FILED
SUPREME COURT
STATE OF WASHINGTON
11/14/2019
BY SUSAN L. CARLSON
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97854-9

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Court of Appeals
Division I
State of Washington
11/13/2019 1:41 PM

COURT OF APPEALS NO. 78595-8-I
IN THE COURT OF APPEALS, DIVISION I
OF THE STATE OF WASHINGTON

HUGH F. BANGASSER, an individual; and
ELIZABETH B. HALL, an individual

Respondents,

v.

THOMAS F. BANGASSER, an individual; BANGASSER & ASSOCIATES, INC., a Washington corporation,

Appellants,

and

VISION VASHON, ostensibly a Washington non-profit corporation

Defendant.

RAP 13.4 PETITION FOR REVIEW

Thomas F. Bangasser, Appellant
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PETITIONER: Thomas F. Bangasser, Appellant

CITATION TO COURT OF APPEALS DECISION

This petition addresses the Unpublished Opinion of Division I of the Court of Appeals Case No. 78595-8-I filed October 14, 2019 (consolidated with No. 78670-9-I). This opinion is attached as Appendix D.

ISSUES PRESENTED FOR REVIEW

First, Equal Access to Justice is a basic fundamental right under the Constitutions of the United States and the State of Washington.

Second, the Supreme Court Order No. 25700-B-567 filed March 4, 2016 directs equal access to justice. The Appeals Court failed to address the prejudicial "Game of Courts" and conflicts of interest by the "Super Lawyers" representing the two Respondents.

Third, the real estate owned by MidTown Limited Partnership is of substantial public interest since this African American community has been effectively gentrified out of their historic neighborhood and were denied a "seat at the table" of economic opportunity. Thomas was deprived his rights under the MidTown contract to sale/gift a partnership interest to this black community plus the opportunity to payoff the outstanding promissory notes by December 31, 2015 which is the subject of this litigation.

STATEMENT OF THE CASE

This case is just a part of the much larger MidTown Limited Partnership litigations which only now are being tied together thus reflecting the role and impact played by the multilayered legal profession in its segregation of King County's African American community. The special conflicts of interest by members of the Washington State Bar Association are now becoming apparent. Without access to legal and financial resources by Thomas, there has been no justice.

On December 22, 2014 the African American community made a $30 million dollar offer to purchase the MidTown Center, the largest undeveloped city block located in the heart of Seattle's historically black neighborhood. That offer was significantly higher than the May 23, 2017 offer finally accepted by Margaret, Hugh, Carol and Elizabeth. MidTown however rejected the AfricaTown offer.

On June 22, 2015 Thomas was removed as MidTown's General Partner through a hostile takeover by litigator Hugh (WSBA #3055). Hugh had no experience in either running a business or commercial real estate. Thomas was the only family member with both business and commercial real estate experience. Under Thomas's stewardship, the MidTown value had grown from $900K in 1988 to more than $30 million in 2015.

At the time of his removal, Thomas owned 12 partnership units (a 21.4% partnership interest) with a market value for his interest of approximately $4.7 million dollars plus another $1.5 million in deferred compensation. The MidTown partnership contract required either full payment within 30 days or an installment sale with a 10% ($620,000) down payment and the remaining balance over three years plus 12% interest. The down payment was more than adequate to retire any balances on the three

outstanding promissory notes to Thomas's siblings plus any accrued interest. The referenced December 2015 MidTown correspondence between Thomas and the partners was intended to identify and settle all outstanding family accounts. Thomas, having been removed at General Partner, had chosen to be totally cash out.

Instead of making the payments, Hugh and his "Super Lawyer" friend Stephen J. Sirianni (WSBA #6957) breached the partnership contract by refused to tender payment. This team of litigators further withheld payments to Thomas's daughter Lauren. On December 12, 2015 Thomas had transferred the value of 4 of his 12 units (1/3) to Lauren.

As regarding the outstanding promissory notes: in October 2003, Thomas had guaranteed three promissory notes to: Margaret ($100,000); Hugh ($70,000); and Elizabeth ($75,000) plus some additional parties. The Great American Recession of 2007 to 2009 made payment on the notes to Hugh and Elizabeth impossible while Thomas was only able to make monthly payments to Margaret and other creditors. At all MidTown meetings and in extensive partnership correspondence Thomas reflected the promissory note obligations and that the sale of his interest in MidTown would provide the funding.

By December 2015, Margaret, Hugh, Carol and Elizabeth had negotiated a secret sale of all MidTown real estate assets (i.e., a liquidation) to an undisclosed buyer, amount, terms, or even the closing date. The reference to December 2015 correspondence was to identify the outstanding principal and interest balances and to clear all accounts. In September 2015, this secrecy issue was brought to the attention of the first trial court. Their secret deal fell through but still no movement or intention to pay Thomas.

By early 2016, after a default on the MidTown outstanding bank loan, a new $1 million dollar larger loan was secretly secured. The excess funds could have been used to

pay Thomas but instead litigators Hugh and Sirianni paid themselves and other limited partners. Their strategy was to freeze all payments to Thomas while initiating two separate "prevailing party" lawsuits against Thomas on the promissory notes: first, the Elizabeth note on July 14, 2016; and then the Hugh note on November 22, 2016 with a doubling of legal fees at excessive billing rates/expenses. A fine example "BullyLaw" by cartel members of the Washington State Bar Association. Sirianni had a conflict of interest as an officer of the court.

This Court of Appeals has now recognized the significance of MidTown since it lists (however incorrectly) the limited partners on pages 1 and 2 but ignores the interests of both Lauren and MidTown Community Land Trust (the successor to AfricaTown Community Land Trust). MidTown claims to be confused but a simple two (or three) party check would have provided their "protection". MidTown is addressed extensively on pages 3 and 4 however, void is any mention of the withheld Thomas funds.

Access to the books and records have been blocked and no accounting by MidTown (i.e. Hugh and Sirianni) of how the "charging orders" and appropriate taxation issues have been handled by either the partnership or the individuals. It should also be noted that in the other pending Court of Appeals Case #789988, fees and expenses paid to super lawyer Sirianni and his consultants exceed an additional $2 million dollars. There is no justice here, only greed and tortious interference with the MidTown contract!

The contract specifically required arbitration for disputes but these super lawyers have found a more friendly venue in pursuing multiple summary judgments through compliant trial and appellant courts. Equal justice (truth and fairness) would have been facilitated if even those courts had benchmarked a fair market valuation, associated

listings of partners, their respective units and status as of the June 22, 2015 removal and the year-end December 31, 2015 and associated payments. Timely payment to Thomas as required by the MidTown contract would have resulted in no additional interest on the promissory notes and no legal fees/expenses beyond December 31, 2015. The Sirianni "stacked deck strategy" seems to have worked but quite dishonest.

