



HOME MEANS NEVADA, INC.

*A Non-Profit Entity Established by the State of Nevada,
Department of Business and Industry*

Board of Directors

*President – CJ Manthe
VP/Treasurer – Sharath Chandra
Secretary – Timothy Whitright
Board Member – Elizabeth Gallagher
Board Member – Nick Serrano*

**Minutes of Public Meeting
Home Means Nevada, Inc.
Board of Directors Public Meeting
November 1, 2016 – 10 a.m.**

MINUTES

The Board of Directors for Home Means Nevada, Inc. (HMN) held a telephonic and video conference public meeting on November 1, 2016, at 10 a.m. at the following locations: Nevada Housing Division, Department of Business & Industry, 7220 Bermuda Road, Suite B, Las Vegas, NV 89119; Department of Business & Industry, Directors Large Conference Room, 1830 College Parkway, Suite 100, Carson City, NV 89706; and could also be accessed by telephone conference call. Conference line was available to all who could not make it in person. Conference Dial-in Number: 702-323-4950 Pin: 3030.

CALL TO ORDER ROLL CALL (1)

President Manthe called the meeting to order at 10:02 a.m.

The following Home Means Nevada, Inc. (HMN) Board members were present in person or phone at the meeting:

CJ Manthe, President (Carson City) – in person
Sharath Chandra, Vice-President (Las Vegas – by phone)
Timothy Whitright, Director (Las Vegas – in person)
Elizabeth Gallagher, Director (Carson City) – by phone

Board Member unable to attend by phone or in person:
Nick Serrano, Director (unable to attend)

Known public present in person or by phone:

Michael Holliday (Chief Financial Officer (CFO), Ex-official) non-voting – in person
Mike Harmon (HRP CPAs & Consultants – Managing Partner) – by phone at HMN Office
Colleen Platt (Attorney) – in person
Steve Mack (Attorney) – by phone
Anna Zakowska (Chief Executive Officer (CEO), Home Means Nevada) – in person
Julie Smith (Minutes Secretary and HMN Operations Manager) – by phone at HMN Office

Stephan Moffit (HMN Office Administrator) – in person

President Manthe requested and CEO Zakowska confirmed that the meeting had been properly posted and was in compliance with the Open Meeting Law. CEO Zakowska confirmed Agenda and the meeting were properly noticed and posted at the following locations: Department of Business & Industry Las Vegas and Carson City; Nevada Housing Division Las Vegas and Carson City; State Library & Archives Building Carson City; and Attorney General's Offices Carson City and at the following website:

http://homemeansnevada.nv.gov/Events/Meetings_and_Agendas/.

PUBLIC COMMENT (2)

President Manthe asked if there was public comment. There was none.

“For Possible Action” Approval of Minutes from January 6th, 2016 (3)

Minutes were provided for review before and at the meeting. A Motion to approve was made by Vice President Chandra to approve the minutes. The motion was second by Director Gallagher and the motion was approved unanimously.

“For Possible Action” Approval of Minutes from September 26th, 2016 (4)

Minutes were provided for review before and at the meeting. A Motion to approve was made by Director Whitright to approve the minutes. The motion was second by Vice President Chandra and the motion was approved unanimously.

“Presentation” Annual audit report for FY 2016 by HRP CPAs (5) – Michael Harman, Senior Partner at HPR CPAs

Financial Statements and Audit Report were provided for review before and at the meeting. Mr. Harmon explained the overall financials.

President Manthe inquired if there was any management comments or recommendations.

Mr. Harmon confirmed the records were easily accessible with supporting documents and the accounting information is processed correctly. He had no recommendations, and everything went smoothly.

President Manthe summarized and confirmed with Mr. Harmon that there was a clean audit opinion. Mr. Harmon concurred.

“For Possible Action” Presentation and Possible Approval of bid for Notes Sale – Anna Zakowska, CEO of Home Means Nevada, Inc. (6)(*)

DebtX Bid Presentation of Offers was provided for review before and at the meeting. CEO Zakowska explained the way we were marketing the notes for sale over the last 4-5 months and how ultimately it was determined that DEBTX was the best place for us to market and auction the notes. Out of the 6 parties that placed the bid, the highest bidder was made by a public company.

The highest bidder did have a contingency and stipulation on the offer/contract. CEO Zakowska requested that Counsel Mack explain these changes.

Counsel Mack explained the 3 contingencies which are also reflected on the DEBTX letter. Counsel Mack thought board input should be put in regards to the “enforceability provision” of the note and removing the words “to our knowledge” from in front of “the notes are legal and making it the notes are legal.”

There was Open Discussion amongst the Board regarding the information.

President Manthe asked “What kind of risk or exposure does the non-profit have with the note sale with the provision and Director Chandra inquired about the warranty period. Anna indicated it was 90 days to cure or repurchase. Counsel Mack explained the warranty is that the loans are “valid/real” loans and not to “collectability of the loan payments.”

President Manthe inquired if there was an insurance that could cover the non-profit if there are buy-backs needed. CEO Zakowska indicated that her insurance contacts did know of any such insurance product.

Director Chandra wanted to confirm that there is a “drop-dead” date or release of liability.

President Manthe indicated that they wanted everything to be resolved and liability released before the end of the calendar year (not fiscal year).

A Motion to approve was made by Vice President Chandra to approve the sale conditionally as follows: The Home Means Nevada Board approved selling notes to the highest bidder with one contingency to change warranties period to 30 or 60 days after the closing. With stipulation of 6.25 staying is. 8.3. modified, and 6.2.2 negotiated to 30-60 days. If negotiation is unsuccessful, then CEO Zakowska is to bring back to the Board for reevaluation.

The motion was second by Director Gallagher and the motion was second. President Manthe asked if discussion. The motion was approved unanimously.

“For Possible Action” Presentation and Possible Approval of transfer of funds from BNY Mellon to Meadows Bank and to close the BNY Mellon account – Anna Zakowska, CEO of Home Means Nevada, Inc.(7)(*)

CEO Zakowska proposed to close the account and finalizing the liquidation of the account. Vice President Sharath inquired if there was any cost associated with closing the account. CEO Zakowska stated she believed there to be only minor charges like a wire fee, etc.

A Motion to approve was made by Vice President Chandra to approve the transfer from BNY Mellon to Meadows Bank and close the account. The motion was second by Director Whitright, and the motion was approved unanimously.

PUBLIC COMMENT (8)

Director Manthe asked if there was public comment, and there was none.

President Manthe stated adjournment at 10:58 a.m.

End of meeting minutes

(*) Items with an Asterisk indicate items for Possible Action

Note: The meeting is also recorded on tape and available upon request from Home Means Nevada, Inc., 2250 Las Vegas Blvd. North, Suite 600, North Las Vegas, NV 89030.

Reasonable accommodations were available to be made for members of the public or Board who is disabled and wished to attend the meeting in person instead of by telephone. If special arrangements for the meeting were necessary, the notification could be made to Home Means Nevada, Inc. Office Administrator, Stephan Moffit, at (702) 323-4700, in advance of the meeting.

The undersigned, being the duly appointed Recording Secretary, certifies that the preceding represents the Minutes of the Corporation taken on November 1, 2016, and that all actions taken thereon were approved (or disapproved where so noted).

X

Julie Smith
Minutes Secretary