

**Minutes of
Blue Ribbon Farms Homeowners' Association
Board of Directors
February 7, 2025, 10 am
Nichols' Residence-202 Lands' End**

1. Roll Call – Chair Mark Long called the meeting to order at 10:05am. In addition to Mr. Long also present were Vice-Chair Drew Zacharias, Treasurer Carmen Lynaugh, Andre Baritelle, Jennifer Gibbings and Secretary Natasha Merkuloff Nichols; Mr. Paul Allsing was excused. Also present were Gunnar Clem, Gary Gordon and Corby Somerville.
2. Public Comment – Mr. Somerville said agreements involve the exchange of valuable consideration, and the membership is entitled to know what is in the agreement on the agenda today. Mr. Long said the agreement will be made public and will be attached to today's minutes. He told Mr. Somerville that the Board understands what Mr. Somerville has been saying about closed sessions; however, due to attorney/client confidentiality, especially related to pending legal matters, we have had to meet in closed sessions. Mr. Long pointed out that when one is negotiating, one doesn't generally tell the other party what one is considering and why. Mr. Gordon asked if Mike Mason has gotten his license to fly reinstated. Mr. Long said we have no specific knowledge. The Board has heard from our attorney Judy Endejan that Mr. Mason won his case with the FAA, but the Board has seen nothing in writing. Mr. Somerville pointed out that the FAA has a portal which allows people to access records on pilots, their certificates, airplane tail numbers, and so on. Mr. Long pointed out that the FAA matter was not part of these negotiations.
3. Secretary's Report – It was moved by Ms. Merkuloff, seconded by Mr. Lynaugh and unanimously carried to approve the minutes of January 10, 2025. Ms. Merkuloff told the Board that she had received a request from Mickey McCrorie to review the minutes of October 21st regarding a letter circulated in the community about the easement at the end of Greywolf Air Court. N.B. After reviewing those minutes, Ms. Merkuloff recommends the following wording be added to Item 2 of the October 21st minutes. When the minutes of this meeting are approved, the following wording is also approved and appended to the minutes of October 21st: *It was noted a letter has been circulated to the community regarding this issue, and as a result, Mr. Long and Ms. Merkuloff were made aware of the fact that many people would attend and want to speak. Mr. Long stated he had not written the letter. He pointed out that in reading the letter it is evident he did not write it; his name and phone number were listed there only as a contact to let him know they would attend*

the board meeting. Although Ms. Chalk authored the letter, Mr. Zacharias clarified that she only gave it to one person.

4. Approval of Agreement in the Mason Matter and Authorization for Chair to Execute Agreement – It was moved by Mr. Long, seconded by Ms. Lynaugh and unanimously carried to a) approve the terms and conditions of the Settlement Agreement between Blue Ribbons Farms Property Owners Association and Michael and Marilyn Mason; b) authorize the Chair to execute the agreement; c) as required by the agreement, have our POA attorney file with the Clallam County Superior Court a Stipulation of Dismissal with prejudice of the Litigation within 14 days of the effective date of the agreement; and d) as required by the agreement, have our POA Attorney destroy or return all tax and personal documents to the Masons within 14 days of the effective date of the agreement as required. There is no provision for proxy votes in the BRFG governing documents. Mr. Allsing asked the following statement be read into the record: I would have been an aye vote regarding the motion. My congratulations and thanks to all the Board members for seeing this matter through. Mr. Somerville asked who drafted the wording of the agreement. Mr. Long responded that it was drafted by Ms. Endejan initially. However, the Board had input on the wording and there was a good amount of back and forth with the Masons' attorney. Mr. Somerville also said that distributing the agreement before the annual meeting would save time and minimize any turmoil at the meeting.
5. Authorization for Treasurer to return funds loaned to Association by members of the POA – It was moved by Mr. Long, seconded by Ms. Gibbings and unanimously carried that after the settlement agreement between the BRFGPOA and the Masons is fully executed, to authorize the Treasurer to return money to those ten members of the POA who made loans to the POA in 2022 due to a shortfall in the 22/23 budget. Mr. Somerville asked whether the Board would inform the membership what this matter has cost; Ms. Lynaugh said yes. Ms. Lynaugh told Mr. Somerville that Sections 3.1, 3.2 and 11 are the most important sections of the agreement. Mr. Zacharias said this is a good faith agreement, and Ms. Gibbings added there are some serious consequences if it is not followed.
6. Reports from Standing Committees:
 - a. Insurance Committee – There was nothing to report regarding insurance
 - b. Airport Committee – It was moved by Ms. Lynaugh, seconded by Mr. Baritelle and unanimously carried to add Land's End to the easement/taxiways with a 10-mph speed limit as Land's End has 400 linear feet of taxiway from Maynard to the 90' curve. Mr. Long said he has the 10-mph sign.