ARGUMENT

First, equal access to justice to all persons is a basic fundamental right under both the Constitutions of the United States and State of Washington. The importance of this right is reflected in Order No. 25700-B-567 (Appendix A, B and C). Furthermore, the Washington State Bar Association was *"charged with responsibility to achieve equal access to the civil justice system for those facing economic and other significant barriers"*. Refusal to provide oversight of this super lawyer "Game of Courts" by Sirianni (WSBA #6957) and Hugh (WSBA #3055) should be unacceptable in any court. The Washington State Bar Association failed in its oversight, and, when notified by Thomas, did nothing. Timely access to his funds to pay the promissory notes has been blocked by these lawyers and Thomas has not received equal access to justice.

CONCLUSION

Best summed up by Martin Luther King - ***"Injustice anywhere threatens justice everywhere"***. This Case No. 785958 should be consolidated with Case No. 789988 so that truth may be heard and fairness allowed to replace racism and greed.

APPENDIX

A – Supreme Court of Washington Order No. 25700-B-567

B – Access To Justice Technology Principles No. 25700-B-

C – Access To Justice Statement of Principles and Goals

D – Court of Appeals Unpublished Opinion No. 78595-8-I

DATED: November 13, 2019

Thomas F. Bangasser

/s/ Thomas F. Bangasser
ProSe on behalf of Appellants

CERTIFICATE OF SERVICE

I certify, under penalty of perjury under the laws of the State of Washington, that on November 13, 2019, I served a copy of the foregoing RAP 13.4 PETITION FOR REVIEW on all parties as indicated below:

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DATED: November 13, 2019

Thomas F. Bangasser

/s/ Thomas F. Bangasser
ProSe on behalf of Appellants

APPENDIX

A

Filed
Washington State Supreme Court
MAR - 4 2016
Ronald R. Carpenter
Clerk

THE SUPREME COURT OF WASHINGTON

IN THE MATTER OF THE REAUTHORATION OF THE ACCESS TO JUSTICE BOARD

O R D E R

NO. 25700-B- 567

WHEREAS, the Washington judicial system is founded upon the fundamental principle that the judicial system is accessible to all persons, which advancement is of fundamental interest to the members of the Washington State Bar Association.

WHEREAS, responding to the unmet legal needs of low and moderate income people in Washington State and others who suffer disparate access barriers, the increasing complexity of civil legal services delivery, the importance of civil equal justice to the proper functioning of our democracy, and the need for leadership and effective coordination of civil equal justice efforts in our state, the Supreme Court in May 1994 established an Access to Justice Board and directed that the Board operate for an initial two year period.

WHEREAS, the Access to Justice Board's initial accomplishments in the face of tremendous difficulty demonstrated the practical value of coordinated and focused leadership under the auspices of the Supreme Court and led the Court to reauthorize the Access to Justice Board for an extended five-year period;

WHEREAS, the Access to Justice Board is a national model that has proven its value in expanding, coordinating and promoting effective and economical civil legal services delivery for vulnerable low and moderate income people, has developed a track record of significant accomplishments that maximized effective use of limited resources to address the civil legal needs of an increasing poverty population, and has made great strides in enhancing access to the civil justice system in Washington State.

Now, therefore, it is hereby

ORDERED:

That the Access to Justice Board is hereby reauthorized and shall continue to be administered by the Washington State Bar Association, and is charged with responsibility to achieve equal access to the civil justice system for those facing economic and other significant barriers.

731/161

The Access to Justice Board shall consist of ten members nominated by the Board of Governors of the Washington State Bar Association and appointed by the Supreme Court. Members are appointed based on experience in and commitment to access to justice issues. Therefore, the Board of Governors shall broadly solicit and make nominations to the Supreme Court based on experience in and commitment to access to justice issues, consistent with the needs of the Access to Justice Board, including, for example, people affiliated with the following constituencies:

Board for Judicial Administration
Washington State Bar Association Board of Governors
Statewide Staffed Legal Services Programs
Volunteer Legal Services Community
Other Members and Supporters of the Washington State Alliance for Equal Justice.

No less than one member of the Board shall be a person who is not an attorney.

The membership of the Board shall reflect ethnic, gender, geographic, and other diversity. Mid-term vacancies shall be filled in the same manner as original appointments, provided however, the solicitation for nominations may be abbreviated. The appointee for a mid-term vacancy shall fill the remainder of the vacated term and shall be eligible for reappointment up to two additional terms.

The Board shall designate one member as the Chair of the Board who shall serve a term of two years. An individual may continue to serve out their term as Chair and vote as a Board Member for up to one additional year notwithstanding the expiration of his or her term on the Board. In such event, the Board shall consist of eleven members until the end of such individual's term as Chair.

Appointments shall be for a three-year term. Board members shall be eligible for reappointment for one additional term.

The Access to Justice Board shall work to:

- Establish, coordinate and oversee a statewide, integrated, non-duplicative, civil legal services delivery system that is responsive to the needs of poor, vulnerable and moderate means individuals;
- Establish and evaluate the performance and effectiveness of the civil legal services delivery system against an objective set of standards and criteria;
- Promote adequate levels of public, private and volunteer support for Washington State's civil equal justice network;
- Serve as an effective clearinghouse and mechanism for communication and information dissemination;
- Promote, develop and implement policy initiatives and criteria which enhance the availability of resources for essential civil equal justice activities;
- Develop and implement new programs and innovative measures designed to expand access to justice in Washington State;
- Promote jurisprudential understanding of the law relating to the fundamental right of individuals to secure meaningful access to the civil justice system;
- Promote widespread understanding of civil equal justice among the members of the public through public legal education;
- Promote the responsiveness of the civil justice system to the needs of those who suffer disparate treatment or disproportionate access barriers; and
- Address existing and proposed laws, rules and regulations that may adversely affect meaningful access to the civil justice system.

The Access to Justice Board may adopt internal operational rules pertinent to these powers and duties.

The Access to Justice Board shall be funded and staffed by the Washington State Bar Association, which shall have authority to establish a budget and approve expenditures.

The Board shall file with the Supreme Court and the Board of Governors of the Washington State Bar Association an annual report outlining its work during the prior 12-month period.

DATED at Olympia, Washington this 4th day of March, 2016.

Madsen, C. J.

Johnson, J.

Wiggins, J.

Owens, J.

González, J.

Fairhurst, J.

Gordon McCloud, J.

Stephens, J.

Yu, J.

