

Electronically Filed  
Dec 14 2021 10:19 a.m.  
Elizabeth A. Brown  
Clerk of Supreme Court

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710 S. 7<sup>th</sup> Street  
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*Attorneys for Defendant/Counterclaimant  
Miracle Flights*

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,  
  
Plaintiff,

vs.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Defendants/Counterclaimant,

vs.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS ENTITIES, I  
through XX, inclusive

Counterdefendants.

CASE NO.: A-19-799634-B  
DEPT NO.: 16

**NOTICE OF APPEAL**

Please take notice that Defendant/Counterclaimant Miracle Flights, hereby appeals to the Supreme Court of Nevada from the following orders and all rulings made appealable by these orders:



1           1.       Order Granting Plaintiff’s Motion for Preliminary Injunction entered on July 13,  
2 2021; and

3           2.       Order Denying Defendant/Counterclaimant Miracle Flights’ Motion for  
4 Reconsideration of Order Granting Plaintiff’s Motion for Preliminary Injunction entered on  
5 November 5, 2021.

6           Dated this 3<sup>rd</sup> day of December, 2021.

7 CHRISTIANSEN TRIAL LAWYERS

8 By



9 PETER S. CHRISTIANSEN, ESQ.

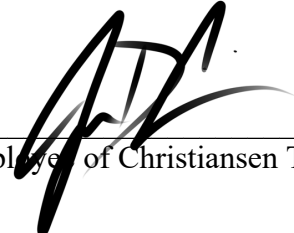
10 KENDELEE L. WORKS, ESQ.

11 KEELY A. PERDUE, ESQ.

12 *Attorneys for Miracle Flights*

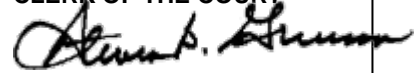
**CERTIFICATE OF SERVICE**

Pursuant to NRCP 5(b), I certify that I am an employee of CHRISTIANSEN TRIAL LAWYERS, and that on this 3<sup>rd</sup> day of December, 2021 I caused the foregoing document entitled **NOTICE OF APPEAL** to be served upon those persons designated by the parties in the E-Service Master List for the above-referenced matter in the Eighth Judicial District Court eFiling System in accordance with the mandatory electronic service requirements of Administrative Order 14-2 and the Nevada Electronic Filing and Conversion Rules.

  
An employee of Christiansen Trial Lawyers

CHRISTIANSEN  
— TRIAL LAWYERS —





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inclusive; and ROE BUSINESS ENTITIES, I  
through XX, inclusive

Counterdefendants.

CASE NO.: A-19-799634-B  
DEPT NO.: 16

**CASE APPEAL STATEMENT**

Please take notice that Defendant/Counterclaimant Miracle Flights, hereby submit the following Case Appeal Statement pursuant to NRAP 3(f).

1. Name of appellant(s) filing this case appeal statement: Miracle Flights



2. Presiding Judge: The Hon. Timothy C. Williams, Clark County District Court Judge, Department XVI.

3. Identify each appellant and the name and address of counsel for each appellant:

Appellant Miracle Flights is represented by

CHRISTIANSEN TRIAL LAWYERS

Peter S. Christiansen

Kendele L. Works

Keely A. Perdue

710 S. 7<sup>th</sup> Street

Las Vegas, Nevada 89101

Telephone: (702) 240-7979

Facsimile: (866) 412-6992

4. Identify each respondent and the name and address of appellate counsel: The undersigned believes that Respondent Ann McGee will be represented by

PETERSON BAKER, PLLC

Tamara Beatty Peterson

Nikki L. Baker

701 S. 7<sup>th</sup> Street

Las Vegas, NV 89101

Telephone: (702) 786-1001

Facsimile: (702) 786-1002

5. Whether any attorney identified in response to subparagraph 3 or 4 is not licensed to practice law in Nevada: All are licensed in Nevada.

6. Whether appellants were represented by appointed or retained counsel in the district court: Retained.

7. Whether any appellant was granted leave to proceed in forma pauperis: Not applicable.

8. Indicate the date the proceedings commenced in the district court: The Complaint in this action was filed on August 2, 2019.

9. Provide a brief description of the nature of the action and result in the district court, including the type of judgment or order being appealed and the relief granted by the district court:

This case arises out of a dispute between Ann McGee and Miracle Flights ("MF")



1 regarding the compensation and benefits packages to which Ms. McGee and her husband, William  
2 (Bill) McGee, are entitled. On October 31, 2019, Ms. McGee filed a motion for preliminary  
3 injunction asking that the Court immediately restore her position on MF’s Board of Directors  
4 (“Board”) and further that MF be required to continue paying her compensation and benefits  
5 package, including a retirement and consulting agreement, which MF asserts is invalid because it  
6 lacked the required Board approval. MF opposed the motion for preliminary injunction, and, at  
7 the request of MF, the Court heard eight days of evidentiary hearing proceedings on January 13,  
8 14, 21 and 23, 2020, October 9, 2020, December 10 and 11, 2020, and January 27, 2021, with  
9 closing argument held on March 17, 2021.

10 On May 24, 2021, the Court issued a Minute Order granting Ms. McGee’s motion for  
11 preliminary injunction, reinstating her on to the Board of Directors and enjoining MF from taking  
12 any actions to terminate or alter the annuity and insurance payments to Ms. McGee pending final  
13 adjudication by the Court. The Court specifically stated that its ruling “is very limited” and “there  
14 are issues of material fact that may preclude granting summary judgment.” *Id.* Notwithstanding  
15 the Court’s Minute Order, Ms. McGee submitted a proposed Order Granting Plaintiff’s Motion  
16 for Preliminary Injunction (“Order”) to the Court consisting of erroneous factual findings on all  
17 claims, which the Court never conclusively decided. Ms. McGee’s Order was ultimately signed  
18 by the Court and filed on July 13, 2021.

19 MF then moved for reconsideration of the Order dated July 13, 2021, limited to the issue  
20 of Ms. McGee’s reinstatement to the Board. MF asserted that the Order reinstating Ms. McGee  
21 to the Board was erroneous as it did not serve the ends of justice and should be reconsidered  
22 because (1) it contained erroneous factual findings which the Court never made; (2) Ms. McGee  
23 made no showing of irreparable harm should she not be reinstated to the Board; (3) the Court  
24 failed to adequately consider the balance of hardships which favors MF because of the disruption  
25 that will be caused by reinstating Ms. McGee to the Board in contrast with the passage of time  
26 since her removal; and (4) Ms. McGee’s permanent seat on the Board is void as a matter of public  
27 policy.

1 After briefing on the Motion for Reconsideration and a hearing re same, the Court denied  
2 the Motion for Reconsideration by way of Order entered on November 5, 2021.

3 10. Whether the case has previously been the subject of an appeal to or original writ  
4 proceeding in the Supreme Court or Court of Appeals and, if so, the caption and docket number  
5 of the prior proceeding: This case has not been the subject of an appeal to or original writ  
6 proceeding in the Supreme Court or Court of Appeals.

7 11. Whether this appeal involves child custody or visitation: No.

8 12. If this is a civil case, indicate whether this appeal involves the possibility of  
9 settlement: Not Likely.

10 Dated this 3<sup>rd</sup> day of December, 2021.

11 CHRISTIANSEN TRIAL LAWYERS

12 By



13 PETER S. CHRISTIANSEN, ESQ.


14 KENDELEE L. WORKS, ESQ.

15 KEELY A. PERDUE, ESQ.

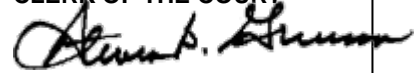
16 *Attorneys for Miracle Flights*

**CERTIFICATE OF SERVICE**

Pursuant to NRCP 5(b), I certify that I am an employee of CHRISTIANSEN TRIAL LAWYERS, and that on this 3<sup>rd</sup> day of December, 2021 I caused the foregoing document entitled **CASE APPEAL STATEMENT** to be served upon those persons designated by the parties in the E-Service Master List for the above-referenced matter in the Eighth Judicial District Court eFiling System in accordance with the mandatory electronic service requirements of Administrative Order 14-2 and the Nevada Electronic Filing and Conversion Rules.

  
An employee of Christiansen Trial Lawyers





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Miracle Flights*

**DISTRICT COURT  
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vs.

MIRACLE FLIGHTS, a Nevada nonprofit  
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Defendants/Counterclaimant,

vs.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS ENTITIES, I  
through XX, inclusive

Counterdefendants.

CASE NO.: A-19-799634-B  
DEPT NO.: 16

**NOTICE OF POSTING OF SECURITY  
OF COSTS ON APPEAL**

TO: ALL INTERESTED PARTIES

///

///


///



1 Please take notice that pursuant to NRAP 7, Defendant/Counterclaimant Miracle Flights,  
2 has posted security for costs on appeal in the amount of \$500.00, the receipt for which is attached  
3 hereto as Exhibit "A."

4 Dated this 7<sup>th</sup> day of December, 2021.

5 CHRISTIANSEN TRIAL LAWYERS

6 By   
7 PETER S. CHRISTIANSEN, ESQ.  
8 KENDELEE L. WORKS, ESQ.  
9 KEELY A. PERDUE, ESQ.  
10 *Attorneys for Miracle Flights*

11 CHRISTIANSEN  
12 TRIAL LAWYERS



**CERTIFICATE OF SERVICE**

Pursuant to NRCP 5(b), I certify that I am an employee of CHRISTIANSEN TRIAL LAWYERS, and that on this 7<sup>TH</sup> day of December, 2021 I caused the foregoing document entitled **NOTICE OF POSTING OF SECURITY OF COSTS ON APPEAL** to be served upon those persons designated by the parties in the E-Service Master List for the above-referenced matter in the Eighth Judicial District Court eFiling System in accordance with the mandatory electronic service requirements of Administrative Order 14-2 and the Nevada Electronic Filing and Conversion Rules.


  
An employee of Christiansen Trial Lawyers

Exhibit “A”

Exhibit “A”

# OFFICIAL RECEIPT

District Court Clerk of the Court 200 Lewis Ave, 3rd Floor Las Vegas, NV 89101

Payor  
Peter S. Christiansen

Receipt No.  
**2021-74353-CCCLK**

Transaction Date  
12/7/2021

Description	Amount Paid
-------------	-------------

On Behalf Of Miracle Flights

A-19-799634-B

Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)

Appeal Bond

Appeal Bond

500.00

**SUBTOTAL**

**500.00**

**PAYMENT TOTAL**

**500.00**

Check (Ref #9947) Tendered

500.00

Total Tendered

**500.00**

Change

0.00

12/07/2021  
09:03 AM

Cashier  
Station AIKO

Audit  
38008936

**OFFICIAL RECEIPT**

**CASE SUMMARY****CASE NO. A-19-799634-B**

**Ann McGee, Plaintiff(s)**  
**vs.**  
**Miracle Flights, Defendant(s)**

§  
 §  
 §  
 §  
 §

Location: **Department 16**  
 Judicial Officer: **Williams, Timothy C.**  
 Filed on: **08/02/2019**  
 Cross-Reference Case Number: **A799634**

**CASE INFORMATION**Case Type: **NRS Chapters 78-89**

Case  
 Status: **08/02/2019 Open**




**DATE****CASE ASSIGNMENT****Current Case Assignment**

Case Number A-19-799634-B  
 Court Department 16  
 Date Assigned 08/02/2019  
 Judicial Officer Williams, Timothy C.

**PARTY INFORMATION**

<b>Plaintiff</b>	<b>McGee, Ann</b>	<i>Lead Attorneys</i> <b>Peterson, Tamara Beatty</b> <i>Retained</i> 702-786-1001(W)
<b>Defendant</b>	<b>Miracle Flights</b>	<b>Christiansen, Peter S</b> <i>Retained</i> 702-240-7979(W)
<b>Counter Claimant</b>	<b>Miracle Flights</b>	<b>Christiansen, Peter S</b> <i>Retained</i> 702-240-7979(W)
<b>Counter Defendant</b>	<b>McGee, Ann</b>	<b>Peterson, Tamara Beatty</b> <i>Retained</i> 702-786-1001(W)
	<b>McGee, William</b>	<b>Peterson, Tamara Beatty</b> <i>Retained</i> 702-786-1001(W)

**DATE****EVENTS & ORDERS OF THE COURT****INDEX****EVENTS**

08/02/2019	 <b>Complaint (Business Court)</b> Filed By: Counter Defendant McGee, Ann <i>[1] Complaint</i>
08/02/2019	 <b>Initial Appearance Fee Disclosure</b> Filed By: Counter Defendant McGee, Ann <i>[2] Initial Appearance Fee Disclosure</i>
08/02/2019	 <b>Summons Electronically Issued - Service Pending</b> Party: Counter Defendant McGee, Ann <i>[3] Summons</i>

# CASE SUMMARY

CASE NO. A-19-799634-B

08/13/2019	 Acceptance of Service Filed By: Counter Defendant McGee, Ann <i>[4] Acceptance of Service</i>
10/25/2019	 Initial Appearance Fee Disclosure Filed By: Counter Claimant Miracle Flights <i>[5] Initial Appearance Fee Disclosure</i>
10/25/2019	 Answer and Counterclaim <i>[6] Answer and Counterclaim of Miracle Flights</i>
10/31/2019	 Motion for Preliminary Injunction Filed By: Counter Defendant McGee, Ann <i>[7] Plaintiff's Motion for Preliminary Injunction</i>
10/31/2019	 Clerk's Notice of Hearing <i>[8] Notice of Hearing</i>
11/06/2019	 Business Court Order <i>[9] Business Court Order</i>
11/15/2019	 Motion to Dismiss Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[10] Motion to Dismiss Counterclaim</i>
11/15/2019	 Initial Appearance Fee Disclosure Filed By: Counter Defendant McGee, William <i>[11] Initial Appearance Fee Disclosure</i>
11/18/2019	 Clerk's Notice of Hearing <i>[12] Notice of Hearing</i>
11/19/2019	 Opposition to Motion Filed By: Counter Claimant Miracle Flights <i>[13] Miracle Flights' Opposition to Plaintiff's Motion for Preliminary Injunction</i>
11/22/2019	 Motion to Seal/Redact Records Filed By: Counter Claimant Miracle Flights <i>[14] Miracle Flights' Motion for Leave to Redact Portions of Its Counterclaim and Opposition to Plaintiff's Motion for Preliminary Injunction on an Order Shortening Time</i>
11/26/2019	 Reply in Support Filed By: Counter Defendant McGee, Ann <i>[15] Reply in Support of Plaintiff's Motion for Preliminary Injunction</i>
12/02/2019	 Opposition to Motion to Dismiss Filed By: Counter Claimant Miracle Flights <i>[16] Miracle Flights' Opposition to Ann McGee and William McGee's Motion to Dismiss Counterclaim</i>
12/30/2019	 Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[17] Order Regarding December 4, 2019 Hearing</i>

# CASE SUMMARY

CASE NO. A-19-799634-B

12/31/2019	 Notice of Entry of Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[18] Notice of Entry of Order Regarding December 4, 2019 Hearing</i>
12/31/2019	 Reply in Support Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[19] Reply in Support of Motion to Dismiss Counterclaim</i>
02/05/2020	 Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[20] Order Granting In Part and Denying in Part Motion to Dismiss Counterclaim</i>
02/05/2020	 Notice of Entry of Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[21] Notice of Entry of Order re Order Granting in Part and Denying in Part Motion to Dismiss Counterclaim</i>
02/24/2020	 Amended Filed By: Counter Claimant Miracle Flights <i>[22] Amended Counterclaim of Miracle Flights and Demand for Jury Trial</i>
03/30/2020	 Answer to Counterclaim Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[23] Answer to Amended Counterclaim of Miracle Flights</i>
04/02/2020	 Notice of Rescheduling of Hearing <i>[24] Notice of Rescheduling Hearing</i>
05/12/2020	 Notice of Hearing <i>[25] Notice of Hearing</i>
05/19/2020	 Filing Fee Remittance Filed By: Counter Claimant Miracle Flights <i>[26] Filing Fee Remittance</i>
06/22/2020	 Stipulation and Order to Amend <i>[27] STIPULATION AND ORDER TO AMEND COMPLAINT</i>
06/22/2020	 Notice of Entry of Stipulation and Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[28] Notice of Entry of Stipulation and Order to Amend Complaint</i>
06/22/2020	 Amended Complaint Filed By: Counter Defendant McGee, Ann <i>[29] Amended Complaint</i>
07/02/2020	 Scheduling and Trial Order <i>[30] Order Re Rule 16 Conference, Setting Civil Jury Trial, Pre-Trial/ Calendar Call, and Deadlines for Motions; Discovery Scheduling Order</i>
07/13/2020	 Answer to Amended Complaint Filed By: Counter Claimant Miracle Flights <i>[31] Miracle Flights' Answer to Amended Complaint</i>



