

Rebuttal to Tom Pollack Letter

The September 28, 2009 Special Board Meeting dealt solely with the approval of the nominating committee's slate of candidates for the new board and flag officers pursuant to Article II Section 6 of the TPYC by laws. At this meeting, the slate of directors as proposed by the nominating committee was not approved by a majority of the elected board members with ex officio members not counted. When ex officio members were counted the majority's plurality increased. The meeting was then opened for additional nominations or subtractions wherein 3 additional names were added to the list of candidates for the 2010-11 elected board members. A motion was made, seconded and passed to limit the total number of board members and to vote for 23 of the 26. Mr. Tom Garrett did not receive enough votes to be within the 23, and in fact received the fewest by the entire board when counting the elected board members and when including the ex officio board members.

Mr. Pollack has stated that a few disgruntled members caused this, when in fact almost all of the elected board members (over 95%) were in attendance, physically or by phone. All votes won were by a majority of elected board members and were only reinforced by ex officio board members. As a member of the board of directors it is customary for a board member to support the will of the board as if all voted in favor of the action. It is in very poor taste for any board member to actively subvert the will of the board.

The lateness of Mr. Pollack's letter is clearly an attempt to catch the board off guard, giving little time to defend its vote.

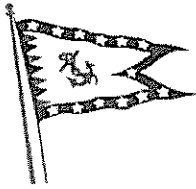
Mr. Pollack presents a list of accomplishments for Mr. Garrett that is somewhat true. However, this does not tell the whole story. Mr. Garrett was also very controversial in his leadership and interaction with other board members, particularly when one did not agree with his position. It was in the end this lack of team building, or being a team player and most importantly his inability to seek consensus that the board recognized and voted not to seat him on the new board.

Garrett Issues

- 1) Consistent non use of Judge Advocate for legal opinions regarding board matters.
- 2) Jan. 26 Board VC comments on Membership
 - a. 6)(c)(ii) retained Bill Choi for specialist opinion on adding additional classes of membership. Sited only section 7150(a)(1) which was not the relative section. In the same section just 3 items later the relative section appears 7150(a)(4).
 - b. Attempt to edit SC Jones letter to membership resulted in defiance of board motion and direction
- 3) Rich Roberts constructive firing
 - a. No prior discussion with board of sponsorship committee's desire to replace press officer
- 4) Feb 23 comments on Trademark issues
 - a. Laurie Gaylord Issues
 - i. Reported to board Gaylord designs were in violation of trademark
- 5) E-mail to Commodore Nordin lays out how VC Garrett will not perform his duties and begins long range planning to purge board of dissenting opinions.
- 6) Defiance of Board motion under Commodore Report 3/23/09 8)(b)(iii). Ordered skipper package hats with green buoy.
- 7) Exclusion of Race Committee, trophy chair and flag officer in trophy ceremonies preparation meetings

Conclusion

Biggest issue is VC Garrett's inability to continue a relationship with any board member that disagrees with his position. This cut off includes the exclusion of that board member or officer in any further board matters even if that board member has direct responsibility for the issue. Further VC Garrett presents information to the board that supports his position that may or may not be factually correct or complete in nature.



TRANSPACIFIC YACHT CLUB

November 4, 2009

Aloha:

It is with sadness that I write this letter in rebuttal to Mr. Tom Pollack's undated letter that I received on November 3, 2009, just 3 days before the Transpacific Yacht Club's Biennial Meeting.

The September 28, 2009 required Special Board Meeting dealt solely with the approval of the nominating committee's slate of candidates for the new board and flag officers pursuant to Article II Section 6 of the TPYC By Laws. At this meeting, the slate of directors as proposed by the nominating committee was not approved by a majority of the board members. The meeting was then opened for additional nominations wherein 3 additional names were added to the list of candidates for the 2010-11 available elected board positions. After full consideration of all of the issues surrounding Mr. Tom Garrett's service to the club a vote was taken resulting in following approved slate of candidates for the available elected board positions (note that the current Commodore is automatically appointed to the board as Junior Staff Commodore without the need for election per Article IV, Section 6):

| | | | |
|----------------|-------------------|-----------------------|---------------|
| Alan Andrews | Jon Andron | Roby Bessent | Cliff Cisco |
| Dave Cort | James Eddy III | Leslie DeMeuse-Disney | Roy Disney |
| John Fuller | Chuck Hawley | Stan Honey | John Jourdane |
| Bill Lee | Dave Lee | Mike Nash | Dan Nowlan |
| Drew Satariano | Betty Sue Sherman | Trisha Steele | Peter Tong |