APPENDIX

B

THE SUPREME COURT OF WASHINGTON

IN THE MATTER OF THE ACCESS TO JUSTICE) O R D E R
TECHNOLOGY PRINCIPLES)
) NO. 25700-B-

WHEREAS, the Washington judicial system is founded upon the fundamental principle that the judicial system is accessible to all persons; and

WHEREAS, responding to the unmet legal needs of low and moderate income people and others who suffer disparate access barriers or are otherwise vulnerable, and the need for leadership and effective coordination of civil equal justice efforts in Washington State, the Supreme Court established an Access to Justice Board as a permanent body charged with responsibility to assure high quality access for vulnerable and low and moderate income persons and others who suffer disparate access barriers to the civil justice system. The Supreme Court further ordered that, among other responsibilities, the Access to Justice Board shall work to promote, develop and implement policy initiatives which enhance the availability of resources for essential civil equal justice activities, develop and implement new programs and innovative measures designed to expand access to justice in Washington State, and promote the responsiveness of the civil justice system to the needs of those who suffer disparate treatment or disproportionate access barriers; and

WHEREAS, in working to fulfill those responsibilities, the Access to Justice Board recognized that developments in information and communication technologies, including the Internet, pose significant challenges to full and equal access to the justice system, that technology can provide increased pathways for quality access, but it can also perpetuate and exacerbate existing barriers and create significant new barriers. The Board determined it must plan and act proactively to take maximum advantage of the opportunity to destroy or minimize

such barriers and to create more effective and efficient means of access to the justice system and increase the quantity and quality of justice provided to all persons in Washington State; and

WHEREAS, in 2001 the Access to Justice Board empowered and charged a Board committee to engage in a broad-based and inclusive initiative to create a body of authoritative fundamental principles and proposed action based thereon to ensure that current and future technology both increases opportunities and eliminates barriers to access to and effective utilization of the justice system, thereby improving the quality of justice for all persons in Washington State; and

WHEREAS, over a three-year period the Board and committee fulfilled the responsibility of broad and inclusive involvement and the development of "The Access to Justice Technology Principles", with accompanying comments and proposed action based thereon; and The Access to Justice Technology Principles have been endorsed by the Board for Judicial Administration, the Judicial Information System Committee, the Board of Trustees of the Superior Court Judges' Association, the Board of Trustees of the District and Municipal Court Judges' Association, the Board of Governors of the Washington State Bar Association, the Minority and Justice Commission, the Gender and Justice Commission, the Attorney General, and the Council on Public Legal Education; and

WHEREAS, a statewide Judicial Information System to serve the courts of the State of Washington was created by the Supreme Court in 1976 to be operated by the Administrative Office of the Courts pursuant to court rule, and charged with addressing issues of dissemination of data, equipment, communication with other systems, security, and operational priorities; and

WHEREAS, consistent with the intent of this Order, pursuant to RCW 2.68.050 the courts of this state, through the Judicial Information System, shall, in pertinent part, promote and facilitate electronic access of judicial information and services to the public at little or no cost and by use of technologies capable of being used by persons without extensive technological ability and wherever possible by persons with disabilities, and;

WHEREAS, the application of the Access to Justice Technology Principles to guide the use of technology in the Washington State justice system is desirable and appropriate; and

WHEREAS, the wide dissemination of the Access to Justice Technology Principles will promote their use and consequent access to justice for all persons;

Now, therefore, it is hereby

ORDERED:

(a) The Access to Justice Technology Principles appended to this Order state the values, standards and intent to guide the use of technology in the Washington State court system and by all other persons, agencies, and bodies under the authority of this Court. These Principles should be considered with other governing law and court rules in deciding the appropriate use of technology in the administration of the courts and the cases that come before such courts, and should be so considered in deciding the appropriate use of technology by all other persons, agencies and bodies under the authority of this Court.

(b) The Access to Justice Technology Principles and this Order shall be published expeditiously with the Washington Court Rules and on the Washington State Bar Association website, and on the courts website as maintained by the Administrative Office of the Courts. The following introductory language should immediately precede the Access to Justice Technology Principles in all such publications and sites:

"These Access to Justice Technology Principles were developed by the Access to Justice Board to assure that technology enhances rather than diminishes access to and the quality of justice for all persons in Washington State. Comments of the Access to Justice Board committee drafters accompanying the Principles make

clear the intent that the Principles are to be used so as to be practical and effective for both the workers in and users of the justice system, that the Principles do not create or constitute the basis for new causes of action or create unfunded mandates. These Principles have been endorsed by the Board for Judicial Administration, the Judicial Information System Committee, the Board of Trustees of the Superior Court Judges' Association, the Board of Trustees of the District and Municipal Court Judges' Association, the Board of Governors of the Washington State Bar Association, the Minority and Justice Commission, the Gender and Justice Commission, the Attorney General, and the Council on Public Legal Education."

(c) The Administrative Office of the Courts in conjunction with the Access to Justice Board and the Judicial Information System Committee shall report annually to the Supreme Court on the use of the Access to Justice Technology Principles in the Washington State court system and by all other persons, agencies, and bodies under the authority of this Court.

DATED at Olympia, Washington this 3rd day of December 2004.

Washington State
Access to Justice Technology Principles

These Access to Justice Technology Principles were developed by the Access to Justice Board to assure that technology enhances rather than diminishes access to and the quality of justice for all persons in Washington State. Comments of the Access to Justice Board committee drafters accompanying the Principles make clear the intent that the Principles are to be used so as to be practical and effective for both the workers in and users of the justice system, that the Principles do not create or constitute the basis for new causes of action or create unfunded mandates. These Principles have been endorsed by the Board for Judicial Administration, the Judicial Information System Committee, the Board of Trustees of the Superior Court Judges' Association, the Board of Trustees of the District and Municipal Court Judges' Association, the Board of Governors of the Washington State Bar Association, the Minority and Justice Commission, the Gender and Justice Commission, the Attorney General, and the Council on Public Legal Education.

Preamble

The use of technologies in the Washington State justice system must protect and advance the fundamental right of equal access to justice. There is a particular need to avoid creating or increasing barriers to access and to reduce or remove existing barriers for those who are or may be excluded or underserved, including those not represented by counsel.

This statement presumes a broad definition of access to justice, which includes the meaningful opportunity, directly or through other persons: (1) to assert a claim or defense and to create, enforce, modify, or discharge a legal obligation in any forum; (2) to acquire the procedural or other information necessary (a) to assert a claim or defense, or (b) to create, enforce, modify, or discharge an obligation in any forum, or (c) to otherwise improve the likelihood of a just result; (3) to participate in the conduct of proceedings as witness or juror; and (4) to acquire information about the activities of courts or other dispute resolution bodies. Further, access to justice requires a just process, which includes, among other things, timeliness and affordability. A just process also has "transparency," which means that the system allows the public to see not just the outside but through to the inside of the justice system, its rules and standards, procedures and processes, and its other operationalcharacteristics and patterns so as to evaluate all aspects of its operations, particularly its fairness, effectiveness, and efficiency.

Therefore, these Access to Justice Technology Principles state the governing

values and principles which shall guide the use of technology in the Washington State justice system.

Comment to "Preamble"

Access to justice is a fundamental right in Washington State, and the State Supreme Court has recognized and endeavored to protect that right in its establishment of the Access to Justice Board. From an understanding that technology can affect access to justice, these Access to Justice Technology Principles are intended to provide general statements of broad applicability and a foundation for resolving specific issues as they arise. The various parts of this document should be read as a whole.

A broad definition of the terms used herein is necessary to ensure that our underlying constitutional and common law values are fully protected. The terms used in this document should be understood and interpreted in that light.

These Principles do not mandate new expenditures, create new causes of action, or repeal or modify any rule. Rather, they require that justice system decision makers consider access to justice, take certain steps whenever technology that may affect access to justice is planned or implemented, avoid reducing access, and, whenever possible, use technology to enhance access to justice.