# CASE SUMMARY

CASE NO. A-19-799634-B

07/29/2020	 Notice of Hearing <i>[32] Notice of Hearing</i>
09/02/2020	 Notice of Hearing <i>[33] Notice of Telephonic Hearing</i>
09/04/2020	 Motion to Continue <i>[34] Miracle Flights Motion To Continue Evidentiary Hearing Regarding Preliminary Injunction on Order Shortening Time</i>
12/10/2020	 Stipulation and Order to Extend Discovery Deadlines Filed By: Counter Claimant Miracle Flights <i>[35] STIPULATION AND ORDER TO EXTEND DISCOVERY DEADLINES (FIRST REQUEST)</i>
12/10/2020	 Amended Order Setting Jury Trial <i>[36] AMENDED ORDER SETTING CIVIL JURY TRIAL, PRE-TRIAL, CALENDAR CALL, AND DEADLINES FOR MOTIONS; AMENDED DISCOVERY SCHEDULING ORDER</i>
12/18/2020	 Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[37] Order Regarding Status Conference as to Plaintiff's Motion for Preliminary Injunction</i>
12/18/2020	 Notice of Entry of Order Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[38] Notice of Entry of Order Regarding Status Conference as to Plaintiff's Motion for Preliminary Injunction</i>
02/10/2021	 Stipulation and Order Filed by: Counter Claimant Miracle Flights <i>[39] Stipulation and Order to Extend Closing Briefs and Closing Arguments Regarding Plaintiff's Motion for Preliminary Injunction (First Request)</i>
02/26/2021	 Supplemental Brief Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William <i>[40] Plaintiff's Supplemental Brief in Support of Motion for Preliminary Injunction</i>
02/26/2021	 Supplement Filed by: Counter Claimant Miracle Flights <i>[41] Miracle Flights' Closing Brief in Support of Opposition to Plaintiff's Motion for Preliminary Injunction</i>
03/30/2021	 Notice of Change of Firm Name Filed By: Counter Claimant Miracle Flights <i>[42] Notice of Change of Firm Name and Address</i>
04/12/2021	 Amended Order Setting Jury Trial <i>[43] 2nd Amended Order Setting Civil Jury Trial, Pre-Trial, Calendar Call, and Deadlines for Motions; Amended Discovery Scheduling Order</i>
04/12/2021	 Stipulation and Order Filed by: Counter Claimant Miracle Flights <i>[44] Stipulation and Order to Extend Discovery Deadlines and Continue Trial (Second Request)</i>

# CASE SUMMARY

CASE NO. A-19-799634-B

07/13/2021	 Order Filed By: Counter Defendant McGee, Ann <i>[45] Order Granting Plaintiff's Motion for Preliminary Injunction</i>
07/14/2021	 Notice of Entry of Order Filed By: Counter Defendant McGee, Ann <i>[46] Notice of Entry of Order Granting Plaintiff's Motion for Preliminary Injunction</i>
07/15/2021	 Notice of Posting Bond Filed By: Counter Defendant McGee, Ann <i>[47] Notice of Posting Bond Pursuant to Order Granting Plaintiff's Motion for Preliminary Injunction Entered July 13, 2021</i>
07/27/2021	 Motion to Reconsider Filed By: Counter Claimant Miracle Flights <i>[48] Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction</i>
07/28/2021	 Clerk's Notice of Hearing <i>[49] Notice of Hearing</i>
08/10/2021	 Opposition Filed By: Counter Defendant McGee, Ann <i>[50] Plaintiff's Opposition to Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction</i>
09/09/2021	 Stipulation and Order Filed by: Counter Claimant Miracle Flights <i>[51] Stipulation and Order to Continue Hearing on Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction</i>
09/30/2021	 Reply Filed by: Counter Claimant Miracle Flights <i>[52] Reply to Plaintiff's Opposition to Defendant/Counterclaimant Miracle Flights Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction</i>
10/13/2021	 Recorders Transcript of Hearing <i>[53] Recorder's Transcript of Hearing: Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction, October 7, 2021</i>
10/18/2021	 Amended Order <i>[54] Amended Order Rescheduling Dates for Trial and Pre-Trial - Calendar Call</i>
10/21/2021	 Order Filed By: Counter Claimant Miracle Flights <i>[55] Order Regarding Hearing Held on 10.7.21</i>
10/21/2021	 Motion to Reconsider Filed By: Counter Claimant Miracle Flights <i>[56] Motion for Reconsideration Based on New Evidence</i>
10/22/2021	 Clerk's Notice of Hearing

# CASE SUMMARY

CASE NO. A-19-799634-B

[57] Notice of Hearing

10/27/2021



Stipulation and Order to Extend Discovery Deadlines

[58] Stipulation and Order to Extend Discovery Deadlines (Third Request)

11/04/2021



Opposition to Motion

Filed By: Counter Defendant McGee, Ann

[59] Plaintiff's Opposition to Miracle Flights' Motion for Reconsideration Based on New Evidence

11/05/2021



Order Denying Motion

[60] Order Denying Defendant/Counterclaimant Miracle Flight's Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction

11/05/2021



Notice of Entry of Order

Filed By: Counter Defendant McGee, Ann; Counter Defendant McGee, William

[61] Notice of Entry of Order Denying Defendant/Counterclaimant Miracle Flights Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction

11/23/2021



Stipulation and Order

[62] Stipulation and Order to Continue Hearing on Defendant/Counterclaimant Miracle flights' Motion for Reconsideration Based on New Evidence

12/03/2021



Notice of Appeal

Filed By: Counter Claimant Miracle Flights

[63] Notice of Appeal

12/03/2021



Case Appeal Statement

Filed By: Counter Claimant Miracle Flights

[64] Case Appeal Statement

12/07/2021



Notice of Posting of Cost Bond

Filed By: Counter Claimant Miracle Flights

[65] Notice of Posting of Security of Costs on Appeal

## DISPOSITIONS

02/05/2020

**Order of Dismissal With Prejudice** (Judicial Officer: Williams, Timothy C.)

Debtors: Miracle Flights (Counter Claimant)

Creditors: Ann McGee (Counter Defendant), William McGee (Counter Defendant)

Judgment: 02/05/2020, Docketed: 02/06/2020

Comment: Certain Claims

02/05/2020

**Order of Dismissal** (Judicial Officer: Williams, Timothy C.)

Debtors: Miracle Flights (Counter Claimant)

Creditors: Ann McGee (Counter Defendant), William McGee (Counter Defendant)

Judgment: 02/05/2020, Docketed: 02/06/2020

Comment: Certain Claim

## HEARINGS

12/04/2019



**Motion for Preliminary Injunction** (9:30 AM) (Judicial Officer: Williams, Timothy C.)

12/04/2019, 01/13/2020-01/14/2020, 01/21/2020, 01/23/2020, 10/09/2020, 12/10/2020-12/11/2020, 01/27/2021, 03/17/2021

Plaintiff's Motion for Preliminary Injunction

Matter Continued;

Matter Continued;

Matter Continued;

**CASE SUMMARY**

**CASE NO. A-19-799634-B**

Matter Continued;  
Matter Continued;  
See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*APPEARANCES CONTINUED: Mark Brown, CEO of Miracle Flights, present. Hearing held by BlueJeans remote conferencing. Closing arguments by counsel. Colloquy regarding pending confidentiality matter and issue with discovery deadlines. Court directed counsel again provide confidentiality provision materials in camera; Ms. Works advised she will provide same and copy to Ms. Peterson as well. Ms. Peterson advised she will address discovery deadlines separately with Ms. Works. Court stated it will entertain a stipulation in that regard. Court further stated it will review both instant injunction matter and confidentiality matter; decision forthcoming.;*

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*Hearing held telephonically. Testimony and exhibits offered (see worksheets). Ms. Peterson advised briefing is next due in two weeks as previously ordered. Ms. Works advised final argument was set 2/17/21.;*

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*APPEARANCES CONTINUED: Client Representative, Mark Brown, also present. Testimony and exhibits presented (see worksheets). Colloquy regarding certain audio/visual difficulty and accommodation for same. Further colloquy regarding resetting matter to complete testimony. Upon Court's inquiry, Ms. Works advised she intends to call Ms. McGee as her final witness. COURT ORDERED, Status Check SET 12/16/20 regarding resetting the Preliminary Injunction and determining closing briefs. 12/16/20 9:00 AM STATUS CHECK: RESETTING PRELIMINARY INJUNCTION/CLOSING BRIEFS ;*

Matter Continued;  
Matter Continued;  
Matter Continued;  
Matter Continued;

**CASE SUMMARY**

**CASE NO. A-19-799634-B**

Matter Continued;  
See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*APPEARANCES CONTINUED: Client Representative, Mark Brown, also present. Hearing held telephonically. Testimony and exhibits offered (see worksheets). Colloquy regarding whether or not to submit closing arguments by means of briefs. Court stated matter is not before a jury and is familiar with facts with regard to submission. Colloquy regarding anticipated scheduled tomorrow. COURT ORDERED, matter CONTINUED to 12/11/20 at 9:30 a.m. CONTINUED TO: 12/11/20 9:30 AM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;*

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*ALSO PRESENT: Mark Brown, representative for Miracle Flights. The Court addressed COVID-19 concerns, and the length of today's Hearing. The Court will listen to live testimony today, however, the remaining testimony can be conducted by video conferencing. Ms. Works previously Reserved the Right to re-call Ms. McGee. The Court reiterated concerns about the COVID-19 pandemic. The Court has heard Ms. McGee testify in person, and she can provide additional testimony via video conferencing. The Court requested to hear Mr. Brown's testimony in person today. Then Mr. Brown's additional testimony can be heard by video conferencing. Testimony and exhibits presented. (See worksheets) COURT ORDERED, matter CONTINUED; additional Hearing dates set aside. 11-20-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction 12-4-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction 12-11-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction;*

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

See 3/16/20 Minutes

**CASE SUMMARY**

**CASE No. A-19-799634-B**

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*Testimony and exhibits presented (see worksheets). CONFERENCE AT BENCH. Continued testimony and evidence. COURT ORDERED, matter CONTINUED. CONTINUED TO:*

*1/23/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY*

*INJUNCTION...MANDATORY RULE 16 CONFERENCE;*

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present.*

*Colloquy regarding exhibits, confidential nature of testimony, and scheduling. Testimony and exhibits presented (see worksheets). COURT ORDERED, matters CONTINUED.*

*CONTINUED TO: 1/21/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY*

*INJUNCTION...MANDATORY RULE 16 CONFERENCE CONTINUED TO: 1/23/20 1:15 PM*

*PLTF'S MOTION FOR PRELIMINARY INJUNCTION;*

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Motion Granted; See 5/24/21 Minute Order

Journal Entry Details:

*APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present.*

*Colloquy regarding exhibits, witnesses anticipated, and scheduling. Testimony and exhibits presented (see worksheets). COURT ORDERED, matters CONTINUED. CONTINUED TO:*

*1/14/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY*

*RULE 16 CONFERENCE CONTINUED TO: 1/21/20 1:15 PM PLTF'S MOTION FOR*

*PRELIMINARY INJUNCTION;*

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;

Matter Continued;



See 3/16/20 Minutes

See 8/5/20 Minutes

See 9/9/20 Minutes

# CASE SUMMARY

CASE NO. A-19-799634-B

	<p>Matter Continued;</p> <p>Matter Continued;</p> <p>Matter Continued;</p> <p>Matter Continued;</p> <p>Motion Granted; See 5/24/21 Minute Order</p>
12/04/2019	<p><b>Mandatory Rule 16 Conference</b> (9:30 AM) (Judicial Officer: Williams, Timothy C.)  <b>12/04/2019, 01/23/2020, 06/17/2020</b></p> <p>Matter Continued;</p> <p>Matter Continued;</p> <p>Trial Date Set;</p> <p>Matter Continued;</p> <p>Matter Continued;</p> <p>Trial Date Set;</p> <p>Matter Continued;</p> <p>Matter Continued;</p> <p>Trial Date Set;</p>
12/04/2019	<p><b>Motion for Leave</b> (9:30 AM) (Judicial Officer: Williams, Timothy C.)  <i>Miracle Flights' Motion for Leave to Redact Portions of Its Counterclaim and Opposition to Plaintiff's Motion for Preliminary Injunction on an Order Shortening Time</i>  Motion Granted; See 5/24/21 Minute Order</p>
12/04/2019	<p> <b>All Pending Motions</b> (9:30 AM) (Judicial Officer: Williams, Timothy C.)</p> <p>Matter Heard;</p> <p>Journal Entry Details:  <i>APPEARANCES CONTINUED: Mark Brown, CEO for Deft. Miracle Flights, present. PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION Discussion and argument by Ms. Peterson and Mr. Christiansen regarding the Motion and time necessary for evidence. COURT ORDERED, status quo to be maintained regarding financials and health care; Preliminary Injunction CONTINUED to 1/13/20 and 1/14/20 for evidentiary purposes. Court directed Ms. Peterson to prepare the order. MANDATORY RULE 16 CONFERENCE Ms. Peterson advised both counterclaims and claims involved and will seek preferential trial setting. Colloquy regarding appropriate time for setting case schedule. There being agreement, COURT ORDERED, matter CONTINUED to time of Preliminary Injunction matter for reminder purposes. MIRACLE FLIGHTS' MOTION FOR LEAVE TO REDACT PORTIONS OF ITS COUNTERCLAIM AND OPPOSITION TO PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION ON AN ORDER SHORTENING TIME COURT ORDERED, Motion GRANTED in principle assuming establishment for Court's review of necessity as to confidentiality. Court directed Mr. Christiansen to prepare the order with findings. CONTINUED TO: 1/13/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE CONTINUED TO: 1/14/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;</i></p>
01/08/2020	<p> <b>Motion to Dismiss</b> (9:30 AM) (Judicial Officer: Williams, Timothy C.)  <i>Plaintiff/Counterdefendant Motion to Dismiss Counterclaim</i>  Decision Made;</p> <p>Journal Entry Details:  <i>Arguments by Ms. Peterson and Ms. Works. COURT ORDERED, DENIED WITHOUT PREJUDICE as to Breach of Fiduciary Duty in light of Rocker case as pertains to discovery and statute of limitations; as to Constructive Trust, more definite statement required; DENIED WITHOUT PREJUDICE as to Constructive Fraud in light of Rocker case also as discussed and amended pleading is required; GRANTED as to Declaratory Relief as redundant; as to Unjust Enrichment, not a proper basis for punitive damage claim. Prevailing party to prepare the order. Colloquy regarding possible Rule 65 consolidation of injunction proceeding and trial. Further colloquy regarding testimony anticipated at the injunction hearing and order of same.;</i></p>
01/23/2020	<p><b>CANCELED All Pending Motions</b> (1:15 PM) (Judicial Officer: Williams, Timothy C.)  <i>Vacated - On in Error</i></p>

# CASE SUMMARY

CASE NO. A-19-799634-B

01/23/2020



**All Pending Motions** (1:15 PM) (Judicial Officer: Williams, Timothy C.)

Matter Heard;

Journal Entry Details:

*APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present. PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE Colloquy regarding additional exhibits and scope of instant matter. Testimony and exhibits presented (see worksheets). Colloquy regarding scheduling continuation of today's matter and release of testifying witness subject to recall. Colloquy regarding discovery conference matter. Court directed parties to meet and confer pursuant to Rule 16.1 and submit their case conference report. Court stated appropriate list of witnesses and documents required in this case before the next hearing. COURT ORDERED, Preliminary Injunction and Rule 16 Conference CONTINUED. CONTINUED TO: 3/18/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE CONTINUED TO: 3/19/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION;*

03/16/2020



**Telephonic Conference** (1:15 PM) (Judicial Officer: Williams, Timothy C.)

*Telephonic Conference: Rescheduling Evidentiary Hearing*

Matter Heard;

Journal Entry Details:

*APPEARANCES: Tamara Peterson, Esq. present telephonically for Pltf. Kendelea Works, Esq. and Keely Perdue, Esq. present telephonically for Deft. Colloquy regarding recent public health issue with regards to scheduling the evidentiary hearing including health status of certain individual related to the proceeding. There being agreement, COURT ORDERED, matters 3/18/20 and 3/19/20 RESET to 4/14/20 pursuant to this minute order. CONTINUED TO: 4/14/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE;*

05/14/2020



**Status Check** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

*Status Check: Evidentiary Hearing*

Matter Heard;

Journal Entry Details:

*Counsel present telephonically. Colloquy regarding rescheduling pending matters in light of current public health crisis and mitigating factors of the parties. COURT ORDERED, Preliminary Injunction matter RESET from 5/21/20 and 5/22/20 to 7/15/20 and 7/16/20. FURTHER ORDERED, Status Check SET 6/17/20 regarding feasibility of the preliminary injunction hearing as discussed. ORDERED, Mandatory Rule 16 Conference RESET from 5/21/20 to 6/17/20 at time of the status check. 6/17/20 9:00 AM STATUS CHECK: FEASIBILITY OF 7/15/20 PRELIMINARY INJUNCTION HEARING CONTINUED TO: 6/17/20 9:00 AM MANDATORY RULE 16 CONFERENCE CONTINUED TO: 7/15/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION CONTINUED TO: 7/16/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION;*

