



Master Homeowners Association for Green Valley Ranch
EMERGENCY BOARD MEETING MINUTES
May 28, 2009

- I. ESTABLISH A QUORUM** – Four of the six Directors needed. Gary B. Haley called the meeting to order at 5:45 P.M. A quorum was established with the following Board Members in attendance by phone: Gary B. Haley, Vice-President; Marlene Martin, Secretary/Treasurer; James Davis, Director; Dixie Witcher, Director; TJ Stone, President (joined meeting at 6:15 P.M.).

Others in attendance by telephone – Joanne True, Association Manager; and Lee Freedman, Esq., Preeo Silverman Green and Egle.

Agenda Approval – The Board of Directors reviewed the agenda and it was approved by consensus.

II. UNFINISHED BUSINESS –

A. Westwind Agreement – Attorney Freedman explained the proposed Settlement Agreement to Director Witcher. There was further review and discussion among the board for further clarification. On a motion duly made, seconded and unanimously carried, it was resolved to approve the Settlement Agreement with Westwind as presented.

B. Metro District Agreement – Attorney Freedman explained the proposed Settlement Agreement with the GVR Metropolitan District. The discussion included canceling the agreement and all parties would separately fulfill their respective duties as it was before the Service Agreement was signed. The discussions included asking the District for the Grand Marquis, 2009 receipts estimated by the District at \$50,000 and payment of approximately \$27,000 legal fees pre February 27, 2009, which the District had not paid. The discussion also included a clause that both parties agreed not to disparage the other either as an entity or individual board members. There were no unanswered questions. Upon a motion duly made, seconded and unanimously approved, it was resolved to approve the Settlement Agreement between the HOA and the Metro District was discussed.

III. FINANCIAL REVIEW -

A. Approve Accounts Payable – After review and discussion, the invoices from Preeo Silverman Green and Egle were corrected by moving \$340 from the Westwind invoice to the General counsel invoice, which resulted in balances due in the amounts of General \$4,730, Westwind \$27,061.96 and Metro District \$33,226.88 for a total \$65,018.84. On a motion duly made, seconded and unanimously carried, it was resolved to approve payment to Preeo Silverman Green and Egle for \$65,018.84, and to authorize the Chairman and Secretary/Treasurer to transfer or otherwise close the

Citywide and RBC Wealth Management (formerly Dane Roucher) accounts and move fund to Chase in order to manage funds and payment of Association expenses.

- IV. ADJOURNMENT** – There being no further business to discuss, on a motion duly made, seconded, and unanimously carried, the Special Board Meeting was adjourned at 6:25 P.M.

/s/ _____
Marlene Martin, Secretary