Scope

The Access to Justice Technology Principles apply to all courts of law, all clerks of court and court administrators, and to all other persons or parts of the Washington justice system under the rule-making authority of the Court. They should also serve as a guide for all other actors in the Washington justice system.

"Other actors in the Washington justice system" means all governmental and non-governmental bodies engaged in formal dispute resolution or rulemaking and all persons and entities who may represent, assist, or provide information to persons who come before such bodies.

"Technology" includes all electronic means of communication and transmission and all mechanisms and means used for the production, storage, retrieval, aggregation, transmission, communication, dissemination, interpretation, presentation, or application of information.

Comment to "Scope"

This language is intended to make clear that the Access to Justice Technology Principles are mandatory only for those persons or bodies within the scope of the State Supreme Court's rulemaking authority. It is, however, hoped and urged that these Principles and their values will be applied and used widely throughout the entire justice system.

It is also intended that the Access to Justice Technology Principles shall continue to apply fully in the event all or any portion of the performance, implementation, or accomplishment of a duty, obligation, responsibility, enterprise, or task is delegated, contracted, assigned, or transferred to another entity or person, public or private, to whom the Principles may not otherwise apply.

The definition of the word "technology" is meant to be inclusive rather than exclusive.

1. Requirement of Access to Justice

Access to a just result requires access to the justice system. Use of technology in the justice system should serve to promote equal access to justice and to promote the opportunity for equal participation in the justice system for all. Introduction of technology or changes in the use of technology must not reduce access or participation and, whenever possible, shall advance such access and participation.

Comment to "Requirement of Access to Justice"

This Principle combines promotion of access to justice through technology with a recognition of the "first, do no harm" precept. The intent is to promote the use of technology to advance access whenever possible, to maintain a focus on the feasible while protecting against derogation of access, and to encourage progress, innovation, and experimentation.

2. Technology and Just Results

The overriding objective of the justice system is a just result achieved through a just process by impartial and well-informed decision makers. The justice system shall use and advance technology to achieve that objective and shall reject, minimize, or modify any use that reduces the likelihood of achieving that objective.

Comment to "Technology and Just Results"

The reference to a "just process" reaffirms that a just process is integral to a just result. The reference to "well-informed decision makers" is to emphasize the potential role of technology in gathering, organizing, and presenting information in order that the decision maker receives the optimal amount

and quality of information so that the possibility of a just result is maximized.

3. Openness and Privacy

The justice system has the dual responsibility of being open to the public and protecting personal privacy. Its technology should be designed and used to meet both responsibilities.

Technology use may create or magnify conflict between values of openness and personal privacy. In such circumstances, decision makers must engage in a careful balancing process, considering both values and their underlying purposes, and should maximize beneficial effects while minimizing detrimental effects.

Comment to "Openness and Privacy"

This Principle underlines that the values of openness and privacy are not necessarily in conflict, particularly when technology is designed and used in a way that is crafted to best protect and, whenever possible, enhance each value. However, when a conflict is unavoidable, it is ess ential to consider the technology's effects on both privacy and openness. The Principle requires that decision makers engage in a balancing process which carefully considers both values and their underlying rationales and objectives, weighs the technology's potential effects, and proceed with use when they determine that the beneficial effects outweigh the detrimental effects.

The Principle applies both to the content of the justice system and its operations, as well as the requirements for accountability and transparency. These requirements may mean different things depending on whether technology use involves internal court operations or involves access to and use of the justice system by members of the public.

4. Assuring a Neutral Forum

The existence of a neutral, accessible, and transparent forum for dispute resolution is fundamental to the Washington State justice system. Developments in technology may generate alternative dispute resolution systems that do not have these characteristics, but which, nevertheless, attract users who seek the advantages of available technology. Participants and actors in the Washington State justice system shall use all appropriate means to ensure the existence of neutral, accessible, and transparent forums which are compatible with new technologies and to discourage and reduce the demand for the use of forums which do not meet the basic requirements of neutrality, accessibility, and transparency.

Comment to "Assuring a Neutral Forum"

Technologically generated alternative dispute resolution (including online dispute resolution) is a rapidly growing field that raises many issues for the justice system. This Principle underlines the importance of applying the basic values and requirements of the justice system and all the Access to Justice Technology Principles to that area, while clarifying that there is no change to governing law.

This Principle is not intended in any way to discourage the accessibility and use of mediation, in which the confidentiality of the proceeding and statements and discussions may assist the parties in reaching a settlement; provided that the parties maintain access to a neutral and transparent forum in the event a settlement is not reached.

5. Maximizing Public Awareness and Use

Access to justice requires that the public have available understandable information about the justice system, its resources, and means of access. The justice system should promote ongoing public knowledge and understanding of the tools afforded by technology to access justice by developing and disseminating information and materials as broadly as possible in forms and by means that can reach the largest possible number and variety of people.

Comment to "Maximizing Public Awareness and Use"

While assuring public awareness and understanding of relevant access to justice technologies is an affirmative general duty of all governmental branches, this Principle expressly recognizes that the primary responsibility lies with the justice system itself. As stated in the Comment to the Preamble, none of these Access to Justice Technology Principles, including this one, mandates new expenditures or creates new causes of action. At the same time, however, planners and decision makers must demonstrate sensitivity to the needs, capacities, and where appropriate, limitations of prospective users of the justice system.

Communicating the tools of access to the public should be done by whatever means is effective. For example, information about kiosks where domestic violence protection forms can be filled out and filed electronically could be described on radio or television public service announcements. Another example might be providing information on handouts or posters at libraries or community centers. Information could also be posted on a website of the Council for Public Legal Education or of a local or statewide legal aid program, using an audible web reader for persons with visual or literacy limitations. The means may be as many and varied as people's imaginations and the characteristics of the broad population to be reached.

6. Best Practices

To ensure implementation of the Access to Justice Technology Principles, those governed by these principles shall utilize "best practices" procedures or standards. Other actors in the justice system are encouraged to utilize or be guided by such best practices procedures or standards.

The best practices shall guide the use of technology so as to protect and enhance access to justice and promote equality of access and fairness. Best practices shall also provide for an effective, regular means of evaluation of the use of technology in light of all the values and objectives of these Principles.

Comment to "Best Practices"

This Principle is intended to provide guidance to ensure that the broad values and approaches articulated elsewhere in these Access to Justice Technology Principles are implemented to the fullest extent possible in the daily reality of the justice system and the people served by the justice system. The intent is that high quality practical tools and resources be available for consideration, use, evaluation, and improvement of technologies in all parts of the justice system. This Principle and these Access to Justice Technology Principles as a whole are intended to encourage progress, innovation, and experimentation with the objective of increasing meaningful access to quality justice for all. With these goals in mind, the development and adoption of statewide models for best practices is strongly encouraged.

APPENDIX

C

ACCESS TO JUSTICE
STATEMENT OF PRINCIPLES AND GOALS

(Adopted by the Access to Justice Board on May 8, 2003)

Justice involves the determination and realization of legal needs, rights and responsibilities and the fair resolution of disputes. Access to justice is based on the following principles and goals.

