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S.C. SUPREME COURT

EXHIBIT 2

STATE OF SOUTH CAROLINA)
)
 COUNTY OF GREENVILLE)
)
 Raymond A. Wedlake, as a Member of)
 Woodington Homeowners' Association, Inc.)
)
 Plaintiff (*Pro Se*))
)
 vs.)
)
 Christopher Edwards, Charles Koshis,)
 Denis Esteve, Michael Keels, and William Craigo)
 in their capacity as Board of Directors of)
 Woodington Homeowners' Association, Inc.)
)
 Defendants)

IN THE COURT OF COMMON PLEAS
 THIRTEENTH JUDICIAL CIRCUIT
 Civil Case No.: 2019-CP-23-00269
 AFFIDAVIT IN SUPPORT
 OF
 NOTICE OF APPEAL

Affidavit of Raymond A. Wedlake

COMES NOW Raymond A. Wedlake, Plaintiff (*Pro Se*), and brings this Affidavit in Support of his "Notice of Appeal" regarding denial of my "Motion for a New Hearing on Defendants' Motion for Summary Judgment ..." (PMO), which is found in the Public Index as filed on November 18, 2019; as below, references to PMO are denoted by "PMO[par.#]".

1. PMO of November 18, 2019 came well before an order (Order, Exhibit 1) which denied PMO, by the Honorable Judge Robin B. Stilwell; but, PMO was not acted upon by the Court until its denial per Order of February 20, 2020.
2. I act as a *Pro Se* party, where my understanding is that the filing of PMO tolled the 30-day period in which to appeal an order which granted Summary Judgment, until after Order denying PMO was filed on February 20, 2020.

3. Contrary to Order, PMO did **not** come to trial **nor** a hearing before the court, where Order denied PMO without giving me a chance to plead its contents before the court.

4. Order cites no lawful grounds, nor cites any rationale, to explain why PMO was denied.

5. On November 19, 2019, I informed the Law Clerk for Judge Stilwell (Exhibit 3), with cc to His Honor, of PMO and questioned whether action on a proposed Order should be deferred until after a hearing for PMO, but no reply was received before an Order granting Summary Judgment was issued on November 25, 2019.

6. On November 24, 2019, I asked the Law Clerk for Judge Stilwell (Exhibit 4), with cc to His Honor, to acknowledge receipt of two e-mails, and requested verification of their awareness of PMO, but no meaningful reply was received.

7. On November 25, 2019, the Law Clerk for Judge Stilwell stated: “We received your emails.”, verifying awareness by the Judge of PMO, but yet an Order which granted Summary Judgment was issued that same day, and I never received further feedback regarding why PMO was not scheduled for a hearing.

8. Per PMO1, on October 31, 2019 (Figure 1) Defense Counsel (Counsel) admitted that an erroneous-legal conclusion was used: that Defendants are immune from suit, in the granting of Defendants’ “Motion for Summary Judgment ...” (Motion).

9. Per PMO2, on October 30, 2019 (Figure 2), I cited His Honor's granting of Motion, based upon a “wrong party” argument, as contrary to a precedent previously set, where a same “wrong party” claim was dismissed, as ruled by His Honor, himself, in an Order of January 23, 2018, as related to Civil Action 2017-CP-23-06301 (Exhibit 5).

10. On November 8, 2019, the South Carolina Court of Appeals as related to Appeal 2018-001209, denied a “Motion to Dismiss ...” which brought a similar “wrong party” argument as it related to individuals who comprise the Board of Directors (Exhibit 6).

11. Per PMO9, on October 30, 2019 (Figure 2), a letter to the Honorable Judge Robin B. Stilwell was titled: “... Apparent Error at Law - Lack of Consistent Judgment ...”, and informed His Honor of errors of law that were used to grant Summary Judgment as stated in the Hearing of October 28, 2019.

12. Per PMO11, on October 30, 2019 (Figure 2), I noted that the “South Carolina Nonprofit Corporation Act of 1994” (NPCA), Section 33-31-834(b) does not allow the legal conclusion of “immunity from suit” to be applied as a rationale for granting Summary Judgment.