- c. Curve Committee – There was nothing new to report.
- d. Nomination Committee – Mr. Zacharias said that Board candidate Joel Cziok will attend the Association meeting. Leslie Furlow Bagwell will provide a written statement to be read as she is unable to attend. Verification that candidates John Cuny and Mickey McCrorie will attend is needed. There was discussion about the voting procedure and an explanation that all candidates have a few minutes to introduce themselves, even candidates that are nominated from the floor. Mr. Clem noted that the BRF Bylaws say the Board is composed of seven people but there have been times when the Board was composed of fewer members. Mr. Long pointed out that the Board can appoint someone to fill a vacancy.
- e. GovDoc Committee – Ms. Gibbings reported great progress on this committee, which is now composed of 20 members and four subcommittees with chairpersons. The overall focus is to organize the subcommittees, define roles and responsibilities and get the community outreach committee out there to engage the community. The group is suggesting a survey of the association members to understand what's important to them. Ms. Gibbings mentioned that Ms. Lynaugh had some changes to the survey and Ms. Gibbings will update the survey to reflect the changes. The group has a parking lot of ideas but have touched only a very small percentage of the members of BRF for their views. Ms. Gibbings suggests leveraging the annual meeting to launch a survey of the membership. In addition to distributing the survey at the meeting, the subcommittee will mail the survey to the members who did not attend the annual meeting and will email it to all members. The topics addressed will be placed in priorities based on the feedback, which will be brought to the Board, and thence to the GovDoc committee and to the appropriate subcommittee. Once this process is completed, there are two paths forward, said Ms. Gibbings: one is legal, complying with the newly adopted Washington Uniform Common Interest Ownership Act (WUCIOA), Chapter 64.90 Revised Code of Washington; the second is the community side, that is what we as a neighborhood would like to have. Mr. Long pointed out that RCW 64.90 is not new, but it is likely to be challenged and changed. Mr. Long said it would be good if the lawyer ultimately hired would also be representing a larger HOA. Ms. Gibbings agreed, saying it would be desirable to partner with other communities to reduce work and costs, which is why it is important to narrow down the topics. Ms. Gibbings said Mr. Somerville is the chair of the legal subcommittee and the group needs to get to work by March of 2026 to meet the deadline set by 64.90. Mr. Zacharias asked whether the GovDocs group plans town hall meetings, to which Ms. Gibbings responded that outreach to the community is important to help figure out

priorities and the specifics will be determined as the process unfolds. The association picnic is one place to engage with those attending. The community's priorities are important because we need 67% of the lots to vote to adopt any changes to the association's governing documents. Mr. Zacharias commented one could put a positive spin on this, telling people this is your chance to have input on how the governing documents are formulated. Mr. Somerville told the Board he has been extraordinarily impressed with Ms. Gibbings' planning and organizational skills, and by acclimation she has become the Chair of the GovDoc Committee. Ms. Gibbings said she will play a defacto role until someone steps up. There was more discussion about legal help for the committee and that a marketplace for legal services in light of new requirements in 64.90. is developing. Conversation ensued about how to present the survey at the Association meeting and then a general discussion about the GovDoc presentation. Surveys can be completed at the meeting or dropped off in a POA labeled special box mounted on the mailbox structure at Greywolf at Airpark Road. There was a consensus that the survey should be distributed as amended with Ms. Lynaugh's suggestions and distributed at the Association meeting as well as via other methods. To clarify the overall process: the GovDocs committee has established guiding principles and from those has developed a parking lot of issues to be addressed. The community outreach process will bring information from the community to the overall committee to add to the parking lot. Then topics of interest can be aligned with the guiding principles. It may be that the community input brings forth items that are not yet on the committee's radar or sees some issues as a higher priority than the committee. This would result in the need to reprioritize items. The community outreach committee brings items to the entire GovDocs committee for review and acceptance and then those items are taken to the Board for review. If the Board accepts the recommendation, the items are then taken back to GovDocs to draft that section of the update to the association's governing documents. If the Board does not accept the recommendation, then their input is taken back to the GovDocs committee for further review and discussion. Ms. Lynaugh pointed out that the Board will be looking at all items to see if they are enforceable, even if there is no legal issue. It was moved by Ms. Gibbings seconded by Ms. Lynaugh and unanimously carried to approve the survey with the modifications suggested.

