

General Membership Meeting - July 24, 2011

POOL MEMBERS IN ATTENDANCE

170
183
132
84
138
25
130
36
92
110
79
162
89
42
19
94
153
52
167
118
88
121
187
48
64
81
143
11

PLEASE NOTE: Member and Guest names have been removed from this copy of the minutes to provide a level of privacy. All original copies of the minutes are kept on record and are available for members to review by written request sent to the SVSPA Board.

4:10 pm Board President introduction and welcome remarks

- Sun Valley Swimming Pool (the “Pool”) is a community run pool with community based operations
- Here to consider a community based decision about a matter relating to the recommendation of the Ethics Committee (the “Committee”) and the proposal of the Sun Valley Swimming Pool’s Board of Directors (the “Board”) to consider the expulsion of Member #143 as a result of that member’s ongoing violations of the Code of Conduct (the “Code”).

Process

- Confirm we are a quorum; 15% of members in good standing, as defined by the Sun Valley Swimming Pool’s Bylaws (the “Bylaws”) must be present = 23.7 members. Requirements for a quorum satisfied.
- Follow Roberts Rules of Order
- We will start w/ Board Presentation of issue at hand, then once a motion is made and seconded, we will have an open discussion on the matter and Member #143 will have an opportunity to speak. Though non-members and members not in good standing do not have the right to speak under the Bylaws, in the spirit of maintaining an open process and discussion, they will be given an opportunity to speak.

4:18pm Meeting called to order

Overview of issue at hand provided by board President Michael Davis as follows:

- Member #143 has had a series of violations as it relates to the Bylaws over several years.
- During that period, the Board defined a Code of Conduct to make clear what was and was not acceptable Pool behavior.
- The Board defined a formalized review process for review Code violations by establishing an Ethics Committee (the “Committee”) to evaluate alleged violations of the Code.
- The Board has inherited a broader process to consider complaints of member conduct as it exists in the Bylaws and is following the process established by predecessors to consider the complaints against Member #143.
- The Board will present 3 specific examples of Member #143’s violations of the Code.

Confirmation of a quorum and those in attendance provided by board President Michael Davis.

- Michael’s introduction of 3 violations and the Committee’s actions around them
 - 7/29/2009- letter regarding incident on 7/15/2009 relating to reported outburst by Member #143 in witness of children and other swim team communities.
 - 8/19/2009- letter from board to Member #143 regarding 3 gate duty/substitute violations where money was accepted by Member #143 where she then failed to fulfill those obligations. Board subsequently suspended Member #143’s right to perform the acts of a substitute and/or to participate in work parties.
 - 8/31/2010 - Letter from board to Member #143 when board learned she had again agreed to act as a substitute and accepted payment from another co-op member for her promise to fulfill that role.
 - This correspondence was provided to the Committee (confirmed to be comprised of board and non-board members) which recommended providing Member #143 an opportunity to be heard. In 2 cases,

the Committee gathered to meet with Member #143 for her to be heard; in both cases Member #143 did not appear at the time or place agreed to.

- Michael read 7/22/2011 letter from Member #5 regarding being stood up twice (see addendum).
- With the history of the violations and a lack of fulfillment of Member #143 to appear when and where promised on those occasions, the Board moved to initiate the process outlined in the Bylaws to consider the possible expulsion of Member #143.
- Member #88 made a motion to call for a vote of the general membership to discuss and vote on the expulsion of Member #143.
- 2nd provided by Member #42
- Motion passes without opposition.
- Member #143 granted an opportunity to speak -
 - Explained that she has been undergoing serious medical treatment, and currently has laryngitis; may be difficult for her to speak/be heard.
 - Comment on letter from Member #5 - sorry to hear his comments.
 - Claims to have not previously received offers to meet with the Ethics Committee.
 - Reads prepared comments (see addendum).
 - Did not know what the communication to the membership about general membership meeting included; therefore did not know what to expect today.
 - Attempts to get complete information or schedule a meeting w/ the Board President denied
 - Has received only partial information of her violations; has requested copies of the letters from members objecting to her actions.
 - Board President offered to meet with Member#143 in September, 2010, but the time did not work for Sandi given her illness. They continued to communicate to schedule a time, but the communication broke down and after an initial time proposed by Board President did not work she did not receive another proposed time. She has emails to back up her position. She did not receive calls back from Michael after leaving him messages requesting an opportunity to talk.
 - Member #143 acknowledged she broke Gate Duty guidelines by swimming during gate duty on excessively hot days.
 - She occasionally missed Gate Duty- she stayed for the conference meet awards in 2009 (August). Arrived at 5pm instead of 4pm for Gate Duty. Called Ex-Board Member A to let her know she was late, but would stay to fulfill the balance. Member A told her not needed since she missed the first hour.
 - Member #143 shared that she filed for separation from her husband in April 2009.
 - Ex-Board Member A and Member #143 negotiated an agreement to have her cover the pool in exchange for her delinquency.
 - Member #143 has helped out by covering the pool when she is here late so no one would have to come down. The bench along the north property line was built by Member #143 and her husband. Her mom was an early member and involved in the founding of the pool. Member #143 organized the purchase of the decorative gate we recently took down.
 - Member #143 acknowledged she did do Gate Duty last year when she was not supposed to, and apologized for that; she should not have, but she could not let go her involvement in the pool.
 - Noted that there has never before been an expulsion from the pool membership.
 - Acknowledged receiving a letter re: the potential expulsion process.
 - Closing: acknowledge she has made some mistakes, and regrets that. Also noted that she has provided extra help without looking for compensation because she understands cooperation and the spirit of the pool. Acknowledges sometimes over the top behavior in the past, but has maintained low key profile this year and has demonstrated exemplary behavior.