Since Mr. Garrett did not receive sufficient votes by the majority of board members (a vote of no confidence) he could not be considered for further office. The Board then entertained motions for Commodore, Vice Commodore, and Rear Commodore from the approved candidates list and selected the following candidates:

Bill Lee – Commodore
Dave Cort – Vice Commodore
Leslie DeMeuse-Disney – Rear Commodore

Mr. Pollack has stated that a few disgruntled members caused this, when in fact almost all of the board members (over 95%) were in attendance, physically or by phone. All votes won were by a majority of the current elected board members who were and are imminently familiar with the actions of the last two years. As a member of the board of directors it is customary for a board member to support the will of the board as if all voted in favor of the action. It is improper for any board member to actively subvert the will of the board and further send out a flawed proxy, purposely not listing the official board approved slate of candidates. The lateness of Mr. Pollack's letter is clearly an attempt to catch the board off guard, giving little time to defend its vote.

I think it is important to mention that the Board has selected a candidate for Commodore, Bill Lee, who is a 36 year member, served on the technical committee since 1987, the board of directors since 1999 was the principal author of TP52 Development Rule and Entry Chair for 03,05 and 07: a Vice Commodore, Dave Cort, who has run two recent, very successful races to Tahiti and Honolulu: and a Rear Commodore, Leslie DeMeuse-Disney who has dedicated years to the club in many capacities. These officer candidates are consensus builders who know how to be inclusive.

Please vote your proxy to support the Board approved slate of directors and officers.

Mahalo,

Al Garnier
Jr. Staff Commodore



TRANSPACIFIC YACHT CLUB

2009 Membership Meeting Proxy

I _____ (please print name) Return this Proxy for use of the Board of Directors for the following reasons.

___ This Proxy is returned for quorum purposes only.

___ I approve of the slate candidates for elected directors as presented below in its entirety

| | |
|-----------------------|-------------------|
| Bill Lee | Chuck Hawley |
| Dave Cort | Stan Honey |
| Leslie DeMeuse-Disney | John Jourdane |
| Alan Andrews | Dave Lee |
| Jon Andron | Mike Nash |
| Roby Bessent | Dan Nowlan |
| Cliff Cisco | Drew Satariano |
| James Eddy III | Betty Sue Sherman |
| Roy Disney | Trisha Steele |
| John Fuller | Peter Tong |

I approve of the above indicated individual candidates and wish to place in nomination the following candidate(s) in place of those not selected above.

I approve of the following Flag Officer candidates
(Candidates gaining the most votes per office shall be elected to that office)

| | |
|-----------------------|----------------|
| Bill Lee | Commodore |
| Dave Cort | Vice Commodore |
| Leslie DeMeuse-Disney | Rear Commodore |
| (Write in) | (Office) |
| | |
| | |
| | |

Signed _____

Date _____

Being a regular member of Transpacific Yacht Club in good standing with my 2009 club dues paid. I authorize:

_____ to attend and vote for me and on my behalf at the 2009 Transpacific Yacht Club Biennial Meeting at the Newport Harbor Yacht Club to be held at 6:00 PM on Friday, November 6, 2009 and at any adjournment thereof or any resolution or motion which is proposed thereat.

As witness my hand,

Signature_____

Printed Name_____

Date Signed_____

Please hand deliver to a person attending the meeting on your behalf or FAX to Al Garnier at 310.547.5158 or e-mail a scanned pdf copy to reinrag@aol.com.

Article VIII Section 5 of the current TPYC By-Laws gives regular club members the right to vote by proxy at all membership meetings.