06/08/2020



**Minute Order** (8:00 AM) (Judicial Officer: Williams, Timothy C.)

*Minute Order re: Hearing on 6/17/20 at 9:00 a.m.*

Minute Order - No Hearing Held;

Journal Entry Details:

*Department 16 Formal Request to Appear Telephonically Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is: Dial the following number: 1-408-419-1715 Meeting ID: 948 657 904 To connect, dial the telephone number then enter the meeting ID followed by #. PLEASE NOTE the following protocol each participant will be required to follow: Place your telephone on mute while waiting for your matter to be called. Do not place the conference on hold as it may play wait/hold music to others. Identify yourself before speaking each and every time as a record is being made. Please be mindful of sounds of rustling of papers or coughing. CLERK S NOTE: This Minute Order has been electronically served to counsel through Odyssey eFile.;*

06/17/2020

**Status Check** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

*Status Check: Feasibility of 7/15/20 Preliminary Injunction Hearing*

Matter Heard;



# CASE SUMMARY

CASE NO. A-19-799634-B

06/17/2020



**All Pending Motions** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

Matter Heard;

Journal Entry Details:

**STATUS CHECK: FEASIBILITY OF 7/15/20 PRELIMINARY INJUNCTION**

**HEARING...MANDATORY RULE 16 CONFERENCE** Counsel present telephonically.

Colloquy regarding whether preliminary injunction matter to proceed as set in light of current public health crisis and protocol for proceeding with same. Court stated injunction matter to proceed as follows: use of face masks required of all participants; one lawyer, one client per side in the Courtroom; limitation of number of witnesses in Courtroom; witness anticipated to testify in jury box; participants appropriately dispersed within Courtroom; BlueJeans remote appearance permitted for additional participants. Colloquy regarding setting case schedule and status of document exchange. There being agreement, **COURT ORDERED**, case schedule as follows: Close of Discovery 3/17/21; Amend Pleadings 12/17/20; Initial Experts 12/17/20; Rebuttal Exerts 1/19/21; Dispositive Motions 4/16/21; Trial 7/12/21. Department to issue scheduling order. Ms. Peterson advised stipulated amended complaint or motion regarding same anticipated. Court so noted. 6/24/21 10:30 AM PRETRIAL/CALENDAR CALL 7/12/21 9:30 AM JURY TRIAL;

07/14/2020



**Status Check** (1:30 PM) (Judicial Officer: Williams, Timothy C.)

Status Check: Resetting Preliminary Injunction

Matter Heard;

Journal Entry Details:

Counsel present telephonically. Colloquy regarding possible health issue with counsel and continuance of preliminary injunction matter. Further colloquy regarding whether or not live appearance impacts ultimate decision of the Court and whether clients comfortable to proceed with present protocols in light of current public health crisis. There being agreement, **COURT ORDERED**, Preliminary Injunction matter **CONTINUED** from 7/15/20 and 7/16/20 at 1:15 p.m. to 8/11/20 and 8/12/20 at 1:15 p.m. **CONTINUED TO: 8/11/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION CONTINUED TO: 8/12/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;**

08/05/2020



**Status Check** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

**08/05/2020, 08/19/2020**

Telephonic Status Check re Preliminary Injunction Hearing

Matter Continued;

Matter Heard;

Journal Entry Details:

All parties present telephonically. Upon Court's inquiry regarding testimony in light of current public health crisis, Ms. Peterson requested live testimony continue; Ms. Perdue requested live testimony as well. Colloquy regarding what testimony remains, Court's availability for live testimony, and Courtroom protocol. **COURT ORDERED**, Preliminary Injunction **RESET** from 9/9/20 to 9/11/20; prior protocol remains and co-counsel is permitted to attend in the gallery at safe distance. 9/11/20 10:00 AM **PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;**

Matter Continued;

Matter Heard;

Journal Entry Details:

All parties present telephonically. Colloquy regarding current health pandemic and impact on the Department, Courthouse, and the parties potentially. Further colloquy regarding alternative means to conduct the injunction hearing. Upon Court's inquiry, Ms. Peterson advised her client's intention is to hold in-person hearing; Ms. Works objected to proceeding remotely. Colloquy regarding rescheduling the matter. **COURT ORDERED**, Preliminary Injunction **CONTINUED** from 8/11/20 and 8/12/20 to 9/9/20 and 9/10/20; status check matter **SET 8/19/20** regarding status of the injunction matter. **CONTINUED TO: 8/19/20 9:00 AM TELEPHONIC STATUS CHECK RE PRELIMINARY INJUNCTION HEARING CONTINUED TO: 9/9/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION CONTINUED TO: 9/10/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;**

08/11/2020



**Minute Order** (8:00 AM) (Judicial Officer: Williams, Timothy C.)

Minute Order re: Hearing on 8/19/20 at 9:00 a.m.



Minute Order - No Hearing Held;

# CASE SUMMARY

CASE NO. A-19-799634-B

**Journal Entry Details:**

*Department 16 Formal Request to Appear Telephonically Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is: Dial the following number: 1-408-419-1715 Meeting ID: 301 745 453 To connect, dial the telephone number then enter the meeting ID followed by #. PLEASE NOTE the following protocol each participant will be required to follow: Place your telephone on mute while waiting for your matter to be called. Do not place the conference on hold as it may play wait/hold music to others. Identify yourself before speaking each and every time as a record is being made. Please be mindful of sounds of rustling of papers or coughing. CLERK S NOTE: This Minute Order has been electronically served to counsel through Odyssey eFile.;*

09/09/2020	<p><b>Status Check (9:00 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Status Check re availability for September 11, 2020 Preliminary Injunction hearing Matter Heard;</i></p>
09/09/2020	<p><b>Motion to Continue (9:00 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>MIRACLE FLIGHTS MOTION TO CONTINUE EVIDENTIARY HEARING REGARDING PRELIMINARY INJUNCTION ON ORDER SHORTENING TIME Motion Granted;</i></p>
09/09/2020	<p> <b>All Pending Motions (9:00 AM)</b> (Judicial Officer: Williams, Timothy C.)  Matter Heard;  Journal Entry Details:  <i>STATUS CHECK RE AVAILABILITY FOR September 11, 2020 PRELIMINARY INJUNCTION HEARING...MIRACLE FLIGHTS MOTION TO CONTINUE EVIDENTIARY HEARING REGARDING PRELIMINARY INJUNCTION ON ORDER SHORTENING TIME Hearing held telephonically. Arguments by counsel. Regarding a continuance, COURT FINDS no prejudice to parties. Therefore, COURT ORDERED, request GRANTED. Colloquy regarding availability of Court and parties for the continuance. COURT FURTHER ORDERED, Preliminary Injunction RESET from 9/11/20 to 10/9/20. 10/9/20 9:30 AM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;</i></p>
09/15/2020	<p><b>CANCELED Motion (9:00 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Vacated - Set in Error  Miracle Flights Motion To Continue Evidentiary Hearing Regarding Preliminary Injunction on Order Shortening Time</i></p>
11/20/2020	<p><b>CANCELED Motion for Preliminary Injunction (9:30 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Vacated  Plaintiff's Motion for Preliminary Injunction</i></p>
12/04/2020	<p><b>CANCELED Motion for Preliminary Injunction (9:30 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Vacated  Plaintiff's Motion for Preliminary Injunction</i></p>
12/11/2020	<p><b>CANCELED Motion for Preliminary Injunction (9:30 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Vacated - Duplicate Entry  Plaintiff's Motion for Preliminary Injunction</i></p>
12/14/2020	<p> <b>Minute Order (8:00 AM)</b> (Judicial Officer: Williams, Timothy C.)  <i>Minute Order re: Hearing on 12/16/20 at 9:00 a.m.  Minute Order - No Hearing Held;  Journal Entry Details:</i>  <i>Department 16 Formal Request to Appear Telephonically Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is: Dial the</i></p>

# CASE SUMMARY

CASE NO. A-19-799634-B

following number: 1-408-419-1715 Meeting ID: 458 575 421 To connect, dial the telephone number then enter the meeting ID followed by #. PLEASE NOTE the following protocol each participant will be required to follow: Place your telephone on mute while waiting for your matter to be called. Do not place the conference on hold as it may play wait/hold music to others. Identify yourself before speaking each and every time as a record is being made. Please be mindful of sounds of rustling of papers or coughing. CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.;

12/16/2020



**Status Check (9:00 AM)** (Judicial Officer: Williams, Timothy C.)

Status Check: Resetting Preliminary Injunction/Closing Briefs

Hearing Set;

Journal Entry Details:

Hearing held telephonically. Colloquy regarding availability for continuation of the Preliminary Injunction hearing. COURT ORDERED, injunction matter CONTINUED to 1/27/21 at 1:15 p.m. and may discuss additional time needed; final briefing DUE from both parties 2/10/21; closing arguments SET 2/17/21 at 1:15 p.m. Upon inquiry by Ms. Peterson as to a one hour argument limitation for each side at the hearing, Court stated the limitation is aspiration. Court directed counsel prepare order with today s dates. Ms. Peterson advised will prepare and circulate the order to opposing counsel for review. Proposed order(s) to be submitted electronically to DC16Inbox@clarkcountycourts.us. 1/27/21 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION 2/17/21 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;

04/07/2021

**CANCELED Status Check: Trial Readiness (9:00 AM)** (Judicial Officer: Williams, Timothy C.)

Vacated - Previously Decided

05/24/2021



**Minute Order (8:00 AM)** (Judicial Officer: Williams, Timothy C.)

Minute Order: Pending Matters



Minute Order - No Hearing Held;

Journal Entry Details:

After review and consideration of the points and authorities on file herein, and oral argument of counsel, the Court determined as follows: Pursuant to NRCP 65, a party seeking injunctive relief must establish a likelihood of success on the merits and whether the party will suffer irreparable harm without injunctive relief. When there are adequate remedies available under the law, there can be no irreparable harm, and thus injunctive relief under NRCP 65 is inappropriate. The Court must remind the parties that the Court's ruling is very limited. The primary issues the Court must determine at this stage of the proceedings are the merits of the Plaintiff's Motion for Preliminary Injunction pursuant to NRCP 65. With that in mind, there are issues of material fact that may preclude granting summary judgment. However, Plaintiff Ann McGee is seeking limited relief pursuant to NRCP 65. Plaintiff McGee is seeking an Order reinstating her on the Board of Directors until the Court decides whether she is entitled to a permanent position on the Board. Additionally, Plaintiff McGee is seeking an Order prohibiting Miracle Flights from taking action to terminate or alter the annuity and insurance benefits under the Retirement and Consulting Agreement. There appears to be sufficient evidence based on the plain language of the Bylaws, Plaintiff's employment agreement, as amended, and the Retirement and Consulting agreement that Plaintiff Ann McGee is entitled to sit as a board member until she no longer wishes to serve as a board member or until the Court's final determination of this issue. Additionally, the only remaining issue is whether Miracle Flights should be enjoined from taking any actions to terminate or alter the annuity and insurance payments to Plaintiff McGee pending final adjudication by the Court. In light of the current record, Plaintiff Ann McGee's probability of success on the merits, and potential irreparable injury, Plaintiff's Motion for Preliminary Injunction shall be GRANTED. Regarding Miracle Flights prior related motion as to redaction and confidentiality, as the Court earlier stated, the Motion is GRANTED in principle subject to review of the final order of the Court for compliance with the appropriate Supreme Court Rule. Counsel on behalf of each prevailing party respectively shall prepare a Findings of Fact, Conclusions of Law and Order based not only on the court's minute order but the pleadings on file herein, argument of counsel, and the entire record. Lastly, counsel is to circulate the order prior to submission to the Court to adverse counsel. If the counsel can't agree on the contents, the parties are to submit competing orders. CLERK'S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.;

# CASE SUMMARY

CASE NO. A-19-799634-B

06/24/2021	<b>CANCELED Pretrial/Calendar Call</b> (10:30 AM) (Judicial Officer: Williams, Timothy C.) <i>Vacated - per Stipulation and Order</i>
07/12/2021	<b>CANCELED Jury Trial</b> (9:30 AM) (Judicial Officer: Williams, Timothy C.) <i>Vacated - per Stipulation and Order</i>
08/04/2021	<b>CANCELED Status Check: Trial Readiness</b> (9:00 AM) (Judicial Officer: Williams, Timothy C.) <i>Vacated - per Stipulation and Order</i>
09/08/2021	 <b>Minute Order</b> (3:00 AM) (Judicial Officer: Williams, Timothy C.) <i>Minute Order re: Hearing on 9/15/21 at 9:00 a.m.</i> Minute Order - No Hearing Held; Journal Entry Details: <i>Department 16 Formal Request to Appear Remotely Please be advised that pursuant to Administrative Order 21-04, Department 16 will temporarily require all matters be heard remotely. The court utilizes BlueJeans for remote conferencing wherein you appear and participate by phone or through an internet enabled device. Please be sure to check in with the Courtroom Clerk at 8:55 a.m. on the date of your hearing. The call-in number or website to connect is: Telephone: Dial: 1-408-419-1715 Meeting ID: 305 354 001 Participant Passcode: 2258 Smartphone/Computer: Website: <a href="https://bluejeans.com/305354001/2258">https://bluejeans.com/305354001/2258</a> If you appear by phone, please bear in mind: first, dial the telephone number, then meeting ID followed by #, and finally the participate passcode followed by #; secondly, dial *4 to unmute when you are ready to do so. If you appear by smartphone or computer, please bear in mind: enter the website address in your device's browser exactly as show above and follow the instructions on screen; optionally, download the BlueJeans app as indicated on this same website. If you wish to test your audio/video in advance of the hearing, please visit <a href="https://bluejeans.com/111">https://bluejeans.com/111</a>. Protocol each participant will be required to follow: Place your telephone on mute while waiting for your matter to be called. Do not place the conference on hold as it may play wait/hold music to others. Identify yourself before speaking each and every time as a record is being made. Wait for the line to clear before speaking as the conference audio is one-way. Be mindful of background noises and echoing from using multiple devices. BlueJeans chat will not be available while court is in session. If you need to report an issue affecting your ability to appear, please send an email marked urgent to the following addresses: JEA, Lynn Berkheimer [Dept16EA@clarkcountycourts.us]; Law Clerk, Michael Holthus [Dept16LC@clarkcountycourts.us]; Court Clerk, Chris CJ Darling [DarlingC@clarkcountycourts.us] CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System. ;</i>
10/04/2021	 <b>Minute Order</b> (3:00 AM) (Judicial Officer: Williams, Timothy C.) <i>Minute Order re: Hearing on 10/7/21 at 9:05 a.m.</i> Minute Order - No Hearing Held; Journal Entry Details: <i>Department 16 Formal Request to Appear Remotely Please be advised that pursuant to Administrative Order 21-04, Department 16 will temporarily require all matters be heard remotely. The court utilizes BlueJeans for remote conferencing wherein you appear and participate by phone or through an internet enabled device. Please be sure to check in with the Courtroom Clerk at 8:55 a.m. on the date of your hearing. The call-in number or website to connect is: Telephone: Dial: 1-408-419-1715 Meeting ID: 305 354 001 Participant Passcode: 2258 Smartphone/Computer: Website: <a href="https://bluejeans.com/305354001/2258">https://bluejeans.com/305354001/2258</a> If you appear by phone, please bear in mind: first, dial the telephone number, then meeting ID followed by #, and finally the participate passcode followed by #; secondly, dial *4 to unmute when you are ready to do so. If you appear by smartphone or computer, please bear in mind: enter the website address in your device's browser exactly as show above and follow the instructions on screen; optionally, download the BlueJeans app as indicated on this same website. If you wish to test your audio/video in advance of the hearing, please visit <a href="https://bluejeans.com/111">https://bluejeans.com/111</a>. Protocol each participant will be required to follow: Place your telephone on mute while waiting for your matter to be called. Do not place the conference on hold as it may play wait/hold music to others. Identify yourself before speaking each and every time as a record is being made. Wait for the line to clear before speaking as the conference audio is one-way. Be mindful of background noises and echoing from using multiple devices. BlueJeans chat will not be available while court is in session. If you need to report an issue affecting your ability to</i>

EIGHTH JUDICIAL DISTRICT COURT

**CASE SUMMARY**

**CASE NO. A-19-799634-B**

appear, please send an email marked urgent to the following addresses: JEA, Lynn Berkheimer [Dept16EA@clarkcountycourts.us]; Law Clerk, Michael Holthus [Dept16LC@clarkcountycourts.us]; Court Clerk, Chris CJ Darling [DarlingC@clarkcountycourts.us] CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.;

10/07/2021



**Motion to Reconsider** (9:05 AM) (Judicial Officer: Williams, Timothy C.)

*Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction*

Motion Denied; See 10/21/21 Minute Order

See 10/21/21 Minute Order

Journal Entry Details:

*Argument by Ms. Works in support of her motion. Ms. Peterson argued against the motion. Colloquy regarding Ms. McGee reinstated to the Board of Directors of Miracle Flights, Bi-laws, provisions and language in the Court's Order. Ms. Peterson noted they agreed to submit competing orders however Miracle Flights did not file an order. Upon Court's inquiry, Ms. Works noted she and her family had COVID. Ms. Peterson added the Defendant filed an improper reply adding new evidence. Ms. Works explained the evidence was relevant for the time of the events. Court noted the Court will review the order and may or may not change or add to the order. Court further noted this Court will not consider the affidavit and new evidence submitted. Court will allow counsel to raise the issue and new evidence in a new motion. COURT ORDERED, Matter Taken Under Advisement and SET in Chambers. Court further directed Ms. Works to prepare an order allowing her to file a new motion with the new facts. 11/03/2021 (CHAMBERS) DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION FOR RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION;*

10/14/2021

**CANCELED Pretrial/Calendar Call** (10:30 AM) (Judicial Officer: Williams, Timothy C.)

*Vacated - per Stipulation and Order*

10/21/2021



**Minute Order** (3:00 AM) (Judicial Officer: Williams, Timothy C.)

*Minute Order: Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction*

Minute Order - No Hearing Held;

Journal Entry Details:

*After review and consideration of the points and authorities on file herein, and argument of counsel, the Court determined as follows: Defendant Miracle Flights Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction shall be DENIED. It must be pointed out, the Court's decision does not stand for the proposition that there has been a final adjudication of all issues. On the contrary, the Court's decision is limited in scope and not a final adjudication of the facts and the law. Counsel on behalf of Plaintiff, Ann McGee shall prepare a detailed Order, Findings of Facts, and Conclusions of Law, based not only on the foregoing Minute Order, but also on the record on file herein. This is to be submitted to adverse counsel for review and approval and/or submission of a competing Order or objections, prior to submitting to the Court for review and signature. CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.;*

10/25/2021

**CANCELED Jury Trial** (9:30 AM) (Judicial Officer: Williams, Timothy C.)

*Vacated - per Stipulation and Order*

12/15/2021

**Motion to Reconsider** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

*Defendant's Motion for Reconsideration Based on New Evidence*

01/12/2022

**Status Check: Trial Readiness** (9:00 AM) (Judicial Officer: Williams, Timothy C.)

04/07/2022

**Pretrial/Calendar Call** (10:30 AM) (Judicial Officer: Williams, Timothy C.)

04/18/2022

**Jury Trial** (9:30 AM) (Judicial Officer: Williams, Timothy C.)

DATE

FINANCIAL INFORMATION



**CASE SUMMARY****CASE NO. A-19-799634-B****Counter Defendant** McGee, William

Total Charges 1,483.00

Total Payments and Credits 1,483.00

**Balance Due as of 12/8/2021 0.00****Counter Claimant** Miracle Flights

Total Charges 1,730.00

Total Payments and Credits 1,730.00

**Balance Due as of 12/8/2021 0.00****Counter Defendant** McGee, Ann

Total Charges 1,530.00

Total Payments and Credits 1,530.00

**Balance Due as of 12/8/2021 0.00****Counter Claimant** Miracle FlightsAppeal Bond Balance as of 12/8/2021 **500.00****Counter Defendant** McGee, AnnInjunction Balance as of 12/8/2021 **1,000.00**

# BUSINESS COURT CIVIL COVER SHEET

Clark County, Nevada

Case No. \_\_\_\_\_  
(Assigned by Clerk's Office)

## I. Party Information (provide both home and mailing addresses if different)

Plaintiff(s) (name/address/phone):  Ann McGee	Defendant(s) (name/address/phone):  Miracle Flights 5740 S Eastern Ave, Ste 240 Las Vegas, NV 89119 702-261-0494
Attorney (name/address/phone):  Tamara Beatty Peterson, Esq. Peterson Baker, PLLC 701 S. 7th Street, Las Vegas, NV 89101 702.786.1001	Attorney (name/address/phone):  

## II. Nature of Controversy (Please check the applicable boxes for both the civil case type and business court case type)

☐ Arbitration Requested

Civil Case Filing Types		Business Court Filing Types
<b>Real Property</b> <b>Landlord/Tenant</b> <input type="checkbox"/> Unlawful Detainer <input type="checkbox"/> Other Landlord/Tenant <b>Title to Property</b> <input type="checkbox"/> Judicial Foreclosure <input type="checkbox"/> Other Title to Property <b>Other Real Property</b> <input type="checkbox"/> Condemnation/Eminent Domain <input type="checkbox"/> Other Real Property	<b>Torts</b> <b>Negligence</b> <input type="checkbox"/> Auto <input type="checkbox"/> Premises Liability <input type="checkbox"/> Other Negligence <b>Malpractice</b> <input type="checkbox"/> Medical/Dental <input type="checkbox"/> Legal <input type="checkbox"/> Accounting <input type="checkbox"/> Other Malpractice <b>Other Torts</b> <input type="checkbox"/> Product Liability <input type="checkbox"/> Intentional Misconduct <input type="checkbox"/> Employment Tort <input type="checkbox"/> Insurance Tort <input type="checkbox"/> Other Tort	<b>CLARK COUNTY BUSINESS COURT</b> <input checked="" type="checkbox"/> NRS Chapters 78-89 <input type="checkbox"/> Commodities (NRS 91) <input type="checkbox"/> Securities (NRS 90) <input type="checkbox"/> Mergers (NRS 92A) <input type="checkbox"/> Uniform Commercial Code (NRS 104) <input type="checkbox"/> Purchase/Sale of Stock, Assets, or Real Estate <input type="checkbox"/> Trademark or Trade Name (NRS 600) <input type="checkbox"/> Enhanced Case Management <input type="checkbox"/> Other Business Court Matters
<b>Construction Defect &amp; Contract</b> <b>Construction Defect</b> <input type="checkbox"/> Chapter 40 <input type="checkbox"/> Other Construction Defect <b>Contract Case</b> <input type="checkbox"/> Uniform Commercial Code <input type="checkbox"/> Building and Construction <input type="checkbox"/> Insurance Carrier <input type="checkbox"/> Commercial Instrument <input type="checkbox"/> Collection of Accounts <input type="checkbox"/> Employment Contract <input type="checkbox"/> Other Contract	<b>Civil Writs</b> <input type="checkbox"/> Writ of Habeas Corpus <input type="checkbox"/> Writ of Mandamus <input type="checkbox"/> Writ of Quo Warrant <input type="checkbox"/> Writ of Prohibition <input type="checkbox"/> Other Civil Writ	<b>WASHOE COUNTY BUSINESS COURT</b> <input type="checkbox"/> NRS Chapters 78-88 <input type="checkbox"/> Commodities (NRS 91) <input type="checkbox"/> Securities (NRS 90) <input type="checkbox"/> Investments (NRS 104 Art.8) <input type="checkbox"/> Deceptive Trade Practices (NRS 598) <input type="checkbox"/> Trademark/Trade Name (NRS 600) <input type="checkbox"/> Trade Secrets (NRS 600A) <input type="checkbox"/> Enhanced Case Management <input type="checkbox"/> Other Business Court Matters
<b>Judicial Review/Appeal/Other Civil Filing</b> <b>Judicial Review</b> <input type="checkbox"/> Foreclosure Mediation Case <b>Appeal Other</b> <input type="checkbox"/> Appeal from Lower Court		
<b>Other Civil Filing</b> <input type="checkbox"/> Foreign Judgment <input type="checkbox"/> Other Civil Matters		

August 2, 2019  
Date

/s/ Tamara Beatty Peterson  
Signature of initiating party or representative

*Heather S. Linn*

CLERK OF THE COURT

**ORDR**

TAMARA BEATTY PETERSON, ESQ., Bar No. 5218

tpeterson@petersonbaker.com

NIKKI L. BAKER, ESQ., Bar No. 6562

nbaker@petersonbaker.com

PETERSON BAKER, PLLC

701 S. 7th Street

Las Vegas, NV 89101

Telephone: 702.786.1001

Facsimile: 702.786.1002

*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,

Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Defendant.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Case No.: A-19-799634-B

Dept. No.: XVI

**ORDER GRANTING PLAINTIFF'S  
MOTION FOR PRELIMINARY  
INJUNCTION**

Plaintiff/Counterdefendant Ann McGee's ("Mrs. McGee") Motion for Preliminary Injunction filed on October 31, 2019 (the "Injunction Motion") originally came before this Honorable Court on December 4, 2019. Pursuant to a request from Defendant Miracle Flights ("Miracle Flights"), an evidentiary hearing on the Injunction Motion took place on January 13, 14, 21, & 23, 2020; October 9, 2020; December 10 & 11, 2020; and January 27, 2021; with closing argument held on March 17, 2021. Tamara Beatty Peterson, Esq., and Nikki L. Baker, Esq., of the



1 law firm of Peterson Baker, PLLC, appeared on behalf of Mrs. McGee. Mrs. Ann McGee was also  
2 present. Peter S. Christiansen, Esq., Kendele L. Works, Esq., and Keely A. Perdue, Esq., of the  
3 law firm Christiansen Law Offices, appeared on behalf of Miracle Flights. Mark Brown ("Mr.  
4 Brown"), a representative from Miracle Flights, was also present.

5 Having considered the pleadings and papers on file herein and the evidence admitted during  
6 the evidentiary hearing, having heard and considered the testimony of the witnesses called to testify,  
7 and having considered the oral and written arguments of counsel, the Court makes the following  
8 Findings of Fact and Conclusions of Law:

### 9 **FINDINGS OF FACT**

10 1. Mrs. McGee formed The Medical Flight Team, Inc., a Nevada nonprofit  
11 corporation, on or about April 30, 1985. The organization was later renamed to The Angel Planes,  
12 Inc., then to Miracle Flights for Kids, and later as simply Miracle Flights.

13 2. Since its inception, the purpose of Miracle Flights has been "[t]o provide health and  
14 welfare flight services through financial assistance to children of low to moderate income families  
15 who must travel far away from home to receive necessary medical care."

16 3. For the first four years, Mrs. McGee worked as Miracle Flights' CEO without pay,  
17 ensuring that any donations were going towards programming needs and not administrative costs.  
18 Using and leveraging her background as a teacher of children with disabilities, with a Masters in  
19 Early Childhood Education, and her personal passion and dedication to facilitating the care and  
20 treatment of sick children, Mrs. McGee took this fledgling organization and grew it to epic global  
21 proportions.

22 4. In June 1989, four years after the formation of Miracle Flights, Mrs. McGee<sup>1</sup> and  
23 Miracle Flights entered into an Employment Agreement. There were several key components of  
24 the Employment Agreement:

- 25 • For the first time, Miracle Flights agreed to pay Mrs. McGee a salary for her work;
- 26 • Miracle Flights agreed to "procure major medical coverage and disability insurance"  
27 for Mrs. McGee;

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28 <sup>1</sup> Mrs. McGee was formerly known as Ann Mishoulam.

- Miracle Flights agreed to maintain a permanent seat on the Board of Directors (the "Board") for Mrs. McGee;
- Mrs. McGee would remain as a consultant to Miracle Flights following termination of the Employment Agreement, unless she was dismissed for cause;
- Mrs. McGee's pay as a consultant to Miracle Flights following retirement would be at a rate of 50% of her annual base salary; and
- Miracle Flights would provide Mrs. McGee with a pension plan.

Among other items, the Board seat was a material provision of the Employment Agreement, as Mrs. McGee had already expended enormous personal sacrifice for the infant organization and remained fully committed to its mission and vision. Mrs. McGee wanted to ensure that she could continue to participate in strategic decisions of the organization beyond such a time as she no longer desired to participate its day-to-day management.

5. Mrs. McGee would not have signed the Employment Agreement if it did not have her right to a permanent Board seat memorialized therein.

6. Mr. Brown admitted under oath that Mrs. McGee's Employment Agreement gives her a permanent seat on the Board. He also conceded that her Employment Agreement does not provide any qualifying language to her right to a permanent seat on the Board.

7. In October 1998, the Employment Agreement was amended (the "1998 Amendment"). The 1998 Amendment had certain key provisions:

- A salary review would be conducted annually for Mrs. McGee by the Board, with a minimum raise, based upon "at least the minimum salary as shown in an independent study of similar salaried positions in the country"; and
- Miracle Flights agreed to provide Mrs. McGee with "a fully funded pension plan".

The 1998 Amendment did not modify the provision of the Employment Agreement regarding the permanent Board seat.

8. In January 2007, the Employment Agreement was again amended (the "2007 Addendum"). The 2007 Addendum addressed two issues: (1) a retirement benefit for Mrs. McGee, once she retired; and (2) additional deferred compensation meant to reimburse Mrs. McGee for the years she served with little or no compensation.

9. The retirement benefit provided that Mrs. McGee would receive an annual benefit equivalent to 75% of her base salary as a pension, once she retired (the "Retirement Benefit").

10. Additionally, there was another term in the 2007 Addendum that addressed Mrs. McGee's many years of service to the organization for which she received little to no compensation. This deferred compensation provision was intended to reimburse Mrs. McGee for those years, and provided that Miracle Flights would purchase Deferred Compensation Annuities:

Employer recognizes that as founder of Miracle Flights for Kids employee served for many years with little or no compensation or pension benefits and agrees to:

- a. Purchase an annuity at \$50,000 annually beginning fiscal year 2006/2007 to be owned by Miracle Flights For Kids and transferred to employee on date of retirement. . . .

11. In late 2015, Mrs. McGee decided to retire at the age of 68.

12. In December 2015, the Board held a meeting and discussed the terms of a new contract for Mrs. McGee. The Board determined, at the time, that Mrs. McGee was ideally situated to mentor and to transition the position to Mr. Brown so that he could leverage his skills for the organization.

13. As recorded in the Minutes, the Board approved the Retirement and Consulting Agreement between Miracle Flights and Mrs. McGee, and directed Mr. Brown to finalize and execute the contract with Mrs. McGee: "Discussion was held and agreed upon for the terms and conditions of a consulting contract for Ann McGee. . . . The board directed Mr. Brown to finalize and execute the contract with Ms. McGee."

14. On or about January 1, 2016, and in compliance with the Board's directives, Mr. Brown presented the Retirement and Consulting Agreement to Mrs. McGee for signature. Mr. Brown executed at least three versions of the Retirement and Consulting Agreement on behalf of Miracle Flights as its CEO.

15. The express language of the Retirement and Consulting Agreement provides that Mr. Brown, as signatory for Miracle Flights, had the authority to enter into the contract:

. . . In addition, Organization represents that it has analyzed the compensation and related consideration elements, determining this Agreement and all of its terms reasonable, including compensation, as specifically set forth herein. **Organization represents to McGee that this information has been reviewed by its full Board of Directors which, by action of the full Board of Directors, has determined its terms to be reasonable and which further voted to accept its terms and authorized the Executive Director to execute on its behalf.**

(emphasis added).

16. In an effort to ensure the continued viability of Miracle Flights, Mrs. McGee made significant monetary concessions in the Retirement and Consulting Agreement. At the outset, she gave up her final year's raise, which significantly affected her retirement earnings. She also agreed to be bound by a non-compete provision, a non-disclosure provision, and a release of any and all prior claims or liabilities against Miracle Flights.

17. Additionally, as detailed in her Employment Agreement, she was entitled to remain as a consultant following her retirement and be paid the amount of 50% of her annual base salary as CEO for her consulting services. But the Retirement and Consulting Agreement asked her to spend an initial term of two years "to share the knowledge she has accumulated" but do so without pay. Once that initial term was completed, then Mrs. McGee was to be paid \$50,000 per year, for the next five years, for her work as a consultant.

18. The Retirement and Consulting Agreement also addressed the 75% Retirement Benefit outlined in her Employment Agreement. Specifically, Mrs. McGee gave up the term that required her to receive 75% of her final salary as an annual Retirement Benefit, and instead agreed to accept distribution from retirement annuities—purchased by Miracle Flights for this specific purpose—as full compensation of her retirement pay. The Retirement Annuities are identified on Exhibit A of the Retirement and Consulting Agreement.

19. The Retirement and Consulting Agreement also specifically addressed Mrs. McGee's health insurance. The agreement does not otherwise define health insurance, and does not differentiate between Medicare or supplemental health insurance.

20. Reflective of the intent of the parties under the Retirement and Consulting Agreement, Mrs. McGee has been reimbursed for both Medicare and supplemental health insurance since her retirement in 2015.

21. Miracle Flights has been making the annuities payments since Mrs. McGee retired.

22. Miracle Flights has never claimed that Mrs. McGee is not entitled to any retirement benefits or health insurance benefits. Indeed, Mr. Brown conceded that Mrs. McGee is entitled to retirement and insurance benefits. Miracle Flights does, however, contend that Mrs. McGee is

1 being overpaid on the annuities and that she is not entitled to reimbursement of supplemental or  
2 secondary health insurance.