- Claims no unacceptable behavior in last three years.
- Member #143 kids in weird and confusing limbo this season as a result of the uncertainty around their membership.
- Understands she may not be liked by some members of the board, but calls for the board to live the principals we tell our children we believe.
- Loves Sun Valley with all her heart. Ask that we vote with compassion.
- Request to have a letter read from Ex-Board Member B ; read by Member #130 (see addendum)
- Member #11
 - Long time swim team and pool member and prior board member.
 - There were behavioral issues when Member #11 was on the board. The way they handled it was to have a meeting of board members and pool members with the poor behavior.
 - Concerned that today there is tension between the Swim Team vs. Pool only families.
 - In prior years, they would have had warnings and personal conversations.
 - What effect will the Board's current proposed action have?
 - There has already been plenty of bad blood for Member #143 and a lot of negative effects.
 - Cites different version of the Code violations.
 - How many mistakes made by other pool members?
 - The pool club has gotten a little meaner.
 - Request for Board to rescind its proposal. And, if Board feels bad, should say sorry to Member #143 as well.
 - We all make mistakes. We are all community. Over most the decades, this pool has been a community.
 - Stunned by extreme position. Has not seen specific charges in writing. No chance to respond to formal complaints without sufficient detail.
 - Tainted Member #143's reputation as well as the reputation of the pool. A horrible embarrassment as a mirror on ourselves. The pool has stood for warmth, friendliness, integrity, transparency.
 - Proposes Member 143 should swim the balance of the year for free and next year should swim for free.
- Member #130 – hope we can as a pool can move beyond this. The violations do not seem egregious enough to warrant expulsion. Do not think membership should be rescinded.
- Board President reads Former Board Member's letter (see addendum)
- Member #11 asked which board members were present and how many members there are in total. Board confirmed 5 Board Members present .
- Member #79 clarified that it is the issue of integrity she is concerned about – that Member #143 had accepted payment for services not rendered; this is not an issue of missing gate duty alone.
- Member #143 acknowledged she received a letter saying she could not continue to do Gate Duty, but
 - Feels she fulfilled her obligations
 - Feels she has not been heard
- Member #84 asked if Member #143 tried to go to a board meeting following any of the 2009 complaints
 - She said yes, but said she could not confirm where board meetings were.
 - Member#84 expressed that if she had wanted to go, the information as to where and when was available through multiple sources.
 - Member #143 would have liked to have talked to the board, but could not figure out how to get there.
 - Member #121 said that Member #143 was invited to a board meeting, but she did not attend.
- Member #162 - Member #143 is passionate and this is silly.
- Member #130- do we want to be this kind of pool that expels its members and shows no compassion?
- Member #36 - noted that there have been many transgressions around gate duty- we don't have it any more. Thus, we would not have these problems any more. This has taken a long time and has finally made it to court.

There should have been better action taken by Member #143 – she should have gone to two ethics committee, should have gone to a board meeting. Even so, Member #36 questions if the response is appropriate given the crime.

