

*9mileranchhoa.org
PO Box 332
Oroville, WA 98844*

July 20, 2019

There has been a group on the Ranch challenging this board's intention to uphold the Ranch's Covenants, Conditions and Restrictions (CCRs) when necessary. One of these people caused a court case and then dropped the case the day of the court date which is a waste of all of our time, effort and of course, money. We have incurred legal fees that would have otherwise been spent on the roads. This is very frustrating, disappointing and altogether a totally useless way to go about doing the simple business at 9 Mile.

We hope that the future holds a brighter prospect, one where all or at least most members are stepping up to volunteer their time to get to the know the Ranch issues, come to the board meetings, read the website information and overall support the volunteer efforts of the 9 Mile Ranch board. We need collaboration from the members to help us fund our roads and support our CCRs, not waste our money waging battles against that.

Attached you will see the most recent expenditure and attorney communications the board was forced to make in order to serve this community better.

The Board of Directors



June 26, 2019

Mr. Nicholas Bergh
2006 South Post Street
Spokane, WA 99203-2049
nick@gnbergh.com

RE: Nine Mile Ranch Homeowners Association

Dear Mr. Bergh,

Saturday, June 15, 2019, the Nine Mile Ranch Homeowners Association held an annual meeting. As required under Article III, Section 4 of the HOA bylaws, there was a quorum of members entitled to cast 20% of the Association votes. The voting was held in person and by proxy as required under Article III, Section 5. Those members called a vote pursuant to Article IV, Section 5 for the removal of Directors. This section provides:

Resignation and Removal. Any Director elected by the membership (or selected by those elected Directors) may be removed from office with or without cause at any time if Lot Owners owning a majority of the Lots vote to remove such Director. However, this right of removal applies only to Directors elected by the members, and Directors appointed by Directors elected by the members. This right of removal does not apply to Directors appointed by Declarant. Any Director may resign at any time by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any time later specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

It is my understanding that all Directors elected by the members and Directors appointed by Directors elected by the members were removed by vote. I understand the former Board of Directors refused to acknowledge the vote, but that does not make it any less effective.

My client requests that you ask the former Directors to mail all of their post office box keys to Kate Naysnerski at 9 Canyon Spur Rd., Oroville, WA 98844.

Pateros (Main Office)

P.O. Box 637
110 Lakeshore Drive
Pateros, WA 98846

P 509.689.3471 | F 509.689.3472

Seattle

701 5th Avenue, Suite 4200
Seattle, WA 98104

P 206.262.7900 | F 206.262.8001

www.thomasonjustice.com

alex@thomasonjustice.com



Please confirm your agreement in this regard.

Sincerely,

A handwritten signature in dark blue ink. It starts with a large, looped 'A', followed by a smaller 'T', and ends with a long, horizontal tail stroke.

ALEX THOMASON
Attorney at Law

LAW OFFICE OF G. N. BERGH

REAL ESTATE/BUSINESS LAW

G. Nicholas Bergh
509-624-4295
nick@gnbergh.com

June 28, 2019

Alex Thomason
Thomason Justice, P.S.
PO Box 637
Pateros WA 98846

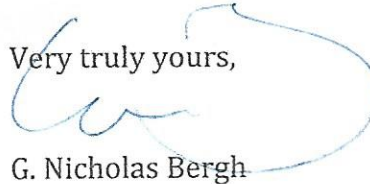
Re: Nine Mile Ranch HOA

Dear Mr. Thomason:

I am in receipt of your letter dated June 26, 2019 relating to the attempted removal of the Board by your clients. Based on information provided by my client, the procedures utilized by your clients in their attempt to remove the Board are so fundamentally flawed I cannot conceive of any circumstance in which a court would uphold the purported result. While I do not wish to waste the Association's funds by enumerating the many, many problems with your clients' actions, I would point out that under RCW 24.03.470, all persons who act as a corporation without authority are jointly and severally liable for all resulting debts and liabilities. These debts and liabilities would include, at minimum, attorney fees and costs incurred by the Board in contesting your client's actions. Additionally, I find myself wondering, if the entire Board was voted out of office, as you assert, by what authority does Ms. Naysnerski, one of the Board members, retain any authority to act on behalf of the Association?

If you have any evidence that the vote to remove the Board was properly conducted in accordance with law and the Association's governing documents, please provide it to me. Until the evidence is provided, evaluated and found to be proper, the Board will not recognize the action asserted by your clients or take the actions demanded by you or your clients.

Very truly yours,



G. Nicholas Bergh

Law Office of GN Bergh

2006 South Post Street
Spokane WA 99203-2049
Phone: (509) 624-4295
E-Mail: nick@gnbergh.com

...big firm experience without the big firm experience...

Bill To:

Nine Mile Ranch Homeowners Association
Stacey Johnson
stacey@wandabean.net

Invoice

Invoice #: 1114
Invoice Date: 7/18/2019
Due Date: 8/17/2019
Terms: Net 30
Account: 10125-1002

Matter:
Naysnerski

Date	Description	Hours	Rate	Amount
6/27/2019	Review governing documents and corporate law requirements for meeting and removal of director, draft letter to Thomason	2.75	250.00	687.50
Total				\$687.50
Payments/Credits				\$0.00
Balance Due				\$687.50