennis Egan, 108 votes
 - Dustin Frederick, 93 votes
 - Gywn Staton, 83 votes (withdrew her name)
- Dennis Egan and Dustin Frederick will serve as Board members.
- All changes to the by-laws passed.
- Increase in dues: There were 90 yes votes to increase the annual dues. 71 votes against the proposed increase in annual dues. A copy of the signed tellers report will be posted to the website.

Vice President's report: Dennis Egan

- No report except for noting that there are sign-up sheets available today for anyone wishing to serve on a committee.

Treasurer's report: Karen D'Ewart

- The Treasurer's report will be posted to the website in the next few days.
- Overview of assets: Total assets: \$638,724
- Assessed valuation of ACBC property is \$1,892,430.
- Income in 2017:
 - Annual dues =\$113, 381
 - Facility usage=\$880
 - Pool Assessment =\$63,000.
 - Pool use income = \$14,290
 - Total income = \$181,732
- More than 50 parcels were transferred to new owners
- There is a past due total of \$263,000 in fees, dues and assessments based on a total of 690 parcels owned by 591 members.
- The number of members not in good standing this year went up significantly due to the August due date for the pool assessment. (Note: In fact assessment was mailed in August with first payment due in September.)
- An independent accountant found that the ACBC books were managed by 3 different entities in 2016. The analysis found that the books are in good order. and made some recommendations for best practice. Payroll for lifeguards had a small error that was corrected. The accountant made recommendations to better track pool fees and fees from shelter rental as that income may be subject to tax if they exceed a certain level. The accountant said that the accounts are in good order. Steve Morrow was acknowledged for his good work on the books as Treasurer.
- Pool refurbishment expenses will be charged only to the Assessment fund and closely tracked .

- To be more responsive to members questions and issues, the Board is looking for administrative services to replace those lost several years ago.

Question: “I just found out that I am not in good standing. My accounts are paid and I believe there is a mistake. Why can’t I have a ballot?”

Answer: The Treasurer said she will check into it but she needs more information. An error may have been made. Kurt stated that this individual was not eligible to vote at this meeting and that the one vote would not have made a difference in the outcome of the recent ballots.

Question: “How many members in good standing are there?”

Answer: There are 388 members in good standing and 203 members not in good standing.

Question: “How do you account for dues and assessments when there is a property transfer?”

Answer: All is handled as part of the escrow request.

Question: “Did the assessment come due in August?”

Answer: Yes, a statement went out in August with a due date of September.

There was considerable discussion from several members regarding why members who had paid their dues were not allowed to vote. They commented that they were confused about their status because they were under the impression that the assessment was not due pending resolution of the litigation regarding the pool. The Board clarified that both the assessment and dues needed to be current before the ballot was mailed in December 2017 in order for a member to be considered “In Good Standing”. Several members commented that they felt the billing made this very clear. The Treasurer noted they were working on having a better process and clearer communication with the membership about money due.

Secretary’s Report: Mike Tenore

- No report other than to encourage members to attend Board meetings.

Grounds and Building Committee: Marty Lull (See attached report)

- Members should feel free to sign up for the various committees.
- There have been instances of vandalism. The sheriff has worked closely with club volunteers to supervise repair by the individuals responsible.
- There were several work parties during 2017 that included spring clean up, pool opening, winter preparation and cutting firewood.
- There was a successful septic inspection.
- Questions were asked about repair of the playground. Marty has inspected the playground equipment and he repaired and oiled where needed.
- The operation of the tide gate was checked.
- Property owners on the bluff have had access to free pipe to aid draining their property over the bluff. This is the last call on retrieving any pipe.
- The Club will have its portion of the bluff hydro-seeded later this spring.

The next work party will be trimming the trees along lower Byrd. Volunteers are needed.

The Board has been asked to address the issue of speeding. Marty encouraged members to contact the Sheriff's office regarding speeding so that Sheriff will take notice. Marty said we are overdue to have Sheriff Brown come to the community and discuss the "Neighborhood Watch" program. Marty also asked members to contact the Board with any speeding concerns.