Dated this 9th day of March, 2020.

Respectfully Submitted,



Raymond A. Wedlake, Plaintiff (*Pro Se*)
703 Creekview Drive
Greenville, SC 29607
864-254-9262 wedlakera@mail.com

STATE OF SOUTH CAROLINA)

COUNTY OF GREENVILLE)

Raymond A. Wedlake, as a Member of)
Woodington Homeowners' Association, Inc.)

Plaintiff (*Pro Se*))

vs.)

Christopher Edwards, Charles Koshis,)
Denis Esteve, Michael Keels, and William Craigo)
in their capacity as Board of Directors of)
Woodington Homeowners' Association, Inc.)

Defendants)

IN THE COURT OF COMMON PLEAS

THIRTEENTH JUDICIAL CIRCUIT

Civil Case No. 2019-CP-23-00269

VERIFICATION

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S.C. SUPREME COURT

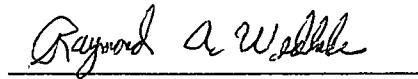
I, Raymond A. Wedlake, appearing first before the Notary Public, state that I am the Plaintiff in this matter. I have read the attached Affidavit and know or believe the contents and allegations are true to the best of my knowledge, except for those matters stated which are alleged on information and belief.

Sworn to before me this

9th day of March, 2020.



Notary Public of South Carolina



Raymond A. Wedlake, Plaintiff

My Commission expires: 07/09/2029



EXHIBIT 3

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S.C. SUPREME COURT

RE: Order from 10/28/19 - Proposed on 11/19/19 112419
rstilwellc@sccourts.org
emily@campbellteague.com, rstilwell@sccourts.org

RE: 2019-CP-23-00269

Dear Ms. Fayall:

Please acknowledge that two e-mails from me, as "Included Messages", below were received.

I had hoped to receive replies with your comments. Please verify you are aware that two Motions:

- 1) Motion for a New Hearing ...
- 2) Motion to Compel ADR Mediation ...

are currently pending. Thank you.

Cheers wedlakera@mail.com
Support "wilderness" - conserve nature !
Be American - buy "Made in USA" !!
GO ORANGE - Syracuse University ORANGE !!
Stop organized crime. Re-elect no one !

----- Included Messages -----

From: "Ray Wedlake" <wedlakera@mail.com>
To: "Stilwell, Robin B. Law Clerk (Kamairi Fayall)" <rstilwellc@sccourts.org>
Cc: emily@campbellteague.com
Subject: RE: Order from 10/28/19 - Proposed on 11/19/19
Date: Tue, 19 Nov 2019 22:05:49

Dear Law Clerk:

Please be informed that my "Motion/New Hearing" was posted in the Pubic Index, including scanned documents, on "11/18/2019-09:39". As your note queried Ms. O'Brian, my Motion was brought since no Order exists from the Hearing on October 28, 2019.

Would you be so kind, please, to inform me if my understanding is incorrect relative to that the "Proposed Order" from Ms. O'Brian should not receive attention, nor be acted upon, until my Motion is heard?

Thank you.

Cheers wedlakera@mail.com
Support "wilderness" - conserve nature !
Be American - buy "Made in USA" !!
GO ORANGE - Syracuse University ORANGE !!
Stop organized crime. Re-elect no one !

----- Original Message -----

Sent: Tuesday, November 19, 2019 at 2:42 PM
RE: Order from 10/28/19 - Proposed on 11/19/19 - ADR Compel 112019
rstilwellllc@sccourts.org
emily@campbellteague.com

Dear Ms. Fayall:

Please be informed that my "Motion to Compel ADR Mediation ..." was posted in the Public Index, including scanned documents, on "11/18/2019-15:50", and is scheduled to be heard on January 14, 2020 at 10:30 before the Honorable Judge Gravely.