Principles

- Access to justice is a fundamental right in a just society.
- Access to justice requires an opportunity for meaningful participation and deliberation whenever legal needs, rights, and responsibilities are affected. Legal issues must be adequately understood, presented, and dealt with in a timely, fair, and impartial manner.
- Access to justice depends on the availability of affordable legal information and services, including assistance and representation when needed.
- Access to justice requires adequate funding, resources, and support.
- Equal justice under the law requires that access to justice be available to all people. All persons or groups shall be afforded equal access to justice regardless of the popularity of the cause involved, status, or other considerations or characteristics.

Goals

- Persons and institutions involved in the justice system must make access to justice an essential priority.
- Adequate and sustained public and private funding, resources, and support must be provided to assure access to justice for low- and moderate-income and other vulnerable persons.
- Adequate and sustained public and private funding, resources, and support must be provided to maintain a strong, independent judiciary, the individuals, institutions, and organizations that provide or assure access to justice.
- The delivery of justice must be prompt, understandable, and affordable without sacrificing quality.
- A coordinated and comprehensive statewide system for delivering legal services must be maintained.
- Available and emerging technology and other resources must fairly and efficiently maximize access to justice.
- Barriers to access to justice must be prevented, removed, or reduced.
- The justice system must be inclusive and have the values, skills, and resources necessary to meet the legal needs of a diverse and multicultural population. Access to justice shall not be limited or denied for any reason of condition or status, including race, ethnicity, nationality, religion, creed, age, gender, sexual orientation, physical or mental ability, education, language or communication skills, finances, cultural background, or social status.
- The justice system must collaborate with other persons, professions, and organizations to meet the legal and law-related needs of the public.
- Public legal education must be provided to create and sustain an informed and empowered public and to build broad support for access to justice.

Access to Justice Board, 1325 Fourth Avenue – Suite 600, Seattle, WA 98101-2539 • Phone: 206 727-8200, Fax: 206 727-8310
www.wsba.org/atj
Established by The Supreme Court of Washington • Administered by the Washington State Bar Association

APPENDIX

D

FILED
10/14/2019
Court of Appeals
Division I
State of Washington

IN THE COURT OF APPEALS OF THE STATE OF WASHINGTON

HUGH F. BANGASSER, an individual; and ELIZABETH B. HALL, an individual,	No. 78595-8-I (Consolidated with No. 78670-9-I)
Respondents,	DIVISION ONE
v.	
THOMAS F. BANGASSER, an individual; BANGASSER & ASSOCIATES, INC., a Washington corporation,	UNPUBLISHED OPINION
Appellants,	
and	
VISION VASHON, ostensibly a Washington non-profit corporation,	
Defendant.	FILED: October 14, 2019

SCHINDLER, J. — The Uniform Limited Partnership Act, chapter 25.10 RCW, gives the superior court the discretion to issue a lien against the transferable interest of the judgment debtor in a limited partnership. Siblings Thomas Bangasser, Elizabeth Hall, and Hugh Bangasser are limited partners of the MidTown Limited Partnership.[1] In these consolidated appeals, Thomas challenges the charging and disbursement orders

[1] We refer to siblings Elizabeth Hall, Hugh Bangasser, and Thomas Bangasser by their first names for clarity and mean no disrespect by doing so.

entered against his interest in the limited partnership to pay judgment creditors Elizabeth and Hugh the award for attorney fees incurred postjudgment. We affirm.

This is the third appeal in this case. The facts are set forth in Hall v. Bangasser, No. 76077-7-I (Wash. Ct. App. Jan. 16, 2018), http://www.courts.wa.gov/opinions/pdf/760777.pdf, and Bangasser v. Bangasser, No. 77398-4-I (Wash. Ct. App. Jan. 14, 2019), http://www.courts.wa.gov/opinions/pdf/773984.pdf, and will be repeated only as necessary.

MidTown Limited Partnership

MidTown is a Washington limited partnership. The primary asset of the partnership is several parcels of commercial real estate in Seattle. The limited partners are siblings or entities owned by siblings. Thomas Bangasser was the general partner of MidTown until 2015.

Loans to Thomas Bangasser

In October 2003, Elizabeth Hall loaned her brother Thomas $75,000. Thomas signed a promissory note as the secretary/treasurer of Vision Vashon, a now-defunct nonprofit corporation. Thomas guaranteed payment of the promissory note personally and as the president of Bangasser & Associates Inc. The promissory note provides that payment on the note with interest is due October 2004.

In October 2003, Hugh Bangasser loaned Thomas $70,000. Thomas signed a promissory note on behalf of Vision Vashon. Thomas guaranteed payment of the promissory note personally and as the president of his company Bangasser & Associates. The promissory note provides that payment on the note with interest is due October 2004.

Thomas never made any payments on the principal or interest due on the promissory notes to either Elizabeth or Hugh. Both of the promissory notes include a provision for the award of reasonable attorney fees and costs in a lawsuit to enforce the notes to the prevailing party.

Breach of Partnership Agreement Lawsuit

On June 22, 2015, the limited-partner siblings voted to remove Thomas as the general partner of MidTown.

In September 2015, Thomas filed a lawsuit against MidTown and the limited partners (collectively, MidTown) for breach of the partnership agreement and claimed he was entitled to compensation. Thomas also sought a security interest in property owned by MidTown and appointment of a receiver to sell the property owned by MidTown.

Thomas filed a lis pendens against the property. The court granted MidTown's motion to strike the lis pendens because the lawsuit Thomas filed did not involve a dispute over the title to real property.

MidTown filed a motion for partial summary judgment on two issues: (1) Thomas was validly removed as the general partner and (2) Thomas had no right of first refusal regarding the property or the interests of the limited partners in the partnership. In response to the motion, Thomas conceded both these issues. The court granted the motion for partial summary judgment, entered a final judgment under CR 54(b), and awarded attorney fees to MidTown.

On appeal, Thomas challenged the decision to strike the lis pendens he filed on the property and the order on summary judgment. We affirmed. Bangasser v. MidTown

Ltd. P'ship, No. 75226-0-I (Wash. Ct. App. Apr. 24, 2017), http://www.courts.wa.gov/opinions/pdf/752260.pdf.[2]

Lawsuits To Enforce the Promissory Notes

In December 2015, Thomas sent an e-mail to Elizabeth and Hugh stating, "[W]e were finally able to refinance/sell our Vashon Island real estate and would like to now address the outstanding Promissory Notes payable to you."

On July 14, 2016, Elizabeth filed a lawsuit against Thomas, Vision Vashon, and Bangasser & Associates (collectively, Thomas) to enforce the October 2003 promissory note for $75,000 plus prejudgment and postjudgment interest and attorney fees and costs.

On September 13, 2016, Elizabeth filed a motion for summary judgment. Elizabeth argued Thomas never made any payments and acknowledged his obligation to pay the 2003 promissory note. The court granted the motion for summary judgment. On October 14, 2016, the court entered a judgment in favor of Elizabeth for the principal amount owed, prejudgment interest, and attorney fees and costs for a total of $194,737.63. The court ordered postjudgment interest of $24.66 per day. Thomas filed an appeal. We affirmed and awarded Elizabeth attorney fees and costs on appeal. Hall, No. 76077-7-I, slip op. at 1.

