

Desert Greens 2001 HOA
Executive Board of Directors Meeting
(Special Meeting)

DATE: Monday, August 31, 2020
TIME: 10:02 a.m.
LOCATION: Clubhouse
PRESENT: Michael (Buzz) Held, President; Arlene Chandler, Vice President; Michael Mouer, Treasurer;
Louis DeCanio, Director; Darren Proulx, Director, (Linda Axford, Board Appointed Secretary)
ABSENT: None
HOMEOWNERS: Ty Hill, Deborah Hollembaek, Nancy & Dennis Suter,

1. CALL TO ORDER & ESTABLISHMENT OF A QUORUM

2. NEW BUSINESS

Retaining (fee for service) Michael McKelleb, Esq. for legal services for Desert Greens HOA.

Michael M.: Made a motion to retain Michael McKelleb, Esq. as a representative attorney on a fee basis.

Arlene D. 2nd Discussion:

Louis D.: This attorney is going to be on a certain side of the ongoing issue of lessees vs. property owners. Other side also will also have an attorney. Two attorneys are going to lock horns and the issue will never be resolved. Can't go on forever with this issue. Suggests we have attorneys agree on an arbitrator who will make a final decision. Personally am not in favor of hiring this attorney unless we go to arbitration to get it settled once and for all.

Michael M.: Presents a correction to this statement - this attorney is not on a side, but is only researching the items to make sure HOA makes legally correct decisions.

Darren P: Objects to this meeting not being held in accordance with NRS 116.31068 (requires notice of a meeting 15 days in advance). This meeting had notification four days in advance. Therefore, this meeting is in conflict with the NRS and open meeting laws and is objecting to the meeting in its entirety. Believes this meeting is an attempt to legitimize the secret meeting that was previously held. Is perfectly ok with attorney hired to investigate this issue. Have been talking about it for months and the discussion was that we would talk to an attorney together. Now it's an adversarial position due to the meeting held in secret. NRS 116.31088 (Meetings regarding civil actions; requirements for commencing or ratifying certain civil actions; right of unit owners to request dismissal of certain civil actions; disclosure of terms and conditions of settlements.) regarding engaging attorney needs to be held with members. This meeting is not in accordance with this statute and therefore should not be happening.

Michael M.: The attorney has advised us to do this. We have already signed an engagement letter with this attorney.

Darren: To clarify . this meeting is just a formality because an agreement has already been signed with this attorney. (Agreement from Michael M.) CC&R§ 14.1 require mediation prior to litigation.

Michael M.: The attorney is simply doing research on the issue. There is no litigation being considered.

Darren P.: If that were true, this attorney (Michael McKelleb) would not have talked with my attorney referring to the issue as %Desert Greens vs. Pedley.+Believes there is already litigation in progress and the Board (three members) have written a blank check to this attorney. Need an opinion letter from an attorney. (An opinion letter is a specific legal document where an attorney puts their insurance and their name on the line.) Amends the current motion to: %We hire a mutually agreeable attorney with a clear scope of work and price to issue an opinion letter on the voting issue before the HOA Board.+No second to the amendment.

Louis D.: If we hire an attorney are we going to go with his opinion?

Michael M.: We have asked this attorney to research the issue of voting rights and deliver a legal opinion. The meeting with the attorney was held without you (Darren P.) because you are the adversary . the other side on this issue. We have no idea how the attorney has approached your attorney.

Darren P.: The meeting with this attorney should have been done with me in the room. Instead of asking for an opinion on the law, it has been structured as an adversarial situation.

Michael M.: You were not asked because you are in an adversarial position. You have given us your opinion(s) multiple times, but have never ever given us a certified legal opinion.

Darren P.: If together we had hired an attorney for a legal opinion on this issue, that would have been fine and appropriate. You have taken an adversarial position and there is a specific procedure to be followed when that occurs. If my amendment can be seconded we can hire a mutually agreed upon attorney to research this issue with a written scope of work and a price. Wants the lessees to have the votes - does not personally want to have all the votes.

Arlene C.: We have asked you to submit letters assigning your vote to your individual lessees, but that has not been done. They would already have the vote, if that had been done. So this is the next step for us in an attempt to resolve the issue.

Darren P.: This was not done because I do not need to assign them the votes. I want my lessees to have the vote . certainly do not want one person (myself) to have 97 votes.

Buzz H.: Are you going to agree with an opinion that is not consistent with yours? You will not agree with an attorney who tells you what you don't want to hear. It may ultimately have to come from an arbitrator or a judge.

Louis D.: Before entering into this with an attorney and spending this money, still wants both sides to agree ahead of time to go with whatever decision is the outcome.

Darren P.: Are there really two sides to this issue? I want the votes to go to the 99-year lessees.

Michael M.: We want the same thing. We just want to do it legally.

Darren P.: There is no second to my motion, so that tells me you are not in favor of the lessees having the vote.

No second on the amendment. Vote on original motion: Michael M.: Aye; Arlene C.: Aye; Louis D.: Aye; Darren P.: Nay. Motion passed.

Darren P.: Believe that the short notice was done to create a burden on me. First meeting action is null and void due to being held inappropriately per NRS. This meeting also null and void because it was called without proper notice.

Michael M. made a motion to adjourn; Arlene C. 2nd. Incomplete vote.

3. ADJOURNMENT: 10:20 a.m.

SUBMITTED BY: Linda Axford, Secretary