

STUDEBAKER | NAULT

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July 17, 2018

John M. Steel
DLA Piper LLP
701 Fifth Avenue, Suite 7000
Seattle, WA 98104

Re: Washington Dental Service
2018 Annual Member Meeting

Dear Mr. Steel:

I am writing on behalf of Dr. Bernard J. Larson regarding the Washington Dental Service (“WDS”) 2018 annual member meeting, which is required by the WDS Bylaws. We are requesting confirmation of WDS’s commitment to hold an annual member meeting in 2018, in light of WDS’s refusal to hold the annual member meeting in 2017.

Section 24.03.075 of the Revised Code of Washington provides that an annual meeting of a nonprofit corporation’s members “must be held at the time stated in or fixed in accordance with the bylaws.” Pursuant to the WDS Bylaws, an annual member meeting “shall be held on the second Friday in November.” Failing to hold the meeting will serve only to deny Dr. Larson and the organization’s other members their statutory and common-law right to participate in the governance of WDS. We respectfully request that the WDS Board of Directors provide written confirmation of its commitment to hold the annual member meeting on Friday, November 9, 2018. If the WDS Board of Directors does not intend to hold the annual member meeting on Friday, November 9, 2018, we request that it provide a written explanation for its decision not holding the meeting.

Sincerely,

STUDEBAKER NAULT, PLLC

A handwritten signature in black ink, appearing to read "E. Studebaker". The signature is fluid and cursive, with a long horizontal flourish extending to the right.

By: Emily R. Studebaker

cc: Bernard J. Larson, DDS