3 23. The Retirement and Consulting Agreement again confirmed Mrs. McGee's lifetime  
4 position on the Board, with the ability to modify the service only by mutual agreement. Section 6  
5 of the Retirement and Consulting Agreement states as follows:

6 **BOARD SERVICE.** McGee agrees to continue to serve on the Board of  
7 Directors of Organization for a period of not less than three (3) years from the  
8 date of execution of this Agreement. McGee's board service is viewed as a  
lifetime appointment approved in three (3) year increments. Both parties can  
agree to modify her service on the board by mutual agreement.

9 Mr. Brown conceded that each version he signed stated that Mrs. McGee's service on the Board  
10 was a lifetime appointment that could be modified by mutual agreement.

11 24. In dutiful performance of the Retirement and Consulting Agreement, Mrs. McGee  
12 complied, and continues to comply, with the Retirement and Consulting Agreement. She  
13 transitioned and mentored Mr. Brown in his new role as CEO. She spoke with and/or met with him  
14 nearly every single business day for the next two years, and often on weekends. He sought her  
15 advice on grant applications, he asked that she attend media events with him, and he sought her  
16 advice on fundraising and financial issues. Mrs. McGee also met with Miracle Flights staff  
17 members at their request, and at her personal expense, to answer their questions about fundraising,  
18 special events, and finances.

19 25. On February 19, 2016, less than two months after the Retirement and Consulting  
20 Agreement was executed, Miracle Flights' Board adopted a new set of Bylaws. The Directors on  
21 the Board at that time were Mrs. McGee, Dr. Christopher Khorsandi, and Mr. Flynn.

22 26. The Bylaws confirm what was set out in the Employment Agreement and the  
23 Retirement and Consulting Agreement: the parties' intent and agreement that Mrs. McGee would  
24 have a lifetime or permanent seat on Miracle Flights' Board for as long as Mrs. McGee wanted it.  
25 Specifically, Section 4.3 of the Bylaws states as follows: "MIRACLE FLIGHTS founder Ann  
26 McGee shall be entitled at her option to remain a permanent member of the Board of Directors."

27 27. Despite knowing that Mrs. McGee was out of town and unavailable to attend a  
28 meeting of the Board, Miracle Flights caused a letter to be delivered via Federal Express to her

1 home on Friday, March 22, 2019 (the "March 2019 Letter"). The March 2019 Letter purported to  
2 serve as a "notice of meeting and agenda" for a meeting of the Board to be held on March 26, 2019,  
3 just four calendar days after the March 2019 Letter was delivered.

4 28. The March 2019 Letter stated that at the upcoming meeting the Board intended "to  
5 remove Paragraph 4.3 of the Miracle Flights bylaws", the provision that provides Mrs. McGee with  
6 a lifetime appointment to the Board. The March 2019 Letter enclosed an Agenda identifying the  
7 only proposed business items as follows:

- 8 1. Call to Order
- 9 2. **Modify** Section 4.3 of the Miracle Flights Bylaws
- 10 3. Composition of the Board of Directors
- 11 4. Direct CEO to hire the Christiansen Law Firm to negotiate with Ann  
McGee and her legal counsel to resolve various financial issues.
- 12 5. Adjourn

13 (emphasis added).

14 29. Neither the March 2019 Letter nor the Agenda notified Mrs. McGee that the Board  
15 would be voting to remove her from the Board and/or to not renew her position on the Board for  
16 the next term.

17 30. Minutes of the purported meeting of the Board indicate that the meeting was  
18 telephonic and was called to order "at 6:30 p.m. on Tuesday, March 26, 2018 [sic]." The Board  
19 did not, however, "modify" Section 4.3 of the Bylaws as noticed by the Agenda. Rather, Dr.  
20 Khorsandi made a motion to *delete* Section 4.3 of the Bylaws "in its entirety", which was seconded  
21 by the only other Board member on the phone, Jessica Connell. The purported justification for the  
22 deletion of Section 4.3 was that a lifetime appointment to a board was "uncommon and that every  
23 board member should be elected on merit." A resulting vote tallied the result as a unanimous  
24 approval of the motion.

25 31. Then, Dr. Khorsandi made a motion "to not renew" Mrs. McGee's term on the  
26 Board "and to remove her from the Board". In a similar fashion, Jessica Connell seconded the  
27 motion and the two Board members on the call apparently voted in favor of the motion.

28 32. Dr. Khorsandi and Ms. Connell then re-elected themselves to the Board for a new  
3-year term beginning "with the new fiscal year on May 1, 2019." A final motion directed that the

Christiansen Law Firm be hired "to begin negotiations with Ms. McGee", and that motion also passed unanimously.

33. There was no discussion about Mrs. McGee's rights and Miracle Flights' obligations under the Employment Agreement, as amended, and/or under the Retirement and Consulting Agreement when the Board voted to remove Mrs. McGee from the Board.

34. Nor did Mr. Brown ever send a notice terminating the Employment Agreement, as amended.

35. On April 4, 2019, counsel for Miracle Flights sent correspondence to Mrs. McGee notifying her that "your term on the Board expired and through a unanimous vote you no longer are a member of the Board of Directors." He further advised that Miracle Flights was directing counsel to "facilitate the resolution of several outstanding financial issues."

36. Additionally, Miracle Flights' counsel informed Mrs. McGee that "[u]pon final resolution of these financial matters and all conflicts of interest are resolved, the Board of MF wants to recognize your outstanding efforts in founding the organization and your 34 years of service by publicly identifying and promoting you as the first *Miracle Flights International Ambassador*." (emphasis in original). Miracle Flights' counsel confirmed that "the Board of Directors remains mindful and appreciative of your years of dedication to the organization and its mission, and they recognize that there would not be a Miracle Flights without you."

37. In response, Mrs. McGee maintained that she was still a member of the Board, and continued to comply with her obligations as a Director and as a consultant under the Retirement and Consulting Agreement. Mrs. McGee also hired counsel to advocate her positions to Miracle Flights' counsel and to demand that she be permitted to inspect the corporate records, including financial records, of Miracle Flights.

38. Mrs. McGee never agreed to modify her service on the Board.

39. Following months of informal discussions between the parties' counsel through letters and a face-to-face meeting, Mrs. McGee filed a Complaint against Miracle Flights alleging claims for declaratory relief, breach of contract, and violation of NRS 82.186. Among other relief requested, Mrs. McGee prayed for declarations by the Court that she "is entitled to remain as a

Director on the Board of Directors", that the attempted deletion of Section 4.3 of the Bylaws was void and of no effect, and that any actions taken at the March 26, 2019 meeting are void and without legal effect. Mrs. McGee also alleged that the Retirement and Consulting Agreement is a valid contract, that she has performed under the Retirement and Consulting Agreement, and that Miracle Flights' actions are in breach of the Retirement and Consulting Agreement.

40. If any Findings of Fact are properly Conclusions of Law, they shall be treated as though appropriately identified and designated.

### **CONCLUSIONS OF LAW**

1. Mrs. McGee was obligated to show, among other elements, a "likelihood of success on the merits" of *her* claims. *See Sarfo v. Bd. of Med. Examiners*, 134 Nev. Adv. Op. 85, 429 P.3d 650, 652 (2018) (citing *Univ. & Cmty. Coll. Sys. of Nev. v. Nevadans for Sound Gov't*, 120 Nev. 712, 721, 100 P.3d 179, 187 (2004) (internal quotation marks omitted)) (stating a party moving for injunctive relief must establish "(1) a likelihood of success on the merits; and (2) a reasonable probability that the non-moving party's conduct, if allowed to continue, will cause irreparable harm for which compensatory damage is an inadequate remedy.").

2. Mrs. McGee established a likelihood of succeeding on her claim that the vote on March 26, 2019, to remove her was invalid and in breach of the plain language of the Bylaws, the Retirement and Consulting Agreement, and/or the Employment Agreement, as amended.

3. Mrs. McGee also established a likelihood of succeeding on her claim that the plain language of the Bylaws, Employment Agreement, as amended, and the Retirement and Consulting Agreement entitle Mrs. McGee to sit as a Board member until she no longer wishes to serve as a Board member or until the Court's final determination of this issue. *See Canfora v. Coast Hotels & Casinos, Inc.*, 121 Nev. 771, 776, 121 P.3d 599, 603 (2005) ("Generally, when a contract is clear on its face, it 'will be construed from the written language and enforced as written.' The court has no authority to alter the terms of an unambiguous contract."). Accordingly, she is entitled to injunctive relief and/or specific performance requiring Miracle Flights to immediately reinstate Mrs. McGee to the Board. Miracle Flights shall not take any action to remove Mrs. McGee from the Board, pending further Order of the Court.



1           4.       Additionally, Mrs. McGee established a likelihood of succeeding on her claims that  
2       Miracle Flights should be enjoined from taking any action to terminate or alter her retirement  
3       benefits, including, but not limited to, her annuities payments, health insurance, and supplemental  
4       health insurance payments, pending final adjudication of these issues by the Court.

5           5.       The balance of equities and potential irreparable harm favor the granting of Mrs.  
6       McGee's Injunction Motion.

7           6.       Mrs. McGee seeks to compel Miracle Flights to abide by its own contractual  
8       obligations and its Bylaws and, thus, there does not appear to be any manner by which Miracle  
9       Flights can be "wrongfully enjoined or restrained." Thus, Miracle Flights' damages in the event  
10      that this Order is found to have been improperly granted will be minimal or nonexistent. Bond is  
11      therefore set at \$1,000.00. *See* Nev. R. Civ. P. 65(c) (stating that the court has the discretion to fix  
12      the bond "in an amount that the court considers proper.").

13          7.       If said bond is not posted with the Court by 5:00 p.m. PST on 7/2, 2021, this  
14      Order will have no force and effect.

15          8.       If any Conclusions of Law are properly Findings of Fact, they shall be treated as  
16      though appropriately identified and designated.

17          Based on the foregoing Findings of Fact and Conclusions of Law, and good cause appearing,  
18      the Court orders as follows:

19          IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Mrs. McGee's Injunction  
20      Motion is GRANTED;

21          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the purported removal  
22      of Mrs. McGee from the Board of Directors of Miracle Flights is hereby invalidated;

23          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Miracle Flights is hereby  
24      directed to immediately reinstate Mrs. McGee to the Board of Directors of Miracle Flights and shall  
25      not take any action to remove Mrs. McGee from the Board of Directors, pending the final  
26      adjudication of these issues by the Court;

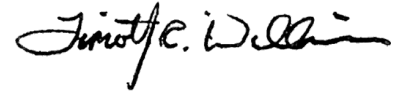
27          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Miracle Flights is hereby  
28      enjoined from taking any action to terminate or alter Mrs. McGee's retirement benefits, including,

1 but not limited to, her annuities payments, health insurance, and supplemental health insurance  
2 payments, at issue in the Injunction Motion, pending the final adjudication of these issues by the  
3 Court;

4 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Order binds Miracle  
5 Flights' directors, officers, agents, servants, employees, attorneys, and "other persons who are in  
6 active concert or participation with" these individuals; and

7 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that a bond is set at One  
8 Thousand Dollars (\$1,000.00). If said bond is not posted with the Court by 5:00 p.m. PST on  
9 7/21, 2021, this Order will have no force and effect.

Dated this 13th day of July, 2021



BA8 ACE E593 6623  
Timothy C. Williams  
District Court Judge

N

CHRISTIANSEN LAW OFFICES

Submitted by:

PETERSON BAKER, PLLC

15 By: /s/ Tamara Beatty Peterson  
16 TAMARA BEATTY PETERSON, ESQ.  
17 Nevada Bar No. 5218  
18 tpeterson@petersonbaker.com  
19 NIKKI L. BAKER, ESQ.  
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By: DISAPPROVE  
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*Attorneys for Miracle Flights*

# **EXHIBIT 1**

# **EXHIBIT 1**

## Erin Parcels

---

**From:** Kendelea Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>  
**Sent:** Friday, June 25, 2021 4:45 PM  
**To:** Tammy Peterson  
**Cc:** Nikki Baker; Peter S. Christiansen; Keely Perdue; Jonathan Crain; Erin Parcels  
**Subject:** Re: McGee draft Order

Hi Tammy,

In looking back at the Court's minute order, Judge Williams specifically noted there are issues of fact that may preclude summary judgment. Accordingly, it does not appear that the court conclusively decided the issues of fact before him, but rather made the "limited ruling" that he finds Plaintiff to have shown a reasonable probability of success on the merits. I initially started redlining your proposed order but ultimately, I don't think we can agree that the court conclusively determined the factual findings set forth in your order.

I presume you will not agree so it probably makes more sense for us to just prepare our own competing order. I am happy to discuss if you think a conversation would be helpful. Please let me know your thoughts.

Thanks,

Kendelea

On Jun 24, 2021, at 2:17 PM, Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)> wrote:

Kendelea

Please advise.

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Kendelea Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>  
**Sent:** Monday, June 21, 2021 12:49 PM  
**To:** Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)>  
**Cc:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>; Erin Parcels <[eparcells@petersonbaker.com](mailto:eparcells@petersonbaker.com)>  
**Subject:** Re: McGee draft Order

Hi Tammy,

I apologize for the delayed response. I was actually out sick for a couple days last week. We are still reviewing and will have comments and proposed changes to you in the next couple days. Appreciate your follow up and patience.

Thank you,  
Kendelea

On Jun 21, 2021, at 12:47 PM, Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)> wrote:

Kendelee

We haven't gotten any response from you on the attached proposed Order or our emails of June 10 or June 15. I realize it's summer and everyone's busy; but we haven't heard anything from you. If you are still reviewing, please let me know. If we don't hear from you today, we'll go ahead and submit this proposed order and just indicate that you did not respond.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Tammy Peterson  
**Sent:** Tuesday, June 15, 2021 9:38 AM  
**To:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>; Kendelee Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>  
**Cc:** Erin L. Parcells (<[EParcells@petersonbaker.com](mailto:EParcells@petersonbaker.com)>) <[EParcells@petersonbaker.com](mailto:EParcells@petersonbaker.com)>  
**Subject:** RE: McGee draft Order

Kendelee

We haven't heard from you on the attached proposed Order. I'm attaching it again for your convenience, along with a copy of the Court's Minute order.

Please indicate whether you approve the Order and if we may affix your electronic signature.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>  
**Sent:** Thursday, June 10, 2021 5:39 PM  
**To:** Kendelee Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>  
**Cc:** Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)>  
**Subject:** McGee draft Order

Hi Kendelee,

Attached hereto is a draft Order Granting Plaintiff's Motion for Preliminary Injunction. Please let us know if you have any suggested revisions or comments.

Thank you,

Nikki

**Nikki L. Baker, Esq.**

Peterson Baker, PLLC

701 S. 7<sup>th</sup> Street

Las Vegas, NV 89101

702.786.1001

[nbaker@PetersonBaker.com](mailto:nbaker@PetersonBaker.com)

STATEMENT OF CONFIDENTIALITY & DISCLAIMER: The information contained in this email message is attorney-privileged and confidential, and intended only for the use of the individual or entity named above. If you have received this email in error, please notify us immediately by calling (702) 786-1001 and delete the message. Thank you.

<Order granting PI v2.docx><2021.05.24 (McGee) Minute Order (2).pdf>

1 **CSERV**

2  
3 DISTRICT COURT  
4 CLARK COUNTY, NEVADA

5  
6 Ann McGee, Plaintiff(s)

CASE NO: A-19-799634-B

7 vs.

DEPT. NO. Department 16

8 Miracle Flights, Defendant(s)

9  
10 **AUTOMATED CERTIFICATE OF SERVICE**

11 This automated certificate of service was generated by the Eighth Judicial District  
12 Court. The foregoing Order was served via the court's electronic eFile system to all  
13 recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 7/13/2021

15 Whitney Barrett

wbarrett@christiansenlaw.com

16 R. Todd Terry

tterry@christiansenlaw.com

17 Jonathan Crain

jcrain@christiansenlaw.com

18 Tamara Peterson

tpeterson@petersonbaker.com

19 Nikki Baker

nbaker@petersonbaker.com

20 Erin Parcells

eparcells@petersonbaker.com

21 Chandi Melton

chandi@christiansenlaw.com

22 Esther Barrios Sandoval

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24 PETER CHRISTIANSEN, ESQ.

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25 KENDELEE WORKS, ESQ.

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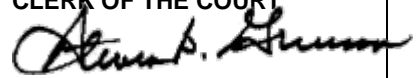
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KEELY PERDUE, ESQ.  
David Astur

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Facsimile: 702.786.1002

*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,  
  
Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,  
  
Defendant.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Case No.: A-19-799634-B  
Dept. No.: XVI

**NOTICE OF ENTRY OF ORDER  
GRANTING PLAINTIFF'S MOTION FOR  
PRELIMINARY INJUNCTION**

1 PLEASE TAKE NOTICE that an ORDER GRANTING PLAINTIFF'S MOTION FOR  
2 PRELIMINARY INJUNCTION ("Order") was entered on July 13, 2021. A copy of said Order is  
3 attached hereto.