Question: "Can the Grounds Committee do anything about the houses that look like they are condemned?"

Answer: ACBC has no control over individual property owners. Individuals with concerns need to contact Island County. A member noted that helping out your neighbor or organizing a "Helping Team" for a day and time may be a good alternative to complaining. This was done last year.

Long Range Planning and Building: There was no report. This committee has not been active.

Pool Maintenance and Operations: Dennis Egan (See attached report)

- There were 4767 swims in the 2017 pool season. There was an adult lap swim for members only as well as water aerobics, baby swim and open swim time periods.
- Three free swim days were provided in 2017.
- On Labor Day there were 164 swimmers for the free swim.
- Five doors were replaced on the sound side of the building, and door closures on the 2 dressing room doors were replaced.
- Pool filter cartridges and the pool cover have been replaced.
- The Board signed an MOU (Memo of Understanding) with Young Associates who will help with the pool permitting process. The Board has applied for the Shoreline Exemption Permit and has identified 2 contractors.
- Last week Dennis, Ed Delahanty, and Marty made a trip to see examples of the work of one of the potential contractors.
- The Board is trying to have the pool refurbishment completed by beginning of the of the 2018 pool season, but this may have to wait until the end of the 2018 pool season because of permit delays.
- Dennis gave a big "thank you" to the many volunteers who helped in the pool office, with cleaning and repair and overall encouragement to continue to move forward to keep the pool open. Thanks to Debbie for the water aerobics classes and baby swim, and thanks to Darla for volunteering to head the staffing of the pool office.

Question: "What about the heat pumps? The pumps were not approved in the pool assessment vote. But isn't the Board planning to use the existing budget to pay for heat pumps?"

Answer: That is a possibility. The Board will give notice if they decide to install heat pumps. If any member in good standing objects, they can bring it to a Board meeting. Dennis stated that a contractor suggested that now is the time to install the heat pumps. The vote on the heat pumps missed by 3 or 4 votes. Dennis stated that the committee is

recommending that the Board use its authority to include the heat pumps if it is within the current pool assessment funding. Dennis stated he would make a motion to that effect at the end of this meeting.

Question: “Is there going to be another assessment?”

Answer: No, not for the currently proposed work.

Question: “How much will it cost to use the pool? How much for a nonmember?”

Answer: Nonmembers must buy an Associate Membership, then they pay for the pool usage the same as a member. Usage fee is \$ 5.00 per day but family and season passes are available at a lower cost. The cost of an Associate Membership was \$200 in 2017 but no decision has been made for 2018.

Question: “Why don’t Associate Members have to pay their share of the pool assessment? If we are members we shouldn’t have to pay more to use the pool and pay the assessment as well.”

Answer: Encourage members who feel this way to become involved and help change the bylaws. The general idea is that those who use the pool on a daily basis should help pay for the lifeguards, chemicals and maintenance. Pool usage fees go towards deferring those costs.

Question: “Some members expressed frustration about the actual perks of belonging to the club when it seems that the perks are the same for the Associate Members.”

Answer: Associate Members do not benefit financially or from marketing or selling their property by having a neighborhood pool.

Question: “It is frustrating that members can’t get answers at the Annual Members meeting. The Board Members and Committee Members are present but decisions are not made.”

Answer: The Board may need to study the facts before giving an immediate answer. Bylaws or standing rules may need to be reviewed in order to resolve many of these issues. Please bring your issues to the next Board meeting.

Question: “There seems to be an assumption that the Judge is going to rule in favor of the pool. Is that a correct assumption? If it goes forward, will there be another assessment for the pool building?”

Answer: The 2016 assessment passed. The Appeals Court ruled on the 2013 vote and stated that Judge Hancock ruled in error and the membership does have the right to decommission the pool. There was no court order to delay the 2016 vote. Judge Hancock did not rule on summary judgment. It is the Board’s interpretation that the 2016 vote supersedes the 2013 vote.

Question: “But what about the pool building? Do you envision another assessment to redo the pool building?”