On November 22, 2016, Hugh filed a lawsuit against Thomas, Vision Vashon, and Bangasser & Associates (collectively, Thomas) to enforce the October 2003 promissory note and entry of a judgment for the principal amount owed plus prejudgment and postjudgment interest and an award of attorney fees and costs.

[2] Thomas later voluntarily dismissed the lawsuit.

Hugh filed a motion for summary judgment. The court granted the motion for summary judgment. On August 18, 2017, the court entered a judgment against Thomas for the principal amount owed and prejudgment interest in the amount of $184,681.09. The court ordered postjudgment interest of $72.86 per day. The court reserved ruling on the request for an award of attorney fees. On September 8, 2017, the court awarded Hugh reasonable attorney fees in the amount of $39,831.00. Thomas filed an appeal. We affirmed and awarded Hugh attorney fees and costs on appeal. Bangasser, No. 77398-4-I, slip op. at 1.

Sale of the MidTown Property and Entry of Charging Orders

In May 2017, MidTown sold the property it owned for $23,300,000. A letter dated June 22, 2017 addressed partial distribution from the sale of the "23rd & Union Property." The letter states the sale proceeds of $14,041,347 "will be distributed next week to the five limited partnership groupings in five equal shares of $2,808,269." The letter also states, "Our hope is that the funds will be transferred to your respective banks by Friday, June 30th."

On July 7, Elizabeth filed a motion for an order to show cause why the court should not enter a charging order against the interest of Thomas in the limited partnership for the amount Thomas owed on the October 14, 2016 judgment plus postjudgment interest. On July 10, the court entered a charging order. The charging order directed MidTown to "set aside $201,099.91 plus interest from its declared distributions to Thomas F. Bangasser and hold that amount for the benefit of Judgment Creditor Elizabeth B. Hall pursuant to RCW 25.10.556." On August 22, Elizabeth obtained an order to disburse proceeds and release the July 10, 2017 charging order.

On August 30, the court granted Hugh's motion for a charging order against Thomas' partnership interest for the August 18, 2017 judgment of $185,950.36 plus postjudgment interest.

On August 31, 2017, MidTown deposited approximately $1.4 million of Thomas' share of the proceeds from the sale of the MidTown property in the King County Superior Court Clerk's Office Registry of the Court pending resolution of the remaining disputes in the Midtown Ltd. Partnership v. Thomas F. Bangasser lawsuit. One of the disputes in the MidTown lawsuit was whether Thomas "transferred one-half of his interest in MidTown, as he previously claimed, and hence one-half of his distributable proceeds, to a community group Africatown Community Land Trust."

The August 31, 2017 letter from the attorney representing MidTown states, in pertinent part:

> In accordance with our previous correspondence, today MidTown is tendering one-half of the Distributable Proceeds, slightly more than $1.4 million, to the King County Superior Court Clerk's office for deposit in the court registry. It is doing so without in anyway conceding that the Africatown Community Land Trust is entitled to that money, or that any purported transfer of MidTown units from Tom to the Africatown Trust was authorized; it was not. Further, one or more plaintiffs may have claims on those funds. We are nonetheless tendering to the Court so that all claims to those funds can be properly adjudicated. As I have previously mentioned, only the Court can authoritatively decide whether Tom actually and validly transferred one-half of his interest in MidTown to the Africatown Trust. On those and related issues, my clients reserve all rights.

The letter also states, "MidTown today is distributing money to Elizabeth in accordance with her charging order and order authorizing distribution. In accordance with the charging order obtained by Hugh, MidTown is holding back funds."

On September 15, 2017, Hugh filed a motion for an order to disburse proceeds and release the August 30, 2017 charging order. Hugh also filed a motion to issue a substitute and corrected charging order to include the $39,831 in attorney fees and postjudgment interest as of September 25, 2017.

On September 25, 2017, the court entered an order granting Hugh's motion to issue a substitute and corrected charging order. The order states, in pertinent part:

> MidTown shall therefore set aside $225,781.36 (consisting of the sum of the $185,950.36 Judgment amount and the $39,831.00 Attorney Fee Judgment), plus interest . . . from any distribution to Thomas F. Bangasser and hold that amount for the benefit of Judgment Creditor Hugh Bangasser pursuant to RCW 25.10.556.

On October 9, 2017, the court entered an order to correct the charging order and disburse proceeds to Hugh.

On November 13, 2017, the trial court entered a judgment in favor of Elizabeth and against Thomas for $6,838.97 in postjudgment attorney fees and costs. On November 22, 2017, the court awarded postjudgment attorney fees and costs to Hugh in the amount of $9,566.97.

On April 12, 2018, Thomas paid the August 18, 2017 judgment amount owed to Hugh on the promissory note and the September 8, 2017 award of attorney fees but not the November 22, 2017 award of postjudgment attorney fees. On April 13, 2018, the court entered a partial satisfaction of the October 14, 2016 judgment owed to Elizabeth on the promissory note and the award of attorney fees. The order states the payment did not satisfy the November 13, 2017 award of postjudgment attorney fees owed to Elizabeth.

Charging and Disbursement of Proceeds Orders for Postjudgment Award of Attorney Fees

On May 31, 2018, Elizabeth and Hugh each filed a motion for entry of a charging and disbursement of proceeds order against Thomas' partnership interest for the award of attorney fees incurred postjudgment. Thomas filed a brief in opposition to the motions to issue a charging order and disburse proceeds.

The court granted Elizabeth's motion for a charging and disbursement order for the postjudgment award of attorney fees in the amount of $6,838.97 plus interest. On June 19, 2018, the court entered an "Order Granting Motion for Charging Order and Disbursement of Proceeds to Judgment Creditor." Thomas filed a notice of appeal of the order.

The court granted Hugh's motion for a charging and disbursement order for the award of postjudgment attorney fees in the amount of $9,556.97 plus interest. On June 20, 2018, the court entered an "Order Granting Motion for Charging Order and Disbursement of Proceeds to Judgment Creditor." Thomas filed a notice of appeal of the June 20 order.

This court consolidated the two appeals.

Appeal of Charging and Disbursement Orders for Postjudgment Award of Attorney Fees

In this appeal, Thomas contends the court did not have authority to enter the charging and disbursement orders under RCW 25.10.556; MidTown did not have the authority to deposit his partnership distribution in the court registry; and the attorney representing Hugh, Elizabeth, and MidTown has a conflict of interest. Thomas also

argues we should review entry of the previous charging orders that were not designated in the notice of appeal.

Authority To Enter Charging and Disbursement Orders

Thomas contends the court did not have the authority under RCW 25.10.556 to enter the charging and disbursement orders against his limited partnership interest for the award of attorney fees and costs Elizabeth and Hugh incurred postjudgment. Thomas cites language in RCW 25.10.556 and supplemental proceedings statute RCW 6.32.085 to argue the court has authority to enter a charging order on only future partnership distributions. The plain and unambiguous language of RCW 25.10.556 and RCW 6.32.085 does not support his argument.