4 Dated this 14<sup>th</sup> day of July, 2021.

5 PETERSON BAKER, PLLC

6  
7 By: /s/ Tamara Beatty Peterson  
8 TAMARA BEATTY PETERSON, ESQ., Bar No. 5218  
9 tpeterson@petersonbaker.com  
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16 *Attorneys for Ann and Bill McGee*  
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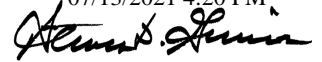
**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that I am an employee of Peterson Baker, PLLC, and pursuant to NRCP 5(b), EDCR 8.05, Administrative Order 14-2, and NEFCR 9, I caused a true and correct copy of the foregoing **NOTICE OF ENTRY OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION** to be submitted electronically for filing and service with the Eighth Judicial District Court via the Court's Electronic Filing System on the 14<sup>th</sup> day of July, 2021, to the following:

PETER S. CHRISTIANSEN, ESQ.  
pete@christiansenlaw.com  
KENDELEE L. WORKS, ESQ.  
kworks@christiansenlaw.com  
KEELY PERDUE, ESQ.  
keely@christiansenlaw.com  
CHRISTIANSEN TRIAL LAWYERS  
710 S. 7th Street  
Las Vegas, Nevada 89101

*Attorneys for Defendant Miracle Flights*

/s/ Clarise Wilkins  
An employee of Peterson Baker, PLLC

  
CLERK OF THE COURT

**ORDR**

TAMARA BEATTY PETERSON, ESQ., Bar No. 5218  
tpeterson@petersonbaker.com  
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Telephone: 702.786.1001  
Facsimile: 702.786.1002

*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,

Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Defendant.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Case No.: A-19-799634-B

Dept. No.: XVI

**ORDER GRANTING PLAINTIFF'S  
MOTION FOR PRELIMINARY  
INJUNCTION**

Plaintiff/Counterdefendant Ann McGee's ("Mrs. McGee") Motion for Preliminary Injunction filed on October 31, 2019 (the "Injunction Motion") originally came before this Honorable Court on December 4, 2019. Pursuant to a request from Defendant Miracle Flights ("Miracle Flights"), an evidentiary hearing on the Injunction Motion took place on January 13, 14, 21, & 23, 2020; October 9, 2020; December 10 & 11, 2020; and January 27, 2021; with closing argument held on March 17, 2021. Tamara Beatty Peterson, Esq., and Nikki L. Baker, Esq., of the

PETERSON BAKER, PLLC  
701 S. 7th Street  
Las Vegas, NV 89101  
702.786.1001

1 law firm of Peterson Baker, PLLC, appeared on behalf of Mrs. McGee. Mrs. Ann McGee was also  
2 present. Peter S. Christiansen, Esq., Kendele L. Works, Esq., and Keely A. Perdue, Esq., of the  
3 law firm Christiansen Law Offices, appeared on behalf of Miracle Flights. Mark Brown ("Mr.  
4 Brown"), a representative from Miracle Flights, was also present.

5 Having considered the pleadings and papers on file herein and the evidence admitted during  
6 the evidentiary hearing, having heard and considered the testimony of the witnesses called to testify,  
7 and having considered the oral and written arguments of counsel, the Court makes the following  
8 Findings of Fact and Conclusions of Law:

9 **FINDINGS OF FACT**

10 1. Mrs. McGee formed The Medical Flight Team, Inc., a Nevada nonprofit  
11 corporation, on or about April 30, 1985. The organization was later renamed to The Angel Planes,  
12 Inc., then to Miracle Flights for Kids, and later as simply Miracle Flights.

13 2. Since its inception, the purpose of Miracle Flights has been "[t]o provide health and  
14 welfare flight services through financial assistance to children of low to moderate income families  
15 who must travel far away from home to receive necessary medical care."

16 3. For the first four years, Mrs. McGee worked as Miracle Flights' CEO without pay,  
17 ensuring that any donations were going towards programming needs and not administrative costs.  
18 Using and leveraging her background as a teacher of children with disabilities, with a Masters in  
19 Early Childhood Education, and her personal passion and dedication to facilitating the care and  
20 treatment of sick children, Mrs. McGee took this fledgling organization and grew it to epic global  
21 proportions.

22 4. In June 1989, four years after the formation of Miracle Flights, Mrs. McGee<sup>1</sup> and  
23 Miracle Flights entered into an Employment Agreement. There were several key components of  
24 the Employment Agreement:

- 25 • For the first time, Miracle Flights agreed to pay Mrs. McGee a salary for her work;  
26 • Miracle Flights agreed to "procure major medical coverage and disability insurance"  
27 for Mrs. McGee;

28 <sup>1</sup> Mrs. McGee was formerly known as Ann Mishoulam.

- Miracle Flights agreed to maintain a permanent seat on the Board of Directors (the "Board") for Mrs. McGee;
- Mrs. McGee would remain as a consultant to Miracle Flights following termination of the Employment Agreement, unless she was dismissed for cause;
- Mrs. McGee's pay as a consultant to Miracle Flights following retirement would be at a rate of 50% of her annual base salary; and
- Miracle Flights would provide Mrs. McGee with a pension plan.

Among other items, the Board seat was a material provision of the Employment Agreement, as Mrs. McGee had already expended enormous personal sacrifice for the infant organization and remained fully committed to its mission and vision. Mrs. McGee wanted to ensure that she could continue to participate in strategic decisions of the organization beyond such a time as she no longer desired to participate its day-to-day management.

5. Mrs. McGee would not have signed the Employment Agreement if it did not have her right to a permanent Board seat memorialized therein.

6. Mr. Brown admitted under oath that Mrs. McGee's Employment Agreement gives her a permanent seat on the Board. He also conceded that her Employment Agreement does not provide any qualifying language to her right to a permanent seat on the Board.

7. In October 1998, the Employment Agreement was amended (the "1998 Amendment"). The 1998 Amendment had certain key provisions:

- A salary review would be conducted annually for Mrs. McGee by the Board, with a minimum raise, based upon "at least the minimum salary as shown in an independent study of similar salaried positions in the country"; and
- Miracle Flights agreed to provide Mrs. McGee with "a fully funded pension plan".

The 1998 Amendment did not modify the provision of the Employment Agreement regarding the permanent Board seat.

8. In January 2007, the Employment Agreement was again amended (the "2007 Addendum"). The 2007 Addendum addressed two issues: (1) a retirement benefit for Mrs. McGee, once she retired; and (2) additional deferred compensation meant to reimburse Mrs. McGee for the years she served with little or no compensation.

9. The retirement benefit provided that Mrs. McGee would receive an annual benefit equivalent to 75% of her base salary as a pension, once she retired (the "Retirement Benefit").

10. Additionally, there was another term in the 2007 Addendum that addressed Mrs. McGee's many years of service to the organization for which she received little to no compensation. This deferred compensation provision was intended to reimburse Mrs. McGee for those years, and provided that Miracle Flights would purchase Deferred Compensation Annuities:

Employer recognizes that as founder of Miracle Flights for Kids employee served for many years with little or no compensation or pension benefits and agrees to:

- a. Purchase an annuity at \$50,000 annually beginning fiscal year 2006/2007 to be owned by Miracle Flights For Kids and transferred to employee on date of retirement. . . .

11. In late 2015, Mrs. McGee decided to retire at the age of 68.

12. In December 2015, the Board held a meeting and discussed the terms of a new contract for Mrs. McGee. The Board determined, at the time, that Mrs. McGee was ideally situated to mentor and to transition the position to Mr. Brown so that he could leverage his skills for the organization.

13. As recorded in the Minutes, the Board approved the Retirement and Consulting Agreement between Miracle Flights and Mrs. McGee, and directed Mr. Brown to finalize and execute the contract with Mrs. McGee: "Discussion was held and agreed upon for the terms and conditions of a consulting contract for Ann McGee. . . . The board directed Mr. Brown to finalize and execute the contract with Ms. McGee."

14. On or about January 1, 2016, and in compliance with the Board's directives, Mr. Brown presented the Retirement and Consulting Agreement to Mrs. McGee for signature. Mr. Brown executed at least three versions of the Retirement and Consulting Agreement on behalf of Miracle Flights as its CEO.

15. The express language of the Retirement and Consulting Agreement provides that Mr. Brown, as signatory for Miracle Flights, had the authority to enter into the contract:

. . . In addition, Organization represents that it has analyzed the compensation and related consideration elements, determining this Agreement and all of its terms reasonable, including compensation, as specifically set forth herein. **Organization represents to McGee that this information has been reviewed by its full Board of Directors which, by action of the full Board of Directors, has determined its terms to be reasonable and which further voted to accept its terms and authorized the Executive Director to execute on its behalf.**

(emphasis added).

16. In an effort to ensure the continued viability of Miracle Flights, Mrs. McGee made significant monetary concessions in the Retirement and Consulting Agreement. At the outset, she gave up her final year's raise, which significantly affected her retirement earnings. She also agreed to be bound by a non-compete provision, a non-disclosure provision, and a release of any and all prior claims or liabilities against Miracle Flights.

17. Additionally, as detailed in her Employment Agreement, she was entitled to remain as a consultant following her retirement and be paid the amount of 50% of her annual base salary as CEO for her consulting services. But the Retirement and Consulting Agreement asked her to spend an initial term of two years "to share the knowledge she has accumulated" but do so without pay. Once that initial term was completed, then Mrs. McGee was to be paid \$50,000 per year, for the next five years, for her work as a consultant.

18. The Retirement and Consulting Agreement also addressed the 75% Retirement Benefit outlined in her Employment Agreement. Specifically, Mrs. McGee gave up the term that required her to receive 75% of her final salary as an annual Retirement Benefit, and instead agreed to accept distribution from retirement annuities—purchased by Miracle Flights for this specific purpose—as full compensation of her retirement pay. The Retirement Annuities are identified on Exhibit A of the Retirement and Consulting Agreement.

19. The Retirement and Consulting Agreement also specifically addressed Mrs. McGee's health insurance. The agreement does not otherwise define health insurance, and does not differentiate between Medicare or supplemental health insurance.

20. Reflective of the intent of the parties under the Retirement and Consulting Agreement, Mrs. McGee has been reimbursed for both Medicare and supplemental health insurance since her retirement in 2015.

21. Miracle Flights has been making the annuities payments since Mrs. McGee retired.

22. Miracle Flights has never claimed that Mrs. McGee is not entitled to any retirement benefits or health insurance benefits. Indeed, Mr. Brown conceded that Mrs. McGee is entitled to retirement and insurance benefits. Miracle Flights does, however, contend that Mrs. McGee is



1 being overpaid on the annuities and that she is not entitled to reimbursement of supplemental or  
2 secondary health insurance.

3 23. The Retirement and Consulting Agreement again confirmed Mrs. McGee's lifetime  
4 position on the Board, with the ability to modify the service only by mutual agreement. Section 6  
5 of the Retirement and Consulting Agreement states as follows:

6 **BOARD SERVICE.** McGee agrees to continue to serve on the Board of  
7 Directors of Organization for a period of not less than three (3) years from the  
8 date of execution of this Agreement. McGee's board service is viewed as a  
lifetime appointment approved in three (3) year increments. Both parties can  
agree to modify her service on the board by mutual agreement.

9 Mr. Brown conceded that each version he signed stated that Mrs. McGee's service on the Board  
10 was a lifetime appointment that could be modified by mutual agreement.

11 24. In dutiful performance of the Retirement and Consulting Agreement, Mrs. McGee  
12 complied, and continues to comply, with the Retirement and Consulting Agreement. She  
13 transitioned and mentored Mr. Brown in his new role as CEO. She spoke with and/or met with him  
14 nearly every single business day for the next two years, and often on weekends. He sought her  
15 advice on grant applications, he asked that she attend media events with him, and he sought her  
16 advice on fundraising and financial issues. Mrs. McGee also met with Miracle Flights staff  
17 members at their request, and at her personal expense, to answer their questions about fundraising,  
18 special events, and finances.

19 25. On February 19, 2016, less than two months after the Retirement and Consulting  
20 Agreement was executed, Miracle Flights' Board adopted a new set of Bylaws. The Directors on  
21 the Board at that time were Mrs. McGee, Dr. Christopher Khorsandi, and Mr. Flynn.

22 26. The Bylaws confirm what was set out in the Employment Agreement and the  
23 Retirement and Consulting Agreement: the parties' intent and agreement that Mrs. McGee would  
24 have a lifetime or permanent seat on Miracle Flights' Board for as long as Mrs. McGee wanted it.  
25 Specifically, Section 4.3 of the Bylaws states as follows: "MIRACLE FLIGHTS founder Ann  
26 McGee shall be entitled at her option to remain a permanent member of the Board of Directors."

27 27. Despite knowing that Mrs. McGee was out of town and unavailable to attend a  
28 meeting of the Board, Miracle Flights caused a letter to be delivered via Federal Express to her

1 home on Friday, March 22, 2019 (the "March 2019 Letter"). The March 2019 Letter purported to  
2 serve as a "notice of meeting and agenda" for a meeting of the Board to be held on March 26, 2019,  
3 just four calendar days after the March 2019 Letter was delivered.

4 28. The March 2019 Letter stated that at the upcoming meeting the Board intended "to  
5 remove Paragraph 4.3 of the Miracle Flights bylaws", the provision that provides Mrs. McGee with  
6 a lifetime appointment to the Board. The March 2019 Letter enclosed an Agenda identifying the  
7 only proposed business items as follows:

- 8 1. Call to Order
- 9 2. **Modify** Section 4.3 of the Miracle Flights Bylaws
- 10 3. Composition of the Board of Directors
- 11 4. Direct CEO to hire the Christiansen Law Firm to negotiate with Ann McGee and her legal counsel to resolve various financial issues.
- 12 5. Adjourn

13 (emphasis added).

14 29. Neither the March 2019 Letter nor the Agenda notified Mrs. McGee that the Board  
15 would be voting to remove her from the Board and/or to not renew her position on the Board for  
16 the next term.

17 30. Minutes of the purported meeting of the Board indicate that the meeting was  
18 telephonic and was called to order "at 6:30 p.m. on Tuesday, March 26, 2018 [sic]." The Board  
19 did not, however, "modify" Section 4.3 of the Bylaws as noticed by the Agenda. Rather, Dr.  
20 Khorsandi made a motion to *delete* Section 4.3 of the Bylaws "in its entirety", which was seconded  
21 by the only other Board member on the phone, Jessica Connell. The purported justification for the  
22 deletion of Section 4.3 was that a lifetime appointment to a board was "uncommon and that every  
23 board member should be elected on merit." A resulting vote tallied the result as a unanimous  
24 approval of the motion.

25 31. Then, Dr. Khorsandi made a motion "to not renew" Mrs. McGee's term on the  
26 Board "and to remove her from the Board". In a similar fashion, Jessica Connell seconded the  
27 motion and the two Board members on the call apparently voted in favor of the motion.

28 32. Dr. Khorsandi and Ms. Connell then re-elected themselves to the Board for a new  
3-year term beginning "with the new fiscal year on May 1, 2019." A final motion directed that the

1 Christiansen Law Firm be hired "to begin negotiations with Ms. McGee", and that motion also  
2 passed unanimously.

3 33. There was no discussion about Mrs. McGee's rights and Miracle Flights' obligations  
4 under the Employment Agreement, as amended, and/or under the Retirement and Consulting  
5 Agreement when the Board voted to remove Mrs. McGee from the Board.

6 34. Nor did Mr. Brown ever send a notice terminating the Employment Agreement, as  
7 amended.

8 35. On April 4, 2019, counsel for Miracle Flights sent correspondence to Mrs. McGee  
9 notifying her that "your term on the Board expired and through a unanimous vote you no longer  
10 are a member of the Board of Directors." He further advised that Miracle Flights was directing  
11 counsel to "facilitate the resolution of several outstanding financial issues."

12 36. Additionally, Miracle Flights' counsel informed Mrs. McGee that "[u]pon final  
13 resolution of these financial matters and all conflicts of interest are resolved, the Board of MF  
14 wants to recognize your outstanding efforts in founding the organization and your 34 years of  
15 service by publicly identifying and promoting you as the first *Miracle Flights International*  
16 *Ambassador*." (emphasis in original). Miracle Flights' counsel confirmed that "the Board of  
17 Directors remains mindful and appreciative of your years of dedication to the organization and its  
18 mission, and they recognize that there would not be a Miracle Flights without you."

19 37. In response, Mrs. McGee maintained that she was still a member of the Board, and  
20 continued to comply with her obligations as a Director and as a consultant under the Retirement  
21 and Consulting Agreement. Mrs. McGee also hired counsel to advocate her positions to Miracle  
22 Flights' counsel and to demand that she be permitted to inspect the corporate records, including  
23 financial records, of Miracle Flights.