Answer: The short answer is yes. There would need to be another assessment because it is unlikely the renovation cost could be covered under the regular budget.

Question: “Are Associate Memberships advertised?”

Answer: No, but we could advertise. We are allowed to have 250 Associate members. In 2017 there were 5 Associate memberships.

Lake Ecology and Outflow Committee: Mike Tenore

- The condition of the lake is a little better than last year. Phosphorous levels are a little higher. The blue-green algae was less this year however there was some increase in filament type algae. Please be careful to use non-phosphorous fertilizers and maintain your septic systems as required by the county.
- The Committee continues to consider flushing the lake with salt water. A Site Biological Assessment (SBA) will be done this spring to see if it would be of benefit.
- A Master Shoreline Use permit was applied for and is now complete. There will be a public notice sign posted, probably next month. The permit application filed with the county includes flushing and video inspection of the outfall pipe with subsequent repair/replacement if necessary. Also included in this permit is the option of installing a variable tide gate. Depending on the improvements needed an assessment may be necessary.
- There is erosion around the lake, especially in the winter. Lake Washington lowers the lake level and we could do the same kind of thing to help with erosion during the winter.

Question: “Is there any opportunity to get impact fees from the state or county to help deal with the increased runoff?”

Answer: That is something that could be considered. Greenbank received a state grant after a study from the State Conservation Society regarding salmon protection but this was specific to the Eastern Shore of Whidbey Island.

Question: “What is the plan for getting rid of the geese?”

Answer: This is a common problem. The geese are migratory. One member suggested using loud noises to deter the geese.

Comment from a member: Thanks to the Lake Committee for their work.

Comment from a member: This member states that he has longstanding experiences with Crockett Lake and the canal. He believes the “Crockett Lake tide gate never really worked and can’t be fixed”. “This effects the movement of water in the canal.”

Answer: We are having the SBA done to make determinations about what options are possible for the lake. It was also noted that perhaps salmon recovery might be an option for a funding grant, however there seems to be more interest in salmon recovery on the east side of the island.

Social Committee: Mary Egan (See attached report)

Tuesday morning coffees are held every Tuesday from 10-12 at the Shelter. Game night is on the first Thursday of each month, and Movie night is on the third Thursday at 7pm. There are also free swims and a BBQ. The Social Committee also prepared lunches for the volunteer work party.

Welcoming committee: Jennifer Wilder

Every new owner is given a welcoming packet with a variety of handouts and information. This information should be on the website. Since July 2017 we have distributed 26 welcome packets.

New Business: Members' Motions:

- Motion by Howard Wallace: “By a stroke of luck I am a member in good standing. I paid the assessment. I did not understand that if I asked for a refund then I would no longer be in good standing. Approximately 1/3 of my neighbors are disenfranchised and I think lots of them had tight finances.”
Mr. Wallace then made the following motion: “I move that members disenfranchised because of unpaid pool assessments shall be retroactively allowed to vote on all votes since their disenfranchisement.” Motion was seconded by Derek Lind.
- Response: Kurt Blankenship stated that, as Chair of the meeting, he ruled that Mr. Wallace’s motion is out of order because of the by-laws Article 5, section 3. There is a process to be followed and as a result the motion will not be recognized. Kurt stated that since the motion was ruled out of order there is no discussion of the motion.
- Motion by Wendell Gallagher: “I move to amend Article V, Section 8 of the ACBC Articles of Incorporation to make membership optional. The Board of Directors shall distribute a mail-in ballot to all property owners in Admirals Cove, and all property owners have the right to vote on this proposed amendment. The ballot shall be worded as follows: The Articles of Incorporation shall be amended to make membership optional. A yes/no option shall be provided. The ballot shall be distributed no later than March 1, 2018 and the results shall be counted no later than April 1, 2018.
- Response: Kurt Blankenship ruled that there is a process spelled out for amending the Articles of Incorporation and that a notice must be provided and the meeting needs to be duly called for this purpose. Kurt ruled that Mr. Gallagher’s motion is out of order.
- Motion by Derek Lind: “I move to repeal the 2016 vote for the special assessment to refurbish the pool. The materials provided in the 2016 ballot packet contained incorrect information about the Court ruling, and that erroneous information unfairly influenced how members voted. The Board shall conduct a mail-in ballot sent to all property owners in Admirals Cove. The ballot shall be distributed within 30 days of the passage of this motion and ballots must be counted within 30 days of their distribution.”
Mr. Wallace seconded the motion.
- Response: After some clarification and consultation with the parliamentarian, Kurt ruled that the motion is valid. One can request that a ballot be sent. Then discussion took place. Mr. Lind was asked if he would agree to amend the motion to indicate that only members in good standing can vote. There was also a suggestion made that the timeline described in the motion might need to be

