

## Special Election – Follow-up Communication

February 18, 2021

Last week, we put out initial communication on a WPRA Special Election that will begin this week. We felt it was important to provide more details to our members on how we got to this point in regards to Ms. Cox's lawsuit settlement and the special election.

As an Association that works to represent every member equally and to make decisions that benefit the whole of the Association and not just a few, the WPRA generally does not discuss the few lawsuits filed involving it. However, in this instance the WPRA feels the need to inform you, the members, so you can better understand the full story and the impact it had on the Association. Please know that your Board has worked extremely hard with this particular lawsuit, to get to a fair resolution that is right for everyone in the Association.

With this in mind, here is a summary of the events.

- June 10, 2019 - Ms. Cox was removed from her position as Vice President "for cause" by more than a 70% vote of the then Board of Directors. Your rule book addresses the circumstances allowing for such action under section 4.4.
- June 11, 2019 - The following (<https://conta.cc/3rmefjX>) was relayed to the membership outlining the reasons the Board took that action.
- July 2019 - Ms. Cox sued your Association and she also named and sued most officers and directors as individuals - 12 ladies in all.
- Ms. Cox's claim was she was wrongfully removed from the Board and she also sued the 12 ladies claiming they acted outside of the bylaws and did not properly perform their duties.

Over the next few months, attorneys representing the 12 ladies whom Ms. Cox sued and for the WPRA filed motions to have all claims against those individuals dismissed and the case narrowed.

- November 5, 2019 – Both sides met in a professional, voluntary mediation hoping to resolve the lawsuit. After a full day of negotiations, the mediation was not successful.
- December 2019 - The El Paso County Court granted the motion to dismiss all 12 ladies that Ms. Cox sued from the lawsuit.
- January/February 2020 – Not accepting the court's December decision, Ms. Cox filed another motion asking the Court to reverse its decision. Again, the Court denied Ms. Cox's motion and stood by its prior decision.

While it was very important for the Association to defeat these claims, which in this case were against your own directors, it is equally important to remember it took away from the Association in terms of financial and overall impact - to the tune of tens of thousands of dollars, distractions during the COVID pandemic and impact on the Board's time and energy.

- August 2020 – After listening to you - our members - the Board restored the position of elected president that existed in 2018 as it related to the presidential election.
  - o Accordingly, all officers and half the directors’ positions will be up for election starting with the nomination consent process starting in December 2021 (not December 2020). Therefore, to have an election in 2021 it would be considered a special election not one provided under the rule book.
- Over the next several months, the Board polled members as to what the eligibility criteria should be for the president’s position whether it is 4 years prior service as a director (previous criteria) or a broader pool of candidates. Feedback led the Board to decide to use a broader pool of candidates for eligibility criteria including permit holders.

After the court’s dismissal of the 12 ladies that Ms. Cox sued and the Board’s decision to restore the election bylaws that existed in 2018, Ms. Cox continued her suit against the WPRA on her remaining claim she was wrongfully removed and should be restored as VP, costing the Association additional tens of thousands of dollars.

- December 21, 2020 - Ms. Cox communicated publicly if the WPRA would have a special election for president immediately, then further litigation would be unnecessary.
- December 28, 2020 – The WPRA Board voted unanimously that if Ms. Cox dismissed her lawsuit a special election would be held on a specified timeline. The Board approved timeline would have resulted in a newly elected president taking office in April if Ms. Cox would agree to drop her lawsuit by January 3, 2021.
- Ms. Cox declined to fully dismiss her lawsuit in exchange for holding a special election.
- This was very problematic because how in good conscience could the Board agree to fund and organize a special election and still allow the lawsuit to proceed which incurs continued expenses? Per the 2018 election bylaws, which the Board re-instated months earlier, the next regularly scheduled election process would have started in December 2021.

Negotiations continued for another month with Ms. Cox’s refusing to drop the lawsuit.

- February 9, 2021, the Board rejected Ms. Cox’s latest settlement proposal and remained strong on their stance that the lawsuit had to be dismissed prior to the special election starting.
- February 12, 2021, Ms. Cox ultimately agreed to drop her lawsuit and the Association is now having nomination consent forms send out.

We hope this gives you a fuller story of what took place. The Association will continue to work hard and do what is best for the entire membership.