My comments on this topic are found in paragraph 5 of my "Motion for a New Hearing ...", and also in paragraph 4, item 2, of "Figure 3" that was attached to my Motion.

Thank you.

Cheers wedlakera@mail.com
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EXHIBIT 4

From: "Ray Wedlake" <wedlakera@mail.com>
To: "Stilwell, Robin B. Law Clerk (Kamairi Fayall)" <rstilwelllc@sccourts.org>
Cc: "emily@campbellteague.com" <emily@campbellteague.com>, rstilwell@sccourts.org
Bcc: atty@ggibsonassociates.com
Subject: RE: Order from 10/28/19 - Proposed on 11/19/19
Date: Mon, 25 Nov 2019 13:11:09

Dear Ms. Fayall:

Thank you for confirming my prior e-mails were received. So, you were aware of my pending "Motion for a New Hearing ...".

How then did the Honorable Judge Robin B. Stilwell apparently ignore my Motion, and issue a proposed Order submitted on 19 Nov by Ms. O'Brian, this morning at 10:23? In court, he gave me his word this would not happen, without giving me a chance to review and comment. Such review and comments were contained in my "Motion for a New Hearing...". It seems they were not considered?

Please have the Judge verify no procedural slip-up occurred. If it was his intent to issue the Order, I will be bringing appropriate-counter measures.

Thank you.

Cheers wedlakera@mail.com
Support "wilderness" - conserve nature !
Be American - buy "Made in USA" !!
GO ORANGE - Syracuse University ORANGE !!
Stop organized crime. Re-elect no one !

----- Original Message -----

Sent: Monday, November 25, 2019 at 9:50 AM
From: "Stilwell, Robin B. Law Clerk (Kamairi Fayall)" <rstilwelllc@sccourts.org>
To: "Ray Wedlake" <wedlakera@mail.com>
Cc: "emily@campbellteague.com" <emily@campbellteague.com>
Subject: RE: Order from 10/28/19 - Proposed on 11/19/19

Good morning,

We received your emails.

Kind regards,

Kamairi Fayall

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)
Raymond A. Wedlake, individually, and)
derivatively, on behalf of all Members of the)
Woodington Homeowners' Association, Inc.)

Plaintiff(s))

vs.)

Benjamin Acord, William Craigo, Denis Esteve,)
and Brian James in their capacity as the current)
Board of Directors of the)
Woodington Homeowners' Association, Inc.)

and,)

Association Management Group SC, Inc.,)

Defendants)

IN THE COURT OF COMMON PLEAS
THIRTEENTH JUDICIAL CIRCUIT

Civil Action No.
2017-CP-23-06301

**ORDER DENYING MOTION TO
DISMISS, AND IN THE ALTERNATIVE
MOTION TO STRIKE OR FOR A
MORE DEFINITE STATEMENT**

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S.C. SUPREME COURT

This matter came before me on January 3, 2018, for a hearing regarding a Motion to Dismiss, or in the Alternative, to Strike or for a More Definite Statement on behalf of Defendants Benjamin Acord, William Craigo, Denis Esteve and Brian James, (the "Board Defendants"). The aforementioned motion was heard following approval by this Court of a settlement between Plaintiff and Defendant Association Management Group SC, Inc. ("AMG"). Upon the Court's approval of the settlement between Plaintiff and AMG, counsel for Plaintiff and AMG entered a stipulation on the record that all claims against the Board Defendants relating to AMG, including all claims relating to or arising out of AMG's contract(s) with Woodington Homeowners' Association, Inc. were dismissed. Such Stipulation did not include Plaintiff's request for the Court to interpret the By-Laws with regard to voting requirements for management contracts and renewals thereof. After hearing oral argument of counsel, and following review of Plaintiff's

ELECTRONICALLY FILED - 2018 Jan 23 10:45 AM - GREENVILLE - COMMON PLEAS - CASE#2017CP2306301

Complaint, the Board Defendants' Motion, Board Defendants' Memorandum in Support and related Affidavits and Exhibits, and Plaintiff's Memorandum in Opposition and related Affidavits and Exhibits, I find in favor of Plaintiff, denying Board Defendants' Motion in all respects.

