

Community Cure Incorporated Board Meeting
City Hall, 495 S. Main St.
Council Chambers
City of Las Vegas Internet Address: www.lasvegasnevada.gov

MINUTES
January 27, 2021
9:00 AM

1. **Call to Order and Roll Call**

Minutes:

DIRECTOR CERVANTES called the meeting to order at 9:06 a.m.

PRESENT: DIRECTORS CERVANTES (seated as President after Item 5) and AMELING (seated as Secretary and Treasurer after Item 5)

EXCUSED: DIRECTOR PERRIGO (seated as Vice President and Chief Financial Officer after Item 5)

ALSO PRESENT: BILL ARENT (seated as Vice President and Chief Operating Officer after Item 5), NICK NIARCHOS, Special Counsel, and JACQUIE MILLER, Sr. Deputy City Clerk

2. **Announcement Regarding: Compliance with Open Meeting Law**

Minutes:

ANNOUNCEMENT MADE: This meeting has been properly noticed and posted at the following locations in accordance with the State of Nevada Executive Department Declaration of Emergency Directive 006: The City of Las Vegas website – www.lasvegasnevada.gov and The Nevada Public Notice Website – notice.nv.gov.

3. **Public Comment:** Comment during this portion of the agenda must be limited to matters on the agenda for action. If you wish to be heard, come forward and give your name for the record. The amount of discussion, as well as the amount of time any single speaker is allowed, may be limited.

Minutes:

None.

4. For possible action to approve the Final Minutes by reference of the Regular Meeting of February 13, 2020

Motion made by Gary Ameling to Approve

Passed For: 2; Against: 0; Abstain: 0; Did Not Vote: 0; Excused: 1

For-Jorge Cervantes, Gary Ameling; Excused-Tom Perrigo;

5. Discussion for possible action regarding the election of officers to the Community Cure, Inc. Board

Minutes:

BILL ARENT, Vice President and Chief Operating Officer, read the proposed recommendations for the Board as follows: JORGE CERVANTES, President and Director; GARY AMELING, Secretary, Treasurer and Director; THOMAS PERRIGO, Vice President, Chief Financial Officer and Director; and WILLIAM ARENT, Vice President and Chief Operating Officer as a Non-Voting member.

Motion made by Gary Ameling to Approve the slate of officers as recommended

Passed For: 2; Against: 0; Abstain: 0; Did Not Vote: 0; Excused: 1

For-Jorge Cervantes, Gary Ameling; Excused-Tom Perrigo;

6. Report by William Arent, Vice President/COO of Community Cure, Inc., regarding the Fiscal Year 2021-2022 Operating Budget

Minutes:

BILL ARENT, Vice President and Chief Operating Officer, announced that the budget included in the backup was incorrect as it was an earlier draft, and staff was able to reduce expenses. He submitted the revised draft, which has been attached as backup. MR. ARENT explained this is a shared budget, meaning the expenses of Community Cure Incorporated and Study Hub Incorporated are covered through the Las Vegas Medical District Corporation. He reviewed the line items and amounts that make up the recommended budget with total expenses of \$18,300. He said there are funds available for next year's budget and recommended approval.

DIRECTOR CERVANTES noted this item is a report, and no vote was required.

7. Discussion for possible action to direct staff to prepare a plan of dissolution and liquidation of Community Cure, Inc. to present to the Board of Directors for review at a future meeting

Minutes:

BILL ARENT, Vice President and Chief Operating Officer, stated that staff recommend dissolution and explained that this non-profit corporation was formed to conduct activities in the Medical District including acquiring assets...There are three non-profit corporations that have similar missions in their organizational documents including Las Vegas Medical District Corporation, Community Cure Incorporated and Study Hub Incorporated, and there are four assets that are owned collectively by the these corporations, which include three real property assets owned by Community Cure Incorporated and one owned by Study Hub Incorporated. These can be consolidated into one non-profit corporation, Las Vegas Medical District Corporation, which would serve as the holding company for the real estate assets and other activities in the Medical District. This will save minimal expense as far as recording fees for the non-profit corporations, and will be a more efficient way to manage the assets. MR. ARENT recommended to dissolve Community Cure Incorporated and explained that action was not being requested at this meeting, but rather to give staff direction so that item could be queued up for a future Board meeting.

DIRECTOR AMELING supported that action and felt it would make the operations more efficient and result in additional savings in the budget and from staff associated in the City Clerk's Office, Finance, etc. He also recommend they attempt to do this prior to the end of the fiscal year so the books can be closed out this fiscal year.

DIRECTOR CERVANTES asked if they move forward with dissolution, and a future need arises as they continue to develop the Medical District, would the Las Vegas Medical District Corporation have the ability to acquire additional assets or stand up an operation in the Medical District.

MR. ARENT thought the current organizing documents were broad and sufficient to cover that but if necessary, he thought an amendment could be considered at that time. He looked to legal counsel for confirmation.

NICK NIARCHOS, Special Counsel, confirmed that the Bylaws and Articles of Incorporation of the Las Vegas Medical District Corporation are broad enough to permit acquiring or receiving assets relative to the Medical District or any other properties.

Motion made by Jorge Cervantes to follow staff's recommendation to move forward with dissolution

Passed For: 2; Against: 0; Abstain: 0; Did Not Vote: 0; Excused: 1

For-Jorge Cervantes, Gary Ameling; Excused-Tom Perrigo;

8. **Citizens Participation:** Public comment during this portion of the agenda must be limited to matters within the jurisdiction of the Board. No subject may be acted upon by the Board unless that subject is on the agenda and is scheduled for action. If you wish to be heard, come forward and give your name for the record. The amount of discussion on any single subject, as well as the amount of time any single speaker is allowed, may be limited.

Minutes:

None.

9. **Adjournment**

Minutes:

The meeting was adjourned at 9:14 a.m.

Respectfully submitted:

Jacquie Miller, Sr. Deputy City Clerk

Bill Arent, Vice President and Chief Operating Officer

THIS MEETING WAS PROPERLY NOTICED AND POSTED AT THE FOLLOWING LOCATIONS
IN ACCORDANCE WITH THE STATE OF NEVADA EXECUTIVE DEPARTMENT
DECLARATION OF EMERGENCY DIRECTIVE 006
The City of Las Vegas website – www.lasvegasnevada.gov
and
The Nevada Public Notice Website – notice.nv.gov