The GovDocs' next meeting is tomorrow, said Ms. Gibbings. At that meeting, the committee will be looking at one more guiding principal. She said we are a community of neighbors and everyone in the GovDoc committee would agree that treating each other with respect is important. She pointed out the committee will be dealing with topics, controversy

and various opinions and to ensure they make good progress in a neighborly way, the committee's number one principal needs to be zero tolerance for negativity, abuse and harassment. Interactions need to be respectful in every interaction with no rudeness, no intimidation, no slander and so on. Any violation of this principle means a discussion with the Board which will result in immediate removal from the GovDocs committee. She stressed the group cannot make progress in an atmosphere of negativity and no one will want to serve on this group if there is finger pointing. She told the Board that already there are some communications which have been felt to be harassing and intimidating, and she feels it is critical that we continue to remind each other of the need to be respectful, both verbally and in writing. There was strong agreement among the Board that this is a vital piece of how the community should treat each other. It was moved by Mr. Long, seconded by Ms. Gibbings and unanimously carried to approve the guiding principle that reads "We are all neighbors here! Let's treat each other and everyone in the BRF community with respect. Be kind and understanding. Disrespecting another member could result in Board involvement and removal from the GDC committee."

- f. Airport committee – Mr. Long mentioned that he's heard rumors that some people have begun to look at closing the runway to anyone other than airplanes, including no walking across the runway and such. He is opposed to this and doesn't understand the reasoning behind this. In fact there some who are looking at this, Mr. Long said it is a very good way to make many of our members upset and angry with the pilots. The CC&Rs state that pedestrians using the runway do so at their own risk and must yield to aircraft. He pointed out there are other ways to improve safety on the runway, including the flashing light systems; he would do that before closing the runway to pedestrians. Mr. Baritelle has also heard similar rumors. He said the real issue is safety and making sure people are paying attention. Ms. Merkuloff pointed out that it's not just the 10 pilots who pay for maintenance and airport insurance, all association members carry that cost. It would seem fair if people cannot use the runway, they should not pay for it. Mr. Somerville stated he felt the new GovDocs should be as least restrictive as possible. He said perhaps a more effective course of action would be a public safety awareness campaign. Mr. Baritelle said he will be talking about safety in his presentation. A picture from the FAA of a normal pattern for landing at the airport will be included.

7. Planning for BRF Association meeting; review of slides, discussion regarding presentations – The Board reviewed the slide presentation to the membership,

going over each slide and making changes, additions, deletions to them as needed. It was agreed that at the beginning, the guiding principles would be introduced, asking the community to introduce themselves to their seated neighbors and be respectful to one another. There were a number of purely editorial corrections, discussion about what would go on the slide regarding the Mason settlement, slides for the GovDocs committee, the Airport Committee's slides with a request to add a picture of the traffic pattern used here. Mr. Somerville was asked to discuss Insurance matters, and the Board agreed it would recommend Mr. Baritelle and Ms. Lynaugh to the membership for re-election. The Board talked about what would be distributed to the membership: the GovDocs survey, the request for comments on the proposed fining structure and the ballot for election of Directors. There was discussion about the budget and organizing the slides to flow better. The audit slide is not needed this year, so it, along with one other, should be removed. The violation/fining structure slide was reviewed. Mr. Somerville asked whether there would be an explanation as to why the Board thought fines were necessary. There was discussion about this issue, pointing out the violation procedure ensured that the association achieved 100% compliance with timely mowing of lots. Ms. Lynaugh pointed out there were properties which required County enforcement, and said the County is not very responsive to what they perceive to be minor matters. Mr. Zacharias pointed out there is a mediation process included in the violation procedure. Mr. Long wondered if there had been a fining structure in place, would the Board have handled the Mason matter differently? Regarding the proposed fees, Mr. Clem expressed his concerns about the administrative time it would take to calculate the rolling escalating fees on violations. He also asked how the Board had arrived at the \$20,000 cost for next year's GovDocs legal fees. He was told legal fees are running \$400-\$600/hour and this was at best estimate of cost. Regarding voting on matters at the Association meeting, Ms. Lynaugh reminded the Board that Article VI, Section 13, Paragraph c of the BRF Bylaws provides that any member who is in default of the payment of any dues will have their voting rights suspended; we have five members who are in default of paying their dues. Ms. Gibbings, as the only current Board member who still has time left in her term, said that she would like to have a joint session with the current Board and the newly elected Board to ensure information is passed efficiently. There was agreement on this idea.

8. The meeting was adjourned at 12:54pm

Attachments:

Settlement Agreement between Blue Ribbons Farms Property Owners Association and Michael and Marilyn Mason
Exhibit A to the Settlement Agreement