THEREFORE, IT IS ORDERED, that Board Defendants' Motion to Dismiss, and, in the alternative, to Strike or for a More Definite Statement is DENIED. Further, by stipulation of counsel, all claims against the Board Defendants relating to AMG, including all claims relating to or arising out of AMG's contract(s) with Woodington Homeowners' Association, Inc. are dismissed

IT IS SO ORDERED.

Robin B. Stilwell, Circuit Court Judge

Date: _____

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S.C. SUPREME COURT



Greenville Common Pleas

Case Caption: Raymond A Wedlake , plaintiff, et al vs. Benjamin Acord , defendant,
et al

Case Number: 2017CP2306301

Type: Order/Other

So Ordered

s/ Robin B. Stilwell 2158

The South Carolina Court of Appeals

Raymond A. Wedlake, individually and derivatively, on behalf of all Members of the Woodington Homeowners' Association, Inc., Appellant,

v.

Benjamin Acord, William Craigo, Denis Esteve, and Brian James in their capacity as the current Board of Directors of the Woodington Homeowners' Association, Inc., Respondents.

Appellate Case No. 2018-001209

ORDER

Respondents' motion to dismiss this appeal is denied at this time. Respondents, however, may amend their initial brief to address the issue of mootness within thirty days of the date of this order. If Respondents' serve and file an amended initial brief, Appellant may serve and file an amended reply brief within fifteen days of service of Respondents' amended initial brief.


FOR THE COURT

Columbia, South Carolina

cc:

Grant Henry Gibson, Esquire
Ely Owen Grote, Esquire

FILED

November 8, 2019

FIGURE 1 - Counsel's Letter to Judge

Date: Thu, 31 Oct 2019 11:51:48
From: emily@campbellteague.com
To: rstilwellsc@sccourts.org
Cc: Ray Wedlake <wedlakera@mail.com>
Subject: Re: Letter Courtesy-Electronic Copy

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S.C. SUPREME COURT

Judge Stilwell,

It is my understanding from Mr. Wedlake's letter that he intends to withdraw his concession that Woodington HOA is a nonprofit corporation per SC Code Sec. 33-31-824(b). In the interest of full candor, I have been actively looking into this issue prior to sending over a proposed order, as additional information has come to light post-hearing regarding the HOA's tax classification. In particular, although the HOA is a nonprofit, and we believe the HOA is eligible to file for tax classification under 501(c)(3), (6), or (12), the HOA has not made the requisite tax filings at this point.

However, other cases have discussed immunity under Section 834 as generally for "nonprofits" without referring to the specific Federal Tax Code provisions, and thus, we still believe your ruling is soundly based on both current law and public policy. See, e.g., *Smith v. Dockside Ass'n, Inc.*, 2005 WL 7083482, *4 (S.C. Ct. App. Feb. 28, 2005) ("The General Assembly has provided further protection to directors of nonprofit corporations by enacting South Carolina Code section 33-31-834. That section provides that director of nonprofit organizations are immune from suits arising from the conduct of the affairs of the organization unless the directors' conduct amounts to 'willful, wanton, or gross negligence.'")

Even if Section 834's immunity did not apply, Section 33-31-830(d) provides immunity in this instance. That section states, "A director is not liable to the corporation, a member, or any other person for any action taken or not taken as a director, if the director acted in compliance with this section." The section requires, "A director shall discharge his duties as a director, including his duties as a member of a committee: (1) in good faith; (2) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and (3) in a manner the director reasonably believes to be in the best interest of the corporation." As there is no evidence of actions by individual board members which would violate this provision, the defendants are entitled to immunity under Section 830. This is what the court held in the *Smith* case cited above, while also referencing Section 834's protections. (A courtesy copy of the case is attached.)