- Member #183 - when she got the email thought “what has Member #143 done now, this had better be really good.” But, feels that what she has heard today is not sufficiently bad to warrant the proposed action. She has observed a change in Member #143's behavior over the last two years. She- others- have also missed gate duty. Appreciate the role of the board; know it is hard. Member #143 has done so many gate duties, there is a higher likelihood there could be an innocent error or miss.
- Member #81 clarified not about missed Gate Duty; it is about accepting payment from other co-op members for services not performed.
- Member #110- issues related to the prior behavior/Code of Conduct violations.
- Member #92 - on board through 2010, take on the three incidents is that they were serious. Violence, taking money for substitute role. Unfortunately, it has come to this. Member #143 has been given opportunities to be heard but has refused. No other choice at this point but to be move forward with this process.
- Member #143 acknowledged she agreed to do a gate duty last year and accepted payment; did not send it back.
- Member #79 provided detail of her own experience where Member #143 did not fulfill a substitute obligation she accepted. Member #79's family was then fined by the Board, which took over a year to resolve. Member #143 acknowledged her mistake and offered to make payment back to the Member #79, but that never occurred.
- Member #42 has heard Member #143 deny and then admit that she accepted payment. Excuses and reasons don't stand. How do I call for a vote?
- Member #36 – who is the attorney- how do we understand what is right? There are a lot of gray areas here.
- Member #118 - Current motion has been to discuss the issue; received guidance on how to call a vote.
- Member #118 offered a motion on a vote to expel Member 143. Member #138 seconds.
- Board President - opens discussion on the motion. Once discussion is closed, we move to a vote.
- Member #118- proposes an alternate motion where we conditionally expel Member #143
- Member #81 clarifies the process to consider the alternate.
- Member #153- supports amended motion if Member #143 would agree to abide by that decision. Member #143 agrees.
- Member #84 asks Member #143, “Have you changed?”
- Member #118 - clarified the process further
- Member#162 - Proposes a superseding motion to withdraw the former motion; Member #153 seconds.
- The motion is to withdraw the motion to expel Member #143 due to ethics violations.
 - The motion carries
- Member #118 makes a motion to expel Member #143 due to ethics violations. However, that action will be suspended until such time that another violation occurs which would be heard by the Ethics Committee in a public forum. If a violation is concluded to have occurred, the expulsion will be acted upon. Member #153 seconded.
- Member#162 asks for clarification that the future process will be a public process.
 - Member #81 confirms yes; it would be a public process. Let's confirm that. Build process – open forum then Ethics Committee to recommend action.
- Board President - further discussion? No.
- Board President calls a vote; the motion carries. The matter is concluded.
- Member #94– will put date for the next Board Meeting on the website.

MEETING CLOSED: 6:29 p.m.

ADDENDUM

From: swertanen@comcast.net
To: admin@sunvalleypool.com
Cc: "swertanen" <swertanen@comcast.net>
Sent: Thursday, May 5, 2011 5:47:11 PM
Subject: Membership #143 request for meeting

To the Board of Sun Valley Swimming Pool Assoc:

I'd like to express my concern over what I understand is an attempt to expel my family from the pool, the first action of its kind in its 53-year history, according to you. I am requesting a meeting within the next week.

For the record, I'd like to clarify that I have never been provided proof of so-called two-year old written and verbal complaints against me, nor have I ever received a certified letter at my home until Michael Davis attached it to a recent email to me. As you acknowledged, the letter was returned to you as undeliverable. Needless to say, without the letter, I couldn't respond in the given time you afforded me because I never knew the timeline existed.

Please provide me with copies in advance of the meeting with the written and verbal complaints so I can respond directly to the charges. In the meantime, since I have not been expelled and the "process is under way," I'd like to still be considered a member in good standing until the process is impartially completed according to state non-profit law and our own bylaws. Please send me all minutes regarding discussion and votes about my alleged infractions at the pool. It disturbs me that our privacy, without my benefit of appearing before the board or meeting with Michael—who did not follow up on his offer to meet with me --was violated. I am also concerned that Michael notes in his email that the expulsion rules were suddenly changed just a few weeks ago. I'm sure as board members you are aware that a major change in the bylaws can only be done with the agreement of 2/3 of the membership, and not at the whim of a member or members of the board.

However, please detail for me in writing, along with the complaints against me, how the board made this decision to expel me, any record of minutes on the discussion, what the vote was and by whom, and the process by which the expulsion rules—which seem to narrow the amount of people who can take this excessive action—were abruptly changed. Also, please let me know the names of members on the ethics committee and the notes taken during their meetings regarding me.

I have been undergoing medical treatment for several months now, with strong side effects, so forgive me if this has taken some time. I'm sure you understand, however, that forbidding me and my family from using the pool without proper expulsion procedure is not only unusual, but has never been done. And contrary to your letter, I actually was allowed to register, fill out the emergency form, get a receipt and was on my way to dropping off a check when I was stopped in my tracks. I'd like to ask the board to immediately allow us to pay the dues and any fees and pick up our key card until as such time it is deemed, in a procedural and impartial way, that we are irrevocably expelled.

Please allow the due process to work as intended in the bylaws. Waiting until July for a membership meeting is unacceptable and particularly cruel to my children.

Please let me hear from you by Sunday.

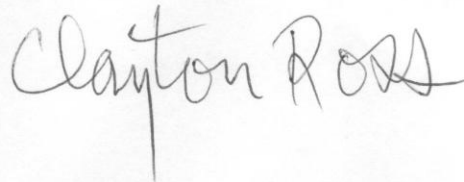
Sandy Wertanen

22 July 2011

Sandy has known me, and I have known her, since she was a child. She can tell you things about me. I would rather not tell things about her.