24 38. Mrs. McGee never agreed to modify her service on the Board.

25 39. Following months of informal discussions between the parties' counsel through  
26 letters and a face-to-face meeting, Mrs. McGee filed a Complaint against Miracle Flights alleging  
27 claims for declaratory relief, breach of contract, and violation of NRS 82.186. Among other relief  
28 requested, Mrs. McGee prayed for declarations by the Court that she "is entitled to remain as a

Director on the Board of Directors", that the attempted deletion of Section 4.3 of the Bylaws was void and of no effect, and that any actions taken at the March 26, 2019 meeting are void and without legal effect. Mrs. McGee also alleged that the Retirement and Consulting Agreement is a valid contract, that she has performed under the Retirement and Consulting Agreement, and that Miracle Flights' actions are in breach of the Retirement and Consulting Agreement.

40. If any Findings of Fact are properly Conclusions of Law, they shall be treated as though appropriately identified and designated.

### **CONCLUSIONS OF LAW**

1. Mrs. McGee was obligated to show, among other elements, a "likelihood of success on the merits" of *her* claims. *See Sarfo v. Bd. of Med. Examiners*, 134 Nev. Adv. Op. 85, 429 P.3d 650, 652 (2018) (citing *Univ. & Cmty. Coll. Sys. of Nev. v. Nevadans for Sound Gov't*, 120 Nev. 712, 721, 100 P.3d 179, 187 (2004) (internal quotation marks omitted)) (stating a party moving for injunctive relief must establish "(1) a likelihood of success on the merits; and (2) a reasonable probability that the non-moving party's conduct, if allowed to continue, will cause irreparable harm for which compensatory damage is an inadequate remedy.").

2. Mrs. McGee established a likelihood of succeeding on her claim that the vote on March 26, 2019, to remove her was invalid and in breach of the plain language of the Bylaws, the Retirement and Consulting Agreement, and/or the Employment Agreement, as amended.

3. Mrs. McGee also established a likelihood of succeeding on her claim that the plain language of the Bylaws, Employment Agreement, as amended, and the Retirement and Consulting Agreement entitle Mrs. McGee to sit as a Board member until she no longer wishes to serve as a Board member or until the Court's final determination of this issue. *See Canfora v. Coast Hotels & Casinos, Inc.*, 121 Nev. 771, 776, 121 P.3d 599, 603 (2005) ("Generally, when a contract is clear on its face, it 'will be construed from the written language and enforced as written.' The court has no authority to alter the terms of an unambiguous contract."). Accordingly, she is entitled to injunctive relief and/or specific performance requiring Miracle Flights to immediately reinstate Mrs. McGee to the Board. Miracle Flights shall not take any action to remove Mrs. McGee from the Board, pending further Order of the Court.

1           4.       Additionally, Mrs. McGee established a likelihood of succeeding on her claims that  
2       Miracle Flights should be enjoined from taking any action to terminate or alter her retirement  
3       benefits, including, but not limited to, her annuities payments, health insurance, and supplemental  
4       health insurance payments, pending final adjudication of these issues by the Court.

5           5.       The balance of equities and potential irreparable harm favor the granting of Mrs.  
6       McGee's Injunction Motion.

7           6.       Mrs. McGee seeks to compel Miracle Flights to abide by its own contractual  
8       obligations and its Bylaws and, thus, there does not appear to be any manner by which Miracle  
9       Flights can be "wrongfully enjoined or restrained." Thus, Miracle Flights' damages in the event  
10      that this Order is found to have been improperly granted will be minimal or nonexistent. Bond is  
11      therefore set at \$1,000.00. *See* Nev. R. Civ. P. 65(c) (stating that the court has the discretion to fix  
12      the bond "in an amount that the court considers proper.").

13          7.       If said bond is not posted with the Court by 5:00 p.m. PST on 7/2, 2021, this  
14      Order will have no force and effect.

15          8.       If any Conclusions of Law are properly Findings of Fact, they shall be treated as  
16      though appropriately identified and designated.

17          Based on the foregoing Findings of Fact and Conclusions of Law, and good cause appearing,  
18      the Court orders as follows:

19          IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Mrs. McGee's Injunction  
20      Motion is GRANTED;

21          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the purported removal  
22      of Mrs. McGee from the Board of Directors of Miracle Flights is hereby invalidated;

23          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Miracle Flights is hereby  
24      directed to immediately reinstate Mrs. McGee to the Board of Directors of Miracle Flights and shall  
25      not take any action to remove Mrs. McGee from the Board of Directors, pending the final  
26      adjudication of these issues by the Court;

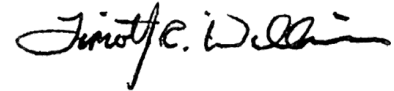
27          IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Miracle Flights is hereby  
28      enjoined from taking any action to terminate or alter Mrs. McGee's retirement benefits, including,

1 but not limited to, her annuities payments, health insurance, and supplemental health insurance  
2 payments, at issue in the Injunction Motion, pending the final adjudication of these issues by the  
3 Court;

4 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Order binds Miracle  
5 Flights' directors, officers, agents, servants, employees, attorneys, and "other persons who are in  
6 active concert or participation with" these individuals; and

7 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that a bond is set at One  
8 Thousand Dollars (\$1,000.00). If said bond is not posted with the Court by 5:00 p.m. PST on  
9 7/21, 2021, this Order will have no force and effect.

Dated this 13th day of July, 2021



BA8 ACE E593 6623  
Timothy C. Williams  
District Court Judge

N

CHRISTIENSEN LAW OFFICES

Submitted by:

PETERSON BAKER, PLLC

15 By: /s/ Tamara Beatty Peterson  
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*Attorneys for Miracle Flights*

# **EXHIBIT 1**

# **EXHIBIT 1**

## Erin Parcels

---

**From:** Kendelea Works <kworks@christiansenlaw.com>  
**Sent:** Friday, June 25, 2021 4:45 PM  
**To:** Tammy Peterson  
**Cc:** Nikki Baker; Peter S. Christiansen; Keely Perdue; Jonathan Crain; Erin Parcels  
**Subject:** Re: McGee draft Order

Hi Tammy,

In looking back at the Court's minute order, Judge Williams specifically noted there are issues of fact that may preclude summary judgment. Accordingly, it does not appear that the court conclusively decided the issues of fact before him, but rather made the "limited ruling" that he finds Plaintiff to have shown a reasonable probability of success on the merits. I initially started redlining your proposed order but ultimately, I don't think we can agree that the court conclusively determined the factual findings set forth in your order.

I presume you will not agree so it probably makes more sense for us to just prepare our own competing order. I am happy to discuss if you think a conversation would be helpful. Please let me know your thoughts.

Thanks,

Kendelea

On Jun 24, 2021, at 2:17 PM, Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)> wrote:

Kendelea

Please advise.

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Kendelea Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>  
**Sent:** Monday, June 21, 2021 12:49 PM  
**To:** Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)>  
**Cc:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>; Erin Parcels <[eparcells@petersonbaker.com](mailto:eparcells@petersonbaker.com)>  
**Subject:** Re: McGee draft Order

Hi Tammy,

I apologize for the delayed response. I was actually out sick for a couple days last week. We are still reviewing and will have comments and proposed changes to you in the next couple days. Appreciate your follow up and patience.

Thank you,  
Kendelea



On Jun 21, 2021, at 12:47 PM, Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)> wrote:

Kendelee

We haven't gotten any response from you on the attached proposed Order or our emails of June 10 or June 15. I realize it's summer and everyone's busy; but we haven't heard anything from you. If you are still reviewing, please let me know. If we don't hear from you today, we'll go ahead and submit this proposed order and just indicate that you did not respond.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Tammy Peterson  
**Sent:** Tuesday, June 15, 2021 9:38 AM  
**To:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>; Kendelee Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>  
**Cc:** Erin L. Parcells ([EParcells@petersonbaker.com](mailto:EParcells@petersonbaker.com)) <[EParcells@petersonbaker.com](mailto:EParcells@petersonbaker.com)>  
**Subject:** RE: McGee draft Order

Kendelee

We haven't heard from you on the attached proposed Order. I'm attaching it again for your convenience, along with a copy of the Court's Minute order.

Please indicate whether you approve the Order and if we may affix your electronic signature.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

**From:** Nikki Baker <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>  
**Sent:** Thursday, June 10, 2021 5:39 PM  
**To:** Kendelee Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Jonathan Crain <[jcrain@christiansenlaw.com](mailto:jcrain@christiansenlaw.com)>  
**Cc:** Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)>  
**Subject:** McGee draft Order

Hi Kendelee,

Attached hereto is a draft Order Granting Plaintiff's Motion for Preliminary Injunction. Please let us know if you have any suggested revisions or comments.

Thank you,

Nikki

**Nikki L. Baker, Esq.**

Peterson Baker, PLLC

701 S. 7<sup>th</sup> Street

Las Vegas, NV 89101

702.786.1001

[nbaker@PetersonBaker.com](mailto:nbaker@PetersonBaker.com)

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<Order granting PI v2.docx><2021.05.24 (McGee) Minute Order (2).pdf>

1 **CSERV**

2  
3 DISTRICT COURT  
4 CLARK COUNTY, NEVADA

5  
6 Ann McGee, Plaintiff(s)

CASE NO: A-19-799634-B

7 vs.

DEPT. NO. Department 16

8 Miracle Flights, Defendant(s)

9  
10 **AUTOMATED CERTIFICATE OF SERVICE**

11 This automated certificate of service was generated by the Eighth Judicial District  
12 Court. The foregoing Order was served via the court's electronic eFile system to all  
13 recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 7/13/2021

15 Whitney Barrett

wbarrett@christiansenlaw.com

16 R. Todd Terry

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17 Jonathan Crain

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18 Tamara Peterson

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David Astur

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**ODM**

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Facsimile: 702.786.1002

*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,

Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Defendant.

Case No.: A-19-799634-B

Dept. No.: XVI

**ORDER DENYING  
DEFENDANT/COUNTERCLAIMANT  
MIRACLE FLIGHTS' MOTION FOR  
RECONSIDERATION OF ORDER  
GRANTING PLAINTIFF'S MOTION  
FOR PRELIMINARY INJUNCTION**

Hearing Date: October 7, 2021

Hearing Time: 9:00 a.m.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction filed on July 27, 2021 (the "Motion for Reconsideration") came before this Honorable Court for hearing on October 7, 2021. Tamara

1 Beatty Peterson, Esq., of the law firm of Peterson Baker, PLLC, appeared on behalf of  
2 Plaintiff/Counterdefendant Ann McGee. Peter S. Christiansen, Esq., Kendele L. Works, Esq., and  
3 Keely A. Perdue, Esq., of the law firm Christiansen Law Offices, appeared on behalf of Miracle  
4 Flights.

5 Miracle Flights filed its Motion on July 27, 2021. Mrs. McGee filed "Plaintiff's Opposition  
6 to Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary  
7 Injunction" ("Opposition") on August 10, 2021. The matter was originally scheduled for hearing  
8 on September 15, 2021, but by Stipulation and Order entered on September 9, 2021, the hearing  
9 was continued to October 7, 2021. Miracle Flights filed a Reply to Plaintiff's Opposition to  
10 Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting  
11 Plaintiff's Motion for Preliminary Injunction ("Reply") on September 30, 2021. The Court heard  
12 arguments of counsel at the hearing held on October 7, 2021, and took the matter under advisement.  
13 On October 21, 2021, the Court issued a Minute Order setting forth its intended disposition of the  
14 Motion for Reconsideration.

15 Upon the Court's consideration of the pleadings and papers on file herein, the arguments  
16 and representations of counsel, and good cause appearing therefor, the Court hereby finds as  
17 follows:

18 1. Mrs. McGee filed her Motion for Preliminary Injunction (the "Injunction Motion")  
19 on October 31, 2019, and the matter was fully briefed prior to being heard on December 4, 2019.  
20 At Miracle Flights' request, the Court scheduled an evidentiary hearing on the Injunction Motion.

21 2. The evidentiary hearing began on January 13, 2020, and continued throughout 2020  
22 and 2021 due to issues involving the global COVID-19 pandemic, and scheduling issues of the  
23 parties, their counsel, and the Court.

24 3. After hearing eight days of testimony, the Court allowed the parties to file closing  
25 briefs. Miracle Flights filed its Closing Brief in Support of Opposition to Plaintiff's Motion for  
26 Preliminary Injunction ("Closing Brief") on February 26, 2021, and Mrs. McGee filed her  
27 Supplemental Brief in Support of Motion for Preliminary Injunction on the same date. The Court  
28 held closing arguments on March 17, 2021, and took the matter under advisement.

1           4.       On May 24, 2021, the Court issued a Minute Order granting Mrs. McGee's  
2 Injunction Motion and directing Mrs. McGee's counsel to prepare and submit a more detailed  
3 proposed order reflecting the Court's decision.

4           5.       On July 13, 2021, the Court issued its Order Granting Plaintiff's Motion for  
5 Preliminary Injunction ("Injunction Order").

6           6.       In its Motion for Reconsideration, Miracle Flights seeks reconsideration of the  
7 Injunction Order only as it pertains to the reinstatement of Mrs. McGee to the Board of Directors  
8 of Miracle Flights.

9           7.       A district court may reconsider a previously decided issue "if substantially different  
10 evidence is subsequently introduced or the decision is clearly erroneous." *Masonry & Tile*  
11 *Contractors Ass'n of S. Nevada v. Jolley, Urga, & Wirth, Ltd.*, 113 Nev. 737, 741, 941 P.2d 486,  
12 489 (1997); *see also Moore v. City of Las Vegas*, 92 Ne. 402, 405, 551 P.2d 244, 246 ("[o]nly in  
13 very rare instances in which new issues of fact or law are raised supporting a ruling contrary to the  
14 ruling already reached should a motion for rehearing be granted").

15           8.       In its Motion for Reconsideration, Miracle Flights asserts no new evidence.<sup>1</sup>  
16 Additionally, Miracle Flights does not assert any change in controlling law.

17           9.       Instead, Miracle Flights offers four arguments for its assertion that the Court's  
18 Injunction Order is clearly erroneous.

19           10.      First, Miracle Flights asserts that the proposed Order submitted by Mrs. McGee to  
20 the Court consisted of "erroneous factual findings, which the Court never made." However, the  
21 Court has reviewed the record, and the Court's findings in the Injunction Order are adequately  
22 supported by the evidence in the record. To the extent that Miracle Flights asserts that the findings  
23 in the Injunction Order "would be tantamount to a grant of summary judgment", the Court rejects  
24 such assertion. The Injunction Order confirmed that Mrs. McGee established a "likelihood of  
25

---

26           <sup>1</sup> During the hearing on the Motion for Reconsideration, Mrs. McGee objected to the new  
27 declarations and documents attached to Miracle Flights' Reply. When deciding the Motion for  
28 Reconsideration, the Court did not consider the declarations and documents submitted with Miracle  
Flights' Reply. (See Order Regarding Hearing Held on October 7, 2021, entered on October 21,  
2021.)

1 succeeding on her claims." The Court's Injunction Order does not stand for the proposition that  
2 there has been a final adjudication of all issues. The Court's Injunction Order is limited in scope  
3 and is not a final adjudication of the facts and the law. The Court finds no basis to reconsider its  
4 Injunction Order on this ground.

5 11. Second, Miracle Flights asserts that the Court should reconsider its Injunction Order  
6 because Mrs. McGee made no showing of irreparable harm should she not be reinstated to the  
7 Board of Directors. However, Miracle Flights made this argument in its prior submissions to the  
8 Court, including its Opposition to Plaintiff's Motion for Preliminary Injunction filed on November  
9 19, 2019, and in Miracle Flights' Closing Brief. Miracle Flights does not cite to any new,  
10 controlling authority. The Court has previously found that "the balance of equities and potential  
11 irreparable harm favor the granting of Mrs. McGee's Injunction Motion." (*See* Injunction Order at  
12 10.) Moreover, Mrs. McGee established that every day she is prevented from exercising her duties  
13 as a Board member of Miracle Flights is a loss not compensable by monetary damages. *See Wisdom*  
14 *Imp. Sales co. v. Labatt Brewing Co.*, 339 F.3d 101, 114-115 (2d Cir. 2003) ("Conduct that  
15 unnecessarily frustrates efforts to obtain or preserve the right to participate in the management of a  
16 company may also constitute irreparable harm"); *Riverside Sch. Bd. v. Kobeski*, 146 Pa. Commw.  
17 106, 112, 604 A.2d 1173, 1176-77 (1992) (finding that school board member was entitled to a  
18 preliminary injunction reinstating him to the board after his removal for a misdemeanor conviction  
19 for assault because "the harm to [plaintiff's] interests would be greater than the injury to the Board's  
20 interest if the injunction were denied" and that "it is clear that failure to mandate [plaintiff's] return  
21 to the Board would result in irreparable harm.") The Court finds no basis to reconsider its  
22 Injunction Order on this ground.