We further maintain that there are ample other grounds for granting our motion for summary judgment—namely: (1) that a list of how members confidentially voted is not something a member is entitled to under the NCPA; and (2) the corporation and not the individual Board members is the proper defendant as it is a corporate duty imposed by the statute and resignation from the Board results in the individuals having no authority to provide the requested relief.

At the end of the day, we want to ensure there is no misapprehension of our arguments given what we have learned, and we want to provide the Court all information needed to support the accurate ruling of granting our motion for summary judgment. Please let us know how you would like to proceed on this matter, and if the grounds for the proposed order need to be revised. If further briefing or a rehearing would be of assistance to Your Honor in making this determination, we would certainly be glad to do that as well.

Best,
Emily

Campbell Teague LLC
Emily O'Brian, Esq.
16 W North St Greenville SC 29601
864.326.0597

FIGURE 2 - Apparent Error at Law + Lack of Consistent Judgment

703 Creekview Drive
Greenville, SC 29607
October 30, 2019

The Honorable Robin B. Stilwell
Greenville County Courthouse
305 E. North Street Suite 315
Greenville, SC 29601
rstilwell@sccourts.org

cc: Ms. Emily O'Brian, Esq.
Campbell Teague LLC
16 W. North Street
Greenville, SC 29601
emily@campbellteague.com

cc: Grant H. Gibson, Esq.
G. Gibson & Associates, LLC
1200 Woodruff Road A-3
Greenville, SC 29607

Subject: RE: Hearing of 10/28 2019-CP-23-00269 - Apparent Error at Law -
Lack of Consistent Judgment - Woodington Homeowners' Association, Inc. (WHOA)

Dear Honorable Judge Stilwell:

Thank you for presiding at a Hearing of October 28, 2019, where Your Honor granted Summary Judgment to Defendants, and denied my Motion to Dismiss Counterclaim. Many comments Your Honor made in this Hearing were truly appreciated.

However, I would respectfully suggest that Your Honor's granting represents an "Apparent Error at Law". Further, my experience shows an apparent lack of consistent judgment is given by various Circuit-Court Judges, including Your Honor.

APPARENT ERROR AT LAW

If I gave incorrect confirmation of status of WHOA as a "non-profit corporation", then I apologize. I believe WHOA is actually more properly categorized as a "Mutual Benefit"-corporation under the "South Carolina Nonprofit Corporation Act" (NPCA). I asked the Board to divulge US-Tax Forms to me, but they will not, to help clarify this critical question of categorization. If WHOA is truly a Mutual-Benefit corporation, then NPCA Section 33-31-834(b), with its statement of "Immunity from suit" is **not** applicable to a Mutual-Benefit corporation. If true, this shows Your Honor's granting was done in error.

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Further, I cannot believe the legislative intent of the NPCA as related to 33-31-834(a) intends to exempt a Board as “immune” when a violation of By-Laws, and/or South Carolina Code, applies. In such instances where law was violated, whether explicitly stated in pleadings, or not, a Court can easily recognize: “... This immunity from suit is removed when the conduct amounts to wilful, wanton, or gross negligence. ...”. Please note that (per “or”) only one of: ... willful, wanton, or gross ... is needed to annul immunity. Regardless of Declaratory Judgment asked from the Court, no immunity from suit is properly given when violation of law is involved, as alleged by my case. Violation of law equates to all of: willful, wanton, and gross negligence.

Therefore for reasons above, I believe granting was done with an “Error at Law”.

APPARENT LACK OF CONSISTENT JUDGMENT

Several cases I filed against WHOA Board of Directors (Board) all are similarly captioned; see Exhibit 1. In no instance before the Hearing of October 28 did anyone make claim of a “wrong party being named”, or to “you can't sue the Board” because they are “immune from suit”, which led to dismissal or annulment of any of my prior cases. As a matter of fact, in a “Hearing to Dismiss” at which Your Honor presided on January 3, 2018, Your Honor denied Defendants' Motion after similar “wrong party” claims were made; see Exhibit 2. Given this precedent as ruled by Your Honor, I understand no rationale for apparent inconsistent judgment as given in the Hearing on October 28.