longer, to allow for members to pay accounts and/or have 4 successive payments if on a payment plan so they would be eligible to vote.
Kurt stated that the motion would need to be reviewed by the ACBC attorney if passed.

Comment: One member was confused about the availability of payment plans as an option for maintaining good standing status.

Response: The Board has not turned down anyone who requested a payment plan. A member has to make four consecutive payments in order to be considered in good standing.

Comment: “When this community was formed, a new set of bylaws needed to be done and recorded. We are operating under 3 separate articles of incorporation. Which one are we operating under? The AOIs were never written for the club, only for the partnership.”

Response: Not sure what the question is about. It is also not relevant to the discussion of this motion.

- Voting on the amendments to the motion from Mr. Lind: There was a vote on extending the number of days mentioned in the motion to 150 days. There were 28 votes in favor of the amendment and 28 votes against the amendment. Kurt noted that parliamentary rules state that when there is a tie, the motion is denied. The amendment to extend the number of days stated in Mr. Lind’s motion failed.
- Voting on the Motion by Mr. Lind: There were 22 votes in favor of mailing out a ballot that asks whether or not the 2016 vote should be repealed and 48 votes against the motion. The motion failed.
- A motion was made to refer members not in good standing over to collections. There was no second of this motion; therefore, the motion did not move forward for a discussion or a vote.

President Blankenship asked for a motion to adjourn the meeting at 5:18 PM. The motion was seconded and meeting was adjourned.

Respectfully Submitted,

Marge Plecki

Suzy Palmer

Ed Delahanty

Pool Committees

We had another great year with 4,767 swimmers. We opened the pool a little earlier in the day for member only adult lap swim. That was followed by lap swim, aerobics and baby swim. The rest of the day was open swim until 7 pm. There were three free swim days, the Sunday before Memorial Day, The 4th of July, and the Sunday before Labor Day that coincided with the Social Committees Potluck / BBQ. The Labor Day free swim had 164 swimmers. We plan to have a similar schedule this year.

We replaced 5 doors on the sound side of the building. Replaced the door closers on the two dressing room doors. Painted the fence surrounding the pool. Replaced 8 of the pool filter cartridges. Replaced the pool cover. Purchased a replacement 5 hp pool pump that will be installed prior to this year's swim season.

The pool refurbishment project is moving forward. We have signed an MOU with Ron Young and Associates for consulting services to help with the permitting process and contractor contract review. We have applied for the Shoreline Exemption Permit. As of last week, we are down to two contractors being considered. The selected contractor will make all the drawings necessary for the rest of the required permits. Last Monday, Ed Delahanty, Marty Lull and I visited the pools on Bainbridge Island and North Bend to look at the work one of the contractors has done in the past and one in Bothell under construction now. We talked with the pool managers about their experience with the contractor. We had hoped to have the pool refurbished for the 2018 season, but may have to wait until the fall of 2018.

I would like to thank all the volunteers that helped in making this a successful year. The maintenance work, helping get the pool covers off and mats in each day, cleaning the pool and decks, Debi Karjalainen for the water aerobics / baby swim, the hundreds of hours Darla Allen put in along with the rest of the office staff. Although paid, the Lifeguards for keeping our pool safe, especially the kids, not an easy job. Lastly, the members of the pool committees that started working early last year getting ready to open the pool, hiring lifeguards, all the work to keep the pool operating during the swim season, and now working on the pool refurbishment.