The meaning of a statute is a question of law we review de novo. Dep't of Ecology v. Campbell & Gwinn, LLC, 146 Wn.2d 1, 9, 43 P.3d 4 (2002). Our objective is to ascertain and give effect to legislative intent. Campbell & Gwinn, 146 Wn.2d at 9. We look first to the text of a statute to determine its meaning. Griffin v. Thurston County Bd. of Health, 165 Wn.2d 50, 55, 196 P.3d 141 (2008). Statutory interpretation begins with the plain meaning of the statute. Lake v. Woodcreek Homeowners Ass'n, 169 Wn.2d 516, 526, 243 P.3d 1283 (2010). Plain meaning "is discerned from all that the Legislature has said in the statute and related statutes which disclose legislative intent about the provision in question." Campbell & Gwinn, 146 Wn.2d at 11. When the meaning of the statute is plain on its face, the court must give effect to that plain meaning as the expression of the legislature's intent. Bostain v. Food Express, Inc., 159 Wn.2d 700, 708, 153 P.3d 846 (2007); City of Spokane v. Spokane County, 158 Wn.2d 661, 673, 146 P.3d 893 (2006). Statutes are to be read together, whenever

possible, to achieve a " 'harmonious total statutory scheme . . . which maintains the integrity of the respective statutes.' " Employco Pers. Servs., Inc. v. City of Seattle, 117 Wn.2d 606, 614, 817 P.2d 1373 (1991)[3] (quoting State v. O'Neill, 103 Wn.2d 853, 862, 700 P.2d 711 (1985)). An interpretation that reads language in isolation is too limited and fails to apply this rule. Jongeward v. BNSF Ry., 174 Wn.2d 586, 595, 278 P.3d 157 (2012); see Davis v. Mich. Dep't of Treasury, 489 U.S. 803, 809, 109 S. Ct. 1500, 103 L. Ed. 2d 891 (1989) ("It is a fundamental canon of statutory construction that the words of a statute must be read in their context and with a view to their place in the overall statutory scheme."). The construction of two statutes shall be made with the assumption that the legislature does not intend to create an inconsistency. State v. Bash, 130 Wn.2d 594, 602, 925 P.2d 978 (1996).

In 2009, the Washington legislature enacted the Uniform Limited Partnership Act, chapter 25.10 RCW. LAWS OF 2009, ch. 188. RCW 25.10.556 addresses the "[r]ights of creditor of partner or transferee." RCW 25.10.556 provides:

> (1) On application to a court of competent jurisdiction by any judgment creditor of a partner or transferee, the court may charge the transferable interest of the judgment debtor with payment of the unsatisfied amount of the judgment with interest. To the extent so charged, the judgment creditor has only the rights of a transferee. The court may appoint a receiver of the share of the distributions due or to become due to the judgment debtor in respect of the partnership and make all other orders, directions, accounts, and inquiries the judgment debtor might have made or that the circumstances of the case may require to give effect to the charging order.
>
> (2) A charging order constitutes a lien on the judgment debtor's transferable interest. The court may order a foreclosure upon the interest subject to the charging order at any time. The purchaser at the foreclosure sale has the rights of a transferee.
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> (3) At any time before foreclosure, an interest charged may be redeemed:
>
> (a) By the judgment debtor;

[3] Alteration in original.

> (b) With property other than limited partnership property, by one or more of the other partners; or
>
> (c) With limited partnership property, by the limited partnership with the consent of all partners whose interests are not so charged.
>
> (4) This chapter does not deprive any partner or transferee of the benefit of any exemption laws applicable to the partner's or transferee's transferable interest.
>
> (5) This section provides the exclusive remedy by which a judgment creditor of a partner or transferee may satisfy a judgment out of the judgment debtor's transferable interest.

Chapter 6.32 RCW governs supplemental proceedings to enforce a judgment. RCW 6.32.085 provides:

> Order charging partnership interest or directing sale. If it appears from the examination or testimony taken in the special proceedings authorized by this chapter that the judgment debtor owns an interest in a partnership, the judge who granted the order or warrant or to whom it is returnable may in his or her discretion, upon such notice to other partners as the judge deems just, and to the extent permitted by Title 25 RCW, (1) enter an order charging the partnership interest with payment of the judgment, directing that all or any part of distributions or other amounts becoming due to the judgment debtor, other than earnings as defined in RCW 6.27.010, be paid to a receiver if one has been appointed, otherwise to the clerk of the court that entered the judgment, for application to payment of the judgment in the same manner as proceeds from sale on execution and, in aid of the charging order, the court may make such other orders as a case requires, or (2) enter an order directing sale of the partnership interest in the same manner as personal property is sold on execution.

The plain and unambiguous language of RCW 25.10.556 and the statutory definitions establish that a charging order under RCW 25.10.556 is not limited to future distributions. The statute expressly states the court has the authority to enter a charging order against "the transferable interest" of the limited partner judgment debtor. RCW 25.10.556(1). RCW 25.10.011(5) defines "distributions" as "a transfer of money or other property from a limited partnership to a partner in the partner's capacity as a partner." RCW 25.10.011(22) defines a "transferable interest" as "a partner's right to receive distributions." RCW 25.10.011(23) defines a "transferee" as "a person to which

all or part of a transferable interest has been transferred, whether or not the transferor is a partner."

Thomas cites language in RCW 25.10.556(1) and RCW 6.32.085(1) to argue the court can issue a charging order only on partnership distributions "to become due" or "becoming due."

The plain and unambiguous language in RCW 25.10.556(1) that "[t]he court may appoint a receiver of the share of the distributions due or to become due to the judgment debtor in respect of the partnership" means the court has the "discretion" to appoint a receiver for distributions "due or to become due." Strenge v. Clarke, 89 Wn.2d 23, 28, 569 P.2d 60 (1977). The plain and unambiguous language of RCW 25.10.556(1) also states the court has the discretion to "make all other orders, directions, accounts, and inquiries the judgment debtor might have made or that the circumstances of the case may require to give effect to the charging order." Here, the undisputed record shows that as a limited partner, Thomas was entitled to a distribution from the proceeds from the sale of the MidTown property and the court did not appoint a receiver.

RCW 6.32.085 expressly states that issuing a charging order under that statute is authorized only "to the extent permitted by Title 25 RCW." RCW 25.10.556(5) states, "This section provides the exclusive remedy by which a judgment creditor of a partner or transferee may satisfy a judgment out of the judgment debtor's transferable interest." Therefore, the court may enter an order charging partnership interest and directing payment of judgment on "all or any part of distributions or other amounts becoming due" only to the extent permitted by RCW 25.10.556(5). RCW 6.32.085(1).