Your Honor's comments related to possibility for me to file a “Motion for Reconsideration of Order” would be welcomed. Regardless, I may decide to do so, such that the Record is clear for future proceedings related to the Board's unlawful denial that they must supply me with requested information. Particularly, as mandated by NPCA, the Board has not provided a list of WHOA Members to me that was requested!

Sincerely,



Raymond A. Wedlake 864-254-9262

rwedlake@nca.com

EXHIBIT 1 - All cases show similar captions

The Public Index shows: "Woodington Homeowners' Association, Inc.", listed as a co-**Plaintiff** for all cases.

2017CP2306301 (2018-001209 Appeal pending)

Raymond A. Wedlake, individually, and derivatively, on behalf of all Members of the Woodington Homeowners' Association, Inc.

Plaintiff(s)

vs.

Benjamin Acord, William Craigo, Denis Esteve, and Brian James in their capacity as the current Board of Directors of the Woodington Homeowners' Association, Inc.

and,

Association Management Group SC, Inc.,

Defendants

2019CP2300269

Raymond A. Wedlake, as a Member of Woodington Homeowners' Association, Inc.

Plaintiff (*Pro Se*)

vs.

Christopher Edwards, Charles Koshis, Denis Esteve, Michael Keels, and William Craigo in their capacity as Board of Directors of Woodington Homeowners' Association, Inc.

Defendants

2019CP2301501

Raymond A. Wedlake, as a Member of Woodington Homeowners' Association, Inc.

Plaintiff

vs.

Scott Bashor, William Craigo, Christopher Edwards, Denis Esteve, and Charles Koshis, in their capacity as Members of the current Board of Directors of Woodington Homeowners' Association, Inc.

and

Doe Entities 1-10, and John & Jane Does 1-10

Defendants

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EXHIBIT 2 - Transcript Excerpts 01/03/18 (emphasis added)

A same: “wrong party” argument, was previously denied by Judge Stilwell

[MR. GROTE:]

[Page 5]

5 Benjamin Accord, William, Craig, Denis Esteve,
6 and Brian James are the current board of directors
7 for the homeowners association. And they've been
8 named as the Defendants and the association
9 management group is the other Defendant. I would
10 classify the **individual Defendants as just the board**
11 **and board members** and that's who I'll be referring
12 to.

[Page 7]

1 MR. GROTE: It's the board members motion to
2 dismiss. And if it please the Court, I'd like to go
3 into that.

[Page 10]

3 THE COURT: Is it a DJ action or is it a
4 non—jury matter?

5 MR. GROTE: They've sought to — what I can tell
6 is two different theories of relief. One is
7 declaratory judgment and two is an injunction.

[Page 29]

4 From a
5 legal perspective, the records request statute, which
6 is cited in our memorandum, says that the relief is
7 against the corporation. **THAT KIND OF CLAIM SHOULD**
8 **BE BROUGHT AGAINST THE CORPORATION NOT THE BOARD OF**
9 **DIRECTORS.** And if he continues to pursue that, it's
10 our position that that **CLAIM NEEDS TO BE BOUGHT**
11 **AGAINST THE CORPORATE NAME RATHER THAN THE INDIVIDUAL**
12 **BOARD MEMBERS** because that's the relief that the
13 statute provides.

[Page 41]

23 THE COURT: All right, thank you, I appreciate
24 it. Okay.


25 The motion to dismiss with respect to the cause

[Page 42]

1 of action against AMG are granted pursuant to
2 consent. **THE REMAINING CAUSES OF ACTION, WITH REGARD**
3 **TO ALL THE OTHER DEFENDANTS ARE RESPECTFULLY DENIED.**

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FROM:



Mr. Raymond Wedlake
703 Creekview Dr.
Greenville SC 29607-6007

TO:

*The Honorable Daniel E. Shearouse, Clerk
Supreme Court of South Carolina
PO Box 11330
Columbia, SC 29211*

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