

Woodmont Country Club General Membership Meeting

Date: March 21, 2024

Location: Trinity Lutheran Church Fellowship Hall

Board Members Present: Brian Jacobson, Dan Wahlstrom, Vicki Andrews, Gary McLean, Patti Petruska, Ali Saccone, Amanda Jackson, Mary Paynter. Absent: Sarah Michel.

Call to Order: The meeting was called to order at 7:04 PM by Brian Jacobson

Roll Call: Following member check-in, roll call was read by Mary Paynter from the list of attendees who signed in. There were 55 member households in attendance which constitutes a quorum.

General:

- Introduction of the Board to the members
- Introduction of new members and anyone that has not attended a general meeting in person.
- Meeting Minutes

Lee Terry moved and Nancy Kennedy seconded a motion to waive the reading of the general membership meeting minutes from 5/21/2023. Lee Terry moved and Nancy Kennedy seconded a motion to approve the minutes of the May 21, 2023 general meeting. The motion passed by voice vote.

President's Report (Brian Jacobson)

Brian noted that the Bylaws of WCC require two general membership meetings each year, one in March and one in May. At the March meeting, the Board of Trustees apprises the members of what the Trustees have been doing and introduces a proposed budget. Typically, no issues are presented for votes at the March general members' meeting. There will be two issues that may be considered for voting in this meeting.

Brian described the general structure of the governance of the Club. The ten members of the Board of Trustees conduct the business of the Club together. In addition, each Trustee acts as the point person for tasks and responsibilities such as Social, Maintenance, and Trees. The Board meets once a month to set the direction of the Club and make major decisions.

Brian noted that members of Woodmont Country Club participate at various levels, ranging from drive through and wave to attending all social activities to volunteering and providing leadership.

A distinct group of WCC members share boundaries with the Club. Difficult situations can arise out of the fact that the Club and some property owners share boundaries.

The members of the Board of Trustees have a fiduciary responsibility to the members of Woodmont Country Club. The Board of Trustees must protect the interests of the Club. We must get it right, and for that reason we have recently engaged expert/professional outside services, including the following:

Surveyor

Arborist

Attorneys

Getting this kind of guidance can be very expensive, and you will see tonight that this has been the case.

If a Board member says “A” and a person with professional expertise says “B,” the Board weighs the opinion/input from the expert. Sometimes the Board is not qualified to analyze a given situation. That is why we need experts. It is always our hope that drawing upon outside expertise will keep issues from becoming personal. At the end of the day, we all live here as neighbors and friends in this Woodmont Community.

Brian noted that following the reading of a statement from the Board of Trustees, no further comment nor questions will be entertained on the topic of the statement. There will be an opportunity later in the meeting to make comments on any other topic. Brian asked that comments be brief, on point, and polite.

A statement was read by the Club Secretary, Mary Paynter, which is attached to these minutes.

Following the reading of the statement, club member Ted Bidman stood up and identified himself as the individual involved in the dispute regarding the plaza property. He discussed his beliefs regarding future use of this property and how this compared with his impression of the relationship the Club had with the previous property owners’ (the Nienabers’) use of the property. Brian reminded Ted that this meeting was likely not the best forum for addressing this conflict.

Treasurer’s Report (Vicki) Please refer to written Treasurer’s Report for details. The 23-24 is not yet complete (ends 5-31-2024), so some additional expenses are expected. The 24-25 fiscal year begins on June 1, 2024, and extends through 5-31-2025. The following are highlights from the Treasurer’s report:

- Expenses for maintenance have gone up.
- Expenses for Social are also increased but include more events for summer 2024 than there were in summer 2023.
- The increase in Utilities is due to having garbage pickup, which we have not had in previous years. These services are \$70 per month. In previous years, Board members took garbage home for disposal after events.
- Legal/professional services address three areas: Critical area (bluff), Boundary Survey, and legal services.
- The stipend for Tour de Woodmont hosts was increased.
- Real estate taxes are due in April for the second half of 2024.
- The \$40,000 CD was moved to the Checking account when it matured.