What I will tell you is about the Sun Valley Pool Ethics Committee. I am a member. It is our job to investigate and recommend action when ever there are written accusations against a pool member. There were many written accusations of misconduct against Sandy. She was informed that she could meet with the Ethics Committee and tell her side of the story. On two separate occasions, the committee gathered at the time and place agreed upon. Both times Sandy failed to appear. She had not asked to have the time or place changed. She did not notify us that she had decided not to come. Afterward she did not explain or apologize. We, in the Committee had been "stood up" twice.

Clayton Ross, pool member since 1954

A handwritten signature in cursive script that reads "Clayton Ross". The signature is written in dark ink and is positioned to the right of the typed name.

From: swertanen@comcast.net
Subject: Fwd: Sun Valley Swimming Pool Assoc.
Date: Sun, 24 Jul 2011 21:58:40 +0000 (UTC)
To: Marsha Ginsburg <mginsburg@astound.net>

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From: "Elizabeth Swerling" <eswerling@gmail.com>
To: "Sandy Wertanen" <swertanen@comcast.net>
Sent: Sunday, July 24, 2011 1:00:46 PM
Subject: Sun Valley Swimming Pool Assoc.

Hi Sandy,

I wish I could be there to speak on your behalf. Please read the following to the board at the General Membership Meeting:

To the Members of the Sun Valley Pool Board,

I am writing to express my dismay at your actions toward Sandy Wertanen and her children, Sam and Jack. I urge you to reconsider your malicious proposal to expel them from SVSP. I have known Sandy since we joined the pool twelve years ago and she is a woman of impeccable character who has given 100% in her duties as a member of the pool. I believe that some members of the pool and swim team have joined to blackball her based on personal problems they have had in the past with her. This cannot be allowed to proceed.

I have watched Sandy go through this process for the past year or so, during which time she has also been undergoing serious medical treatment during which she has specifically been warned by her team of medical professionals to avoid stress. The actions of the board have been negligent in the extreme, and probably illegal and certainly malicious in several aspects. The board has definitely caused a great deal of unnecessary stress to Sandy by their actions, which I hope will not have a permanently detrimental effect on her health.

As a past president of the board, I would be very concerned about the legal ramifications of your actions in your campaign to expel Sandy and her family from the pool. Whether the membership votes to expel Sandy or not, I fear you have already exposed the membership in general, and the board members each individually, to legal action. To be specific:

- 1) You received a complaint letter about her a year or so ago and failed to provide Sandy a copy of that letter and give her a chance to respond, defend herself, and bring forward her own eye witnesses.
- 2) You have failed to reply to repeated emails and telephone calls from Sandy trying to set up a meeting to get information and discuss the claims against her.
- 3) You have deprived her and her children from their rightful use of the pool this season, and again refused to discuss it with her, telling her she would have to wait until the General Membership

Meeting on July 25, halfway through the season. In the meanwhile, she has had to purchase a membership at another pool so that her family would have a place to swim, incurring needless costs.

4) You have been excessively punitive over her few Gate Duty violations. As a member of the board for several years, I am well aware that many, many, many members of the pool missed multiple gate duties and went for swims during their gate duties, and have not been threatened with expulsion. To single out Sandy for such severe punishment is malicious and out of step with standard pool practices.

5) You have slandered her publicly by making your claims in front of the general membership, ruining her reputation. This is a neighborhood pool club, and so the ramifications of your slander extend beyond the front gate of SVSP and into the community at large.

6) You have confused and upset Sam and Jack Wertanen by depriving them of use of the pool they have enjoyed and been a part of for their whole lives.

7) You have made the club a hostile environment for Sandy. She has been made extremely uncomfortable at swim team events when she has come to watch her son Jack swim, not knowing who is part of the malicious cabal against her, and who is gossiping about her behind her back.

Again, I urge you to withdraw this action against Sandy and make adequate reparations to her and her children.

-Liz Swerling
(Past pool member, past board member, and past board president)

From: Anthony Kortens <tkortens@gmail.com>

Sent: Sunday, July 24, 2011 2:48 PM

To: Wickline, Paul R <PWickline@UNUM.COM>

Subject: Pool

Only have 2 mins for this - so doubt I can be fully cogent

I guess I'd want to say something like:

The historical nature of the issue - NOT a short term issue. Many years (7+) of dysfunctional behavior. A long-term pattern. Not responsive to a whole range of interventions and attempted solutions.

The cost to the board has included:

Lost time - sometimes more than 50% of each board meeting

Lost productivity - board focused on HR management issues

Loss of board members - resigning and/or not willing to return to board re-election

Dysfunctional long-term conflict inside and outside the board - creating sides.

A loss of faith and a degradation of the community spirit that is the life-blood of a community pool like SV.