

**BYWATER WAY ROAD MAINTENANCE ASSOCIATION
(BWRMA)**

Title: Approved BWRMA Board Meeting Minutes

Date: 10/17/25

Board Members Present: Jim McGillis, President; Bridget Richardson, Treasurer; Ilona Bell, Secretary; Don Layton, Bill Richey, and Barbara Zinkil (via ZOOM), Members at Large

Absent: Chandra Talerico, Member at Large

Community Members Attending: Leslie Layton, Nancy McGillis

Attorney Paul Smith: Via ZOOM, 4:01PM

Meeting called to Order: 3:55pm

Draft Board Minutes Approval:

Bill Richey moved and Don Layton seconded approval of the 3-14-25 Board Meeting Minutes. THE MOTION CARRIED UNANIMOUSLY.

TREASURER REPORT:

Bridget confirmed 160 Bywater closed escrow and back owed dues in the amount of \$2,434.50 were received.

NEW BUSINESS:

SUMMONS

Attorney Paul Smith explained his recommendation of the Plaintiffs' Offer for the BWRMA Board's serious consideration.

The complaint filed by the plaintiffs contains three causes of action:

- A. Declaratory Relief – seeking an order the 2024 Covenant is void*
- B. Injunctive Relief – seeking an order compelling BWRMA to rescind the recorded 2024 Covenant*
- C. Consumer Protection Act Violation – seeking damages for alleged unfair and deceptive acts*

Procedurally, while the win on summary judgment sets the stage to defeat all these causes of action, it did not technically deny them nor allow us to included dismissal of them in the proposed order. So what plaintiffs are offering is a dismissal of the lawsuit without the need for us to file another round of motions to dismiss the three causes of action. The terms of the “walk away” would be that plaintiff dismiss the lawsuit and agree not to appeal the summary judgment order. In that scenario, there would never be an appeal and the appellate court would never be involved. Instead, the summary judgment order would become final and the lawsuit would go away.

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There is no time limit on when the decision must be made. We want to get the order before the court sooner than later, but there is no set time requirement to do that.

I believe the board can make this decision without a vote of the association. In the Bylaws, Article V. sect. 1 states "The business of the Association shall be managed by a Board of Directors...." Article V., sect. 7 states "The Board shall be responsible for the affairs of the Association and shall have all powers and duties necessary for the administration of the Association's affairs." This is an affair of the Association and the Board has all powers to administer it.

Discussion followed.

Paul appoligized for not copying the Board on his submitted Summary Judgement Order to the Court. He clarified it clearly states that BWRMA is a legal Common Interest Community (CIC), falling under State Law 64-90 and that our Declaration passed in 2024 by the Association stands adopted. He also stated that the insurance company would not be subject to these terms.

Don Layton moved and Bill Richey seconded acceptance of the three Causes of Action submitted by Plaintiffs to the Summary Judgement Order, making the Summary Judgment Order binding. THE MOTION CARRIED UNANIMOUSLY.

Paul Smith exited the meeting stating he would follow up when applicable.

Next Board Meeting:

The next Board Meeting will be 4:15pm, Thursday, December 8, at Jim's home and posted on the website.

Meeting adjourned at 4:41pm.

Submitted by: Ilona Bell, Secretary

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