Unfinished Business: None

New Business

Possible Budget Adjustment The need for an increase in the budget allocation for Legal/Professional Expenses for 2023-24 fiscal year was explained by Brian Jacobson and Vicki Andrews.

Motion Barton DeLacey moved and Nancy Kennedy seconded a motion to amend the 2023-24 Club budget to increase Legal/Professional expenses from \$10,000 to \$20,000.

Discussion: We would access reserves to cover this increase. We do not think Legal/Professional expenses would exceed \$20,000 for fiscal year 2023-2024. Brian Jacobson commented that the Club hopes the dispute over the boundary in the Plaza area is behind us and that no additional dollars will need to be spent.

Voice vote was close, so a show of hands vote was requested. **Results: 28 Yes, 22 No. Motion carried.**

Proposed 2024-25 budget

- A proposed 2024-25 budget was provided to attendees.
- Total expenses of \$50,750 (a decrease of \$5680 from 2023-24 budget). Most items are unchanged or close to 2023-24 values. Differences reflect:
 - Increase in Utilities (garbage pickup)
 - Increase in Social (more events than in 2023-24)
 - Decrease in Special Projects from \$14,000 to \$7,000

Vicki noted that with inflation, our costs are increasing, but we have not increased membership dues for 6 years.

Vicki recommended that we increase dues as well as initiation fees as follows:

- Regular membership dues from \$225 to \$275 per year
- Senior membership dues from \$175 to \$200 per year
- Initiation fee from \$200 to \$300

Motion Barton DeLacey moved and Nancy Kennedy seconded a motion to increase membership dues and the initiation fee as outlined above.

Discussion and Questions We need more maintenance of the trails and some parts of the bluff. What is the amount of our liability policy? We do not want to discourage new residents from joining the Club by increasing the initiation fee.

It was decided that the motion would be submitted for a vote in two parts.

Motion Part One: Increase membership dues. Motion passed on voice vote.

Motion Part Two: Increase initiation fee from \$200 to \$300. Motion failed on voice vote.

Nominating Committee Brian reminded members that under the new Bylaws adopted in August 2022 at a Special Meeting, the Board of Trustees serve staggered terms. See Article III Management, page 18 of the Bylaws. At the May General Membership Meeting, we

- Vote on and adopt the 2024-2025 budget.
- Vote to fill vacant and expiring terms of Board of Trustees.

The Nominating Committee is appointed by the President and consists for 2024-25 of Michael Fuller, Nancy Kennedy, and Alan Seiler. The Nominating Committee will communicate with members through the Blast. Members are asked to notify the Nominating Committee if they are interested in serving on the Board of Trustees.

New Business Continued

Watershed Property Gary McLean described the property and the issue(s) to be decided. Members are asked to refer to the letter of March 9 describing the Watershed Property. There will be no vote tonight; this is just informational. The Board has the authority to make decisions and manage the affairs of the Club but would not make a decision about the property without input from the members. We pay \$2300 for the larger parcel and \$137 for the smaller parcel in real estate taxes each year. We appealed the valuation of the property but the taxing authority did not agree with our case and kept the taxes the same. The property would be extremely difficult to develop because of the steep terrain. It might support one house.

Discussion Why pay the taxes if we are not using the land? For some members, this land is seen as important open space/habitat, and part of the near shore eco system. Once sold, it could be lost forever to development.

If we sell, what would the money be used for?

Dreams—maybe a covered club house at the Plaza

Increase reserves/capital to cover unforeseen events/contingencies.

Reasons to keep as open space:

Habitat—there is a ton of wildlife there

Ecosystem

There may be ways around the tax hit

Brent and Wendy Weaver recently built a home adjacent to the larger of the two watershed properties. Brent said they would very much like to see the land kept as open space. It would be extremely difficult to develop. Maybe one small house could be built. It would be a shame to sell and allow development, but likely that would not happen because of the terrain.

Question: are there trespassers/homeless people camped there? Not that we know of, but possible at times. We need to keep an eye out. Some debris and the occasional grocery cart is thrown there.

Barton DeLacey is a certified appraiser and Executive Director at Cushman & Wakefield. He volunteered his services pro bono to advise the Club on issues around selling vs. keeping this property.