Dennis Egan

2017 Grounds and Buildings Report

This Spring we experienced several incidents of vandalism. The largest one, resulting in numerous windows broken, around the Shelter and pool fence. Damage was estimated around \$1200.00. Two young men were identified by our video system. ICSO worked with getting ACBC, the boys, with their families, to come to an agreement with partial payment and a work schedule, with supervision. Several smaller cases of graffiti, and a couple more broken windows.

Spring: cleanup and repairs. Septic inspection, passed. Assist with pool opening for the season.

Playground: inspect all of the equipment. Replaced all of the chains on the swing set, lube all of the pivots. Install a new toddler seat. Lubed the merry go round and leveled the berm. Leveled out the bark in the playground area. Lube tide gate at the lake outfall.

August: Our largest turnout of volunteers, 13!! For two days we split and stacked three trailer loads of donated wood to be used by the community in the fire pits on the beach. Enjoy. Lower Bryd Dr. roadway trimmed up.

Fall: Cleanup and winterize. Patch roadway. Load of crushed rock for the parking lot.

Bluff: Last call on free pipe for bluff owners. It will be removed soon. I check the ditches and drain to the lake. ACBC portion of the bluff will be hydro seeded this spring if the budget passes.

This Spring: Clean up, and trimming on lower Byrd, late March or early April. Equipment is being scheduled now.

Future: Looking for input for playground improvements, and a possible sport court?

Security: Suspicious people on the grounds? Speeding cars in the Cove? Please contact ICSO with as info. as possible.

Reminder: If something is broken or needs attention, please notify us. We are always looking for volunteers.

Thanks to all of the volunteers: Beach walkers who clean the beach area. Mowing and gardening. Litter patrol at the main entrance at Admiral and 525.

Thanks to all of the volunteers: Beach walkers who clean the beach area. Mowing and gardening. Litter patrol at the main entrance at Admiral and 525.

Social Committee

The Social Committee continues to host Tuesday Morning coffee from 10 a.m. to noon. It's a great way to meet your neighbors for coffee, tea, conversation and to sample delicious goodies people bring to share.

We are still having game night in the shelter at 7 p.m. the first Thursday of the month and movie night is at 7 p.m. the third Thursday of the month. Both game and movie nights have not been well attended but, we will keep it going and reevaluate in March.

The Social Committee will coordinate with the Pool Committee to have our potluck/barbecue to coincide with their free swim days on the Sunday before Labor Day, the Sunday before Memorial Day and on the 4th of July. The Social Committee, will provide the hamburgers, hot dogs and chicken, including buns and condiments. Please bring your favorite side dish to share with others. Dennis Egan will be providing homemade root beer and homemade ice cream.

During last year's work parties, the Social Committee provided the volunteers with lunch and beverages and will continue to do so this coming year. Thanks to all the volunteers for all the work you have done.

Mary Saurer-Egan

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IN THE SUPERIOR COURT OF THE STATE OF WASHINGTON
IN AND FOR THE COUNTY OF ISLAND

ROBERT WILBUR,
Plaintiff,
vs.
ADMIRAL'S COVE BEACH CLUB, a
Washington non-profit
corporation;
Defendants.

NO. 13-2-00741-4
GR 17 DECLARATION

SUE CORLISS,
Intervenor/Appellant,
vs.
ROBERT WILBUR, ADMIRAL'S
COVE BEACH CLUB, a
Washington non-profit
corporation, and its BOARD OF
DIRECTORS,
Respondents.

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

I, Linda Williams, am assistant to Christon C. Skinner who is the attorney of record for the plaintiff herein. I received a document entitled Declaration of Michael

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Tenore in Support of Plaintiff's Motion re: Validity of 2013 Ballot to Decommission Admiral's Cove Swimming Pool by electronic transmission.

I further declare that prior to signing this affidavit, I did examine the document, determined that it consisted of a two page declaration with an attachment of ten pages and that the document was complete and legible.

DATED this 20th day of February, 2018, at Oak Harbor, Washington.


Linda Williams