Construing the language of the two statutes together, we conclude the court has the authority to issue a charging order against the partnership interest of a judgment debtor to pay the judgment creditor. RCW 25.10.556 is the exclusive remedy to "charge the transferable interest of the judgment debtor with payment of the unsatisfied amount" due to the judgment creditor. The statute also gives the court the discretion to appoint a receiver for "the share of the distributions due or to become due to the judgment debtor" and to enter orders "that the circumstances of the case may require to give effect to the charging order." RCW 25.10.556(1).

For the first time on appeal at oral argument, Thomas argued the court did not have authority to simultaneously enter a charging and disbursement of proceeds order. We do not consider arguments raised for the first time at oral argument. Maziar v. Dep't of Corr., 180 Wn. App. 209, 227 n.11, 327 P.3d 1251 (2014) (legal theories raised for the first time at oral argument are too late for consideration), rev'd on other grounds by 183 Wn.2d 84, 349 P.3d 826 (2015). Nonetheless, as noted, RCW 25.10.556(1) gives the court the discretion to enter orders that "the circumstances of the case may require to give effect to the charging order."

Depositing Proceeds in Court Registry

Without citation to authority, Thomas claims MidTown did not have the authority to deposit partnership distributions in the court registry. We do not consider issues not supported by argument and citation to authority on appeal. RAP 10.3(a)(6); Darkenwald v. Emp't Sec. Dep't, 183 Wn.2d 237, 248, 350 P.3d 647 (2015); Mairs v. Dep't of Licensing, 70 Wn. App. 541, 544-45, 854 P.2d 665 (1993).

Nonetheless, the record supports the decision of MidTown to deposit the proceeds in the court registry pending resolution of the remaining disputes in the Midtown lawsuit. The declaration Hugh filed as the general partner of MidTown addresses the decision to deposit the proceeds in the court registry:

> 3. Disbursement of the roughly $2.8 million otherwise available to Tom Bangasser has been held up because of confusion over who owns Tom's ownership units in the MidTown Partnership. Tom claims that he sold half of the 12 units he claims he owns to the Africatown Trust . . . . The MidTown Partnership Agreement, however, forbids assignment of ownership interests without consent of the limited partners, which Tom never obtained. . . . He also claimed that as of year-end 2016, he had transferred 4 of the 12 units he claims to own to his daughter Lauren. MidTown's limited partners did not consent to that transfer.
>
> 4. Given MidTown's knowledge of Tom's position that he transferred half of his ownership interest to Africatown, MidTown simply cannot put itself at risk by not accepting Tom's "instruction" to send all of the sale proceeds associated with his ownership units to Tom's daughter Lauren.[4]

Article 5.3 of the MidTown Partnership Agreement, "Distributive Shares and Other Distribution," also specifically provides:

> The net profits of the partnership available for distribution after payment of partnership liabilities then due, less reserves for the reasonable needs of the business of the partnership, may be distributed at such times as the General Partner may determine.[5]

Conflict of Interest

In his opening brief, Thomas asserts the attorney who represents Hugh, Elizabeth, and MidTown has a conflict of interest. But Thomas does not present argument or explain why "there is a significant risk that the representation" is a conflict or why the representation is "directly adverse" under RPC 1.7(a). State v. Living Essentials, LLC, 8 Wn. App.2d 1, 14, 436 P.3d 857 (2019) (mere assertions of error are

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[4] Emphasis in original.

[5] Emphasis added.

not enough to prevail on appeal). An appellant must include all theories upon which he seeks reversal, accompanied by argument and citation to authority in his opening brief, otherwise an appellate court will not consider the issue. Jackson v. Quality Loan Serv. Corp., 186 Wn. App. 838, 845, 347 P.3d 487 (2015); Maziar, 180 Wn. App. at 227 n.11; see also RAP 10.3(a); Univ. of Wash. v. Gov't Emps. Ins. Co., 200 Wn. App. 455, 465 n.3, 404 P.3d 559 (2017) ("An issue raised in a party's opening brief but unsupported by legal authority is waived."). In his reply brief, Thomas cites the RPCs but does not explain why these RPCs support his conflict of interest argument.

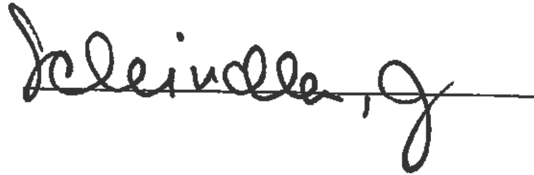
Charging Orders Not Designated on Appeal

Thomas argues this court should review charging orders the court entered on July 10, 2017; August 30, 2017; and September 25, 2017. Thomas did not designate these orders on appeal. We will review an undesignated order only if "the order or ruling prejudicially affects the decision designated in the notice" of appeal. RAP 2.4(b)(1). Our Supreme Court has interpreted the term "prejudicially affects" to turn on whether the order designated in the notice of appeal would have occurred absent the other order. Adkins v. Alum. Co. of Am., 110 Wn.2d 128, 134-35, 750 P.2d 1257, 756 P.2d 142 (1988); Right-Price Recreation, LLC v. Connells Prairie Cmty. Council, 146 Wn.2d 370, 380, 46 P.3d 789 (2002). The issues in the orders " 'must be so entwined that to resolve the order appealed, the court must consider the order not appealed.' " In re Estate of Foster, 165 Wn. App. 33, 45, 268 P.3d 945 (2011) (quoting Right-Price Recreation, LLC v. Connells Prairie Cmty. Council, 105 Wn. App. 813, 819, 21 P.3d 1157 (2001)). Here, the prior charging orders are not so entwined with the charging orders on appeal that we must considered those orders to resolve this appeal.

Attorney Fees

When a contract provides for an attorney fee award, the party prevailing before this court may seek reasonable attorney fees incurred on appeal. First Citizens Bank & Trust Co. v. Harrison, 181 Wn. App. 595, 607, 326 P.3d 808 (2014); see also RAP 18.1. The promissory notes state that "[i]f suit should be brought to collect any of the principal or interest of this Note, the prevailing party shall be entitled to reasonable attorney's fees and costs."

We affirm the charging and disbursement orders. Subject to compliance with RAP 18.1, we award Elizabeth and Hugh reasonable attorney fees and costs on appeal.



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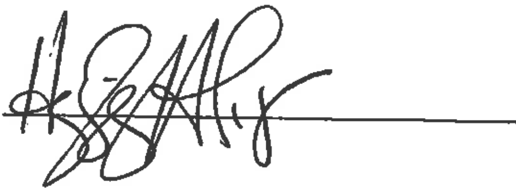

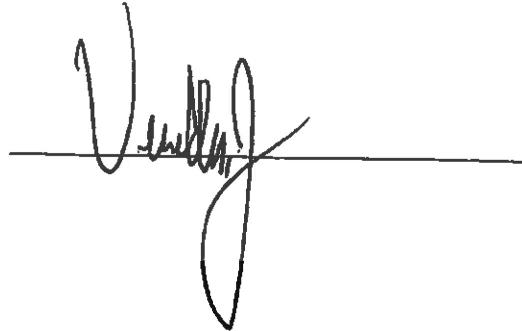

THOMAS BANGASSER - FILING PRO SE

November 13, 2019 - 1:41 PM

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