Please use the club email to comment on issues around the watershed property.

Decision process: We need at least one more opportunity to give input in person to the Board before a decision is made. If, based on input, there appears to be a consensus emerging, the Board might use a survey device such as Survey Monkey to confirm the wishes of a majority of the members. Please use the form found on the website to express your thoughts and communicate them to the Board.

Committee Reports

Social Amanda Jackson spoke on behalf of the Social Chair, who could not attend. See handout of social calendar for dates and details of social events. All dates and bands have been confirmed. Members are encouraged to sign up to volunteer to help or contact Sarah Michel to let her know you can help.

Maintenance (Dan Wahlstrom) Accomplishments include

Hedge trimmed on trail and at sport court

Wood chips on trails

Filled in low swampy area at Plaza

Pat Anderson helped with light and work on the gate at the entry

New sign for Bootlegger Trail

Spring Clean-up (All member event) is scheduled for April 20, 9 am to 12, lunch provided

In-process items include: Entry sign, North Beach stairs (need handrail at the bottom to help with big step, also improvement in stair surface), intent to hire Ryan Manning to help with maintenance tasks, shed door repair.

Question from member: Why is only part of Bootlegger Trail maintained (usually behind only 3 houses)?

Item from member: What are we doing regarding ivy removal? **Answer:** We have worked with the King County Conservation District. We know ivy on the bluff is not good for any part of the bluff. According to the Club arborist, the top of the bluff and the toe of the bluff are the highest priorities. To completely eradicate ivy would be a multi-hundreds of thousands of dollars project. A member spoke of the possibility of accessing free student labor from horticulture students who would access grant money. We tried working with the King County Conservation District and it did not pan out. If anyone has specific knowledge of how to access resources, please reach out.

Trees (Patti Petruska) Three trimming projects completed. The tree catalog is complete. (See January Blast for information.) The Tree request process and form have been updated. We also added an additional process where the Board may consider partially funding up to 50% of the cost for a project deemed to be in the Club's best interests and recommended by our arborist.

Member Question: Do the "committees" include members or just Board members? Answer: we need to be mindful of conflicts of interest. Over many years of Club history, people have been interested in trimming or cutting down trees to maintain views. Carol Belland said, "The budget is insufficient to take care of the trees. We should at least triple the budget for Maintenance."

Brian noted that the Club arborist has not set priorities but noted that approximately 50 trees could benefit from some work. Member question: What is the amount of our liability policy? Who is responsible if a person/car/house is hurt or damaged by a tree? Some members expressed the idea that the whole club should bear the shared cost of tree cutting/trimming.

Committee Reports Continued

Communication (Amanda Jackson) No report.

Membership (Ali Saccone) We have 150 active members, four temporary members, and five new members compared to last year.

Brian thanked the Board of Trustees for their work.

Meeting adjourned at 9:00 PM.

Attachment

Board Statement

At the outset, it is important to remind us all that this Club's governing documents task the Board with protecting Club property, and that encroachments, big or small, can result in the loss of Club Property if left unabated. Furthermore, how the Board responds to an individual member claiming title to property owned and used by this Club and its members for decades will set a precedent for how this Club handles similar situations in the future

With that in mind, over the last several years, the current and previous Boards discovered that certain Club property boundaries were not clear to some individuals and became aware of a disagreement with regards to the boundaries of Club property in the Plaza area. Some owners took steps to prevent members from using Club property, property which has been used and enjoyed by Club members for decades without dispute or controversy.

Consistent with its obligations to this Club and its members to protect Club property, the Board retained legal counsel to research our history of ownership and boundaries and hired a qualified professional to conduct a survey.

Based on the legal research into relevant property records by our outside counsel, the Board sought to resolve the disagreement, while protecting Club members' rights to use Club property through direct communication with property owners. However, after the Board and its individual members received a cease and desist demand letter via certified mail from an attorney representing one of the Club's adjacent property owners, it was clear this disagreement was no longer potential, but actual. Therefore, the Board retained separate counsel to hopefully avoid any lawsuit, but defend Club interests if necessary.