23 12. Third, Miracle Flights asserts that the Court failed to consider that it will be harmed  
24 "because of the disruption that will be caused by reinstating Ms. McGee to the Board in contrast  
25 with the passage of time since her removal." However, Miracle Flights made this argument in its  
26 prior submissions to the Court, including its Opposition to Plaintiff's Motion for Preliminary  
27 Injunction filed on November 19, 2019, and in Miracle Flights' Closing Brief. Miracle Flights does  
28 not cite to any new, controlling authority. The Court has previously found that "the balance of



1 equities and potential irreparable harm favor the granting of Mrs. McGee's Injunction Motion."  
2 (*See* Injunction Order at 10.) Moreover, Miracle Flights' assertion that reinstatement will cause a  
3 "great detriment to the ability of the charity to function in a productive manner that serves its  
4 mission" is pure speculation and does not establish that Miracle Flights will suffer any harm. The  
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6 13. Fourth, Miracle Flights asserts that the Injunction Order violates public policy.  
7 However, Miracle Flights made this argument in Miracle Flights' Closing Brief. Miracle Flights  
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11 McGee to sit as a Board member until she no longer wishes to serve as a Board member or until  
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19 Based on the foregoing, and good cause appearing, the Court orders as follows:

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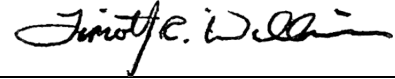
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1 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that  
2 Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting  
3 Plaintiff's Motion for Preliminary Injunction is DENIED.

4 Dated this 5th day of November, 2021

5 

6 629 FEA 5DD1 9564  
7 Timothy C. Williams  
District Court Judge

MH

8 Submitted by:

9 PETERSON BAKER, PLLC

CHRISTIENSEN TRIAL LAWYERS

10 By: /s/ Tamara Beatty Peterson  
11 TAMARA BEATTY PETERSON, ESQ.  
12 Nevada Bar No. 5218  
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16 *Attorneys for Ann and Bill McGee*

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keely@christiansenlaw.com  
810 S. Casino Center Boulevard, Suite 104  
Las Vegas, NV 89101

*Attorneys for Miracle Flights*

# **EXHIBIT 1**

# **EXHIBIT 1**

## Erin Parcells

---

**From:** Kendelee Works <kworks@christiansenlaw.com>  
**Sent:** Friday, November 5, 2021 10:30 AM  
**To:** Tammy Peterson  
**Cc:** Keely Perdue; Peter S. Christiansen; Nikki Baker; Erin Parcells  
**Subject:** Re: McGee v. Miracle Flights - proposed order denying motion for reconsideration

Good Morning,

We have no issues with the proposed order. You may submit with my electronic signature.

Thank you,  
KLW

On Nov 5, 2021, at 8:33 AM, Tammy Peterson <[tpeterson@petersonbaker.com](mailto:tpeterson@petersonbaker.com)> wrote:

Good morning Kendelee

Following up on my email below. I'm attaching again for your reference the proposed Order, along with the Minute Order. Does the proposed Order meet with your approval? If so, please confirm we may affix your electronic signature.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**  
Peterson Baker, PLLC  
702.786.1001

---

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**Sent:** Monday, November 1, 2021 2:07 PM  
**To:** Kendelee Works <[kworks@christiansenlaw.com](mailto:kworks@christiansenlaw.com)>; Keely Perdue <[keely@christiansenlaw.com](mailto:keely@christiansenlaw.com)>; Peter S. Christiansen <[pete@christiansenlaw.com](mailto:pete@christiansenlaw.com)>  
**Cc:** Nikki Baker (<[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>) <[nbaker@petersonbaker.com](mailto:nbaker@petersonbaker.com)>; Erin L. Parcells (<[ERcells@petersonbaker.com](mailto:ERcells@petersonbaker.com)>) <[ERcells@petersonbaker.com](mailto:ERcells@petersonbaker.com)>  
**Subject:** McGee v. Miracle Flights - proposed order denying motion for reconsideration

Good afternoon Kendelee

Per the Court's Minute Order (a copy of which is attached), we drafted a proposed Order denying Miracle Flights' Motion for Reconsideration. See attached. Please let us know if you have any suggested changes or additions. And, in the event that the order meets with your approval, please let us know if you will consent to us using your electronic signature.

Thanks, we look forward to hearing from you.

Regards  
Tammy

**Tamara Beatty Peterson, Esq.**

Peterson Baker, PLLC

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<2021.10.21- Minute Order.pdf><Order Denying Motion for Reconsideration v4.docx>

1 **CSERV**

2  
3 **DISTRICT COURT**  
4 **CLARK COUNTY, NEVADA**

5  
6 Ann McGee, Plaintiff(s)

CASE NO: A-19-799634-B

7 vs.

DEPT. NO. Department 16

8 Miracle Flights, Defendant(s)

9  
10 **AUTOMATED CERTIFICATE OF SERVICE**

11 This automated certificate of service was generated by the Eighth Judicial District  
12 Court. The foregoing Order Denying Motion was served via the court's electronic eFile  
13 system to all recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 11/5/2021

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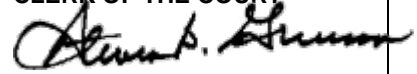
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Facsimile: 702.786.1002

*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,  
Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,  
Defendant.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Case No.: A-19-799634-B  
Dept. No.: XVI

**NOTICE OF ENTRY OF ORDER DENYING  
DEFENDANT/COUNTERCLAIMANT  
MIRACLE FLIGHTS' MOTION FOR  
RECONSIDERATION OF ORDER  
GRANTING PLAINTIFF'S MOTION FOR  
PRELIMINARY INJUNCTION**



1 PLEASE TAKE NOTICE that an ORDER DENYING  
2 DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION FOR  
3 RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY  
4 INJUNCTION ("Order") was entered on November 5, 2021. A copy of said Order is attached  
5 hereto.

6 Dated this 5<sup>th</sup> day of November, 2021.

7 PETERSON BAKER, PLLC

9 By: /s/ Tamara Beatty Peterson

10 TAMARA BEATTY PETERSON, ESQ., Bar No. 5218

11 tpeterson@petersonbaker.com

12 NIKKI L. BAKER, ESQ., Bar No. 6562

13 nbaker@petersonbaker.com

14 701 S. 7th Street

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18 *Attorneys for Ann and Bill McGee*

**CERTIFICATE OF SERVICE**

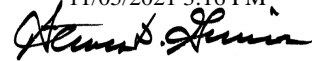
I HEREBY CERTIFY that I am an employee of Peterson Baker, PLLC, and pursuant to NRCP 5(b), EDCR 8.05, Administrative Order 14-2, and NEFCR 9, I caused a true and correct copy of the foregoing **NOTICE OF ENTRY OF ORDER DENYING DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION FOR RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION** to be submitted electronically for filing and service with the Eighth Judicial District Court via the Court's Electronic Filing System on the 5<sup>th</sup> day of November, 2021, to the following:

PETER S. CHRISTIANSEN, ESQ.  
pete@christiansenlaw.com  
KENDELEE L. WORKS, ESQ.  
kworks@christiansenlaw.com  
KEELY PERDUE, ESQ.  
keely@christiansenlaw.com  
CHRISTIANSEN TRIAL LAWYERS  
710 S. 7th Street  
Las Vegas, Nevada 89101

*Attorneys for Defendant Miracle Flights*

/s/ Clarise Wilkins

An employee of Peterson Baker, PLLC



CLERK OF THE COURT

**ODM**

TAMARA BEATTY PETERSON, ESQ., Bar No. 5218

tpeterson@petersonbaker.com

NIKKI L. BAKER, ESQ., Bar No. 6562

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*Attorneys for Ann and Bill McGee*

**DISTRICT COURT**

**CLARK COUNTY, NEVADA**

ANN MCGEE, a Nevada resident,

Plaintiff,

v.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Defendant.

Case No.: A-19-799634-B

Dept. No.: XVI

**ORDER DENYING  
DEFENDANT/COUNTERCLAIMANT  
MIRACLE FLIGHTS' MOTION FOR  
RECONSIDERATION OF ORDER  
GRANTING PLAINTIFF'S MOTION  
FOR PRELIMINARY INJUNCTION**

Hearing Date: October 7, 2021

Hearing Time: 9:00 a.m.

MIRACLE FLIGHTS, a Nevada nonprofit  
corporation,

Counterclaimant,

v.

ANN MCGEE, an individual; WILLIAM  
MCGEE, an individual; DOES I through X,  
inclusive; and ROE BUSINESS  
ENTITIES, I through XX, inclusive,

Counterdefendants.

Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary Injunction filed on July 27, 2021 (the "Motion for Reconsideration") came before this Honorable Court for hearing on October 7, 2021. Tamara

PETERSON BAKER, PLLC

701 S. 7th Street

Las Vegas, NV 89101

702.786.1001

1 Beatty Peterson, Esq., of the law firm of Peterson Baker, PLLC, appeared on behalf of  
2 Plaintiff/Counterdefendant Ann McGee. Peter S. Christiansen, Esq., Kendele L. Works, Esq., and  
3 Keely A. Perdue, Esq., of the law firm Christiansen Law Offices, appeared on behalf of Miracle  
4 Flights.

5 Miracle Flights filed its Motion on July 27, 2021. Mrs. McGee filed "Plaintiff's Opposition  
6 to Miracle Flights' Motion for Reconsideration of Order Granting Plaintiff's Motion for Preliminary  
7 Injunction" ("Opposition") on August 10, 2021. The matter was originally scheduled for hearing  
8 on September 15, 2021, but by Stipulation and Order entered on September 9, 2021, the hearing  
9 was continued to October 7, 2021. Miracle Flights filed a Reply to Plaintiff's Opposition to  
10 Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting  
11 Plaintiff's Motion for Preliminary Injunction ("Reply") on September 30, 2021. The Court heard  
12 arguments of counsel at the hearing held on October 7, 2021, and took the matter under advisement.  
13 On October 21, 2021, the Court issued a Minute Order setting forth its intended disposition of the  
14 Motion for Reconsideration.

15 Upon the Court's consideration of the pleadings and papers on file herein, the arguments  
16 and representations of counsel, and good cause appearing therefor, the Court hereby finds as  
17 follows:

18 1. Mrs. McGee filed her Motion for Preliminary Injunction (the "Injunction Motion")  
19 on October 31, 2019, and the matter was fully briefed prior to being heard on December 4, 2019.  
20 At Miracle Flights' request, the Court scheduled an evidentiary hearing on the Injunction Motion.

21 2. The evidentiary hearing began on January 13, 2020, and continued throughout 2020  
22 and 2021 due to issues involving the global COVID-19 pandemic, and scheduling issues of the  
23 parties, their counsel, and the Court.

24 3. After hearing eight days of testimony, the Court allowed the parties to file closing  
25 briefs. Miracle Flights filed its Closing Brief in Support of Opposition to Plaintiff's Motion for  
26 Preliminary Injunction ("Closing Brief") on February 26, 2021, and Mrs. McGee filed her  
27 Supplemental Brief in Support of Motion for Preliminary Injunction on the same date. The Court  
28 held closing arguments on March 17, 2021, and took the matter under advisement.

1           4.       On May 24, 2021, the Court issued a Minute Order granting Mrs. McGee's  
2 Injunction Motion and directing Mrs. McGee's counsel to prepare and submit a more detailed  
3 proposed order reflecting the Court's decision.

4           5.       On July 13, 2021, the Court issued its Order Granting Plaintiff's Motion for  
5 Preliminary Injunction ("Injunction Order").

6           6.       In its Motion for Reconsideration, Miracle Flights seeks reconsideration of the  
7 Injunction Order only as it pertains to the reinstatement of Mrs. McGee to the Board of Directors  
8 of Miracle Flights.

9           7.       A district court may reconsider a previously decided issue "if substantially different  
10 evidence is subsequently introduced or the decision is clearly erroneous." *Masonry & Tile*  
11 *Contractors Ass'n of S. Nevada v. Jolley, Urga, & Wirth, Ltd.*, 113 Nev. 737, 741, 941 P.2d 486,  
12 489 (1997); *see also Moore v. City of Las Vegas*, 92 Ne. 402, 405, 551 P.2d 244, 246 ("[o]nly in  
13 very rare instances in which new issues of fact or law are raised supporting a ruling contrary to the  
14 ruling already reached should a motion for rehearing be granted").

15           8.       In its Motion for Reconsideration, Miracle Flights asserts no new evidence.<sup>1</sup>  
16 Additionally, Miracle Flights does not assert any change in controlling law.

17           9.       Instead, Miracle Flights offers four arguments for its assertion that the Court's  
18 Injunction Order is clearly erroneous.

19           10.      First, Miracle Flights asserts that the proposed Order submitted by Mrs. McGee to  
20 the Court consisted of "erroneous factual findings, which the Court never made." However, the  
21 Court has reviewed the record, and the Court's findings in the Injunction Order are adequately  
22 supported by the evidence in the record. To the extent that Miracle Flights asserts that the findings  
23 in the Injunction Order "would be tantamount to a grant of summary judgment", the Court rejects  
24 such assertion. The Injunction Order confirmed that Mrs. McGee established a "likelihood of  
25

---

26           <sup>1</sup> During the hearing on the Motion for Reconsideration, Mrs. McGee objected to the new  
27 declarations and documents attached to Miracle Flights' Reply. When deciding the Motion for  
28 Reconsideration, the Court did not consider the declarations and documents submitted with Miracle  
Flights' Reply. (See Order Regarding Hearing Held on October 7, 2021, entered on October 21,  
2021.)

1 succeeding on her claims." The Court's Injunction Order does not stand for the proposition that  
2 there has been a final adjudication of all issues. The Court's Injunction Order is limited in scope  
3 and is not a final adjudication of the facts and the law. The Court finds no basis to reconsider its  
4 Injunction Order on this ground.

5 11. Second, Miracle Flights asserts that the Court should reconsider its Injunction Order  
6 because Mrs. McGee made no showing of irreparable harm should she not be reinstated to the  
7 Board of Directors. However, Miracle Flights made this argument in its prior submissions to the  
8 Court, including its Opposition to Plaintiff's Motion for Preliminary Injunction filed on November  
9 19, 2019, and in Miracle Flights' Closing Brief. Miracle Flights does not cite to any new,  
10 controlling authority. The Court has previously found that "the balance of equities and potential  
11 irreparable harm favor the granting of Mrs. McGee's Injunction Motion." (*See* Injunction Order at  
12 10.) Moreover, Mrs. McGee established that every day she is prevented from exercising her duties  
13 as a Board member of Miracle Flights is a loss not compensable by monetary damages. *See Wisdom*  
14 *Imp. Sales co. v. Labatt Brewing Co.*, 339 F.3d 101, 114-115 (2d Cir. 2003) ("Conduct that  
15 unnecessarily frustrates efforts to obtain or preserve the right to participate in the management of a  
16 company may also constitute irreparable harm"); *Riverside Sch. Bd. v. Kobeski*, 146 Pa. Commw.  
17 106, 112, 604 A.2d 1173, 1176-77 (1992) (finding that school board member was entitled to a  
18 preliminary injunction reinstating him to the board after his removal for a misdemeanor conviction  
19 for assault because "the harm to [plaintiff's] interests would be greater than the injury to the Board's  
20 interest if the injunction were denied" and that "it is clear that failure to mandate [plaintiff's] return  
21 to the Board would result in irreparable harm.") The Court finds no basis to reconsider its  
22 Injunction Order on this ground.

23 12. Third, Miracle Flights asserts that the Court failed to consider that it will be harmed  
24 "because of the disruption that will be caused by reinstating Ms. McGee to the Board in contrast  
25 with the passage of time since her removal." However, Miracle Flights made this argument in its  
26 prior submissions to the Court, including its Opposition to Plaintiff's Motion for Preliminary  
27 Injunction filed on November 19, 2019, and in Miracle Flights' Closing Brief. Miracle Flights does  
28 not cite to any new, controlling authority. The Court has previously found that "the balance of

1 equities and potential irreparable harm favor the granting of Mrs. McGee's Injunction Motion."  
2 (See Injunction Order at 10.) Moreover, Miracle Flights' assertion that reinstatement will cause a  
3 "great detriment to the ability of the charity to function in a productive manner that serves its  
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19 Based on the foregoing, and good cause appearing, the Court orders as follows:

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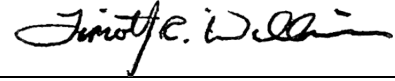
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1 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that  
2 Defendant/Counterclaimant Miracle Flights' Motion for Reconsideration of Order Granting  
3 Plaintiff's Motion for Preliminary Injunction is DENIED.

4 Dated this 5th day of November, 2021

5 

6 629 FEA 5DD1 9564  
7 Timothy C. Williams  
8 District Court Judge

MH

8 Submitted by:

9 PETERSON BAKER, PLLC

CHRISTIENSEN TRIAL LAWYERS

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21 *Attorneys for Ann and Bill McGee*

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Regards  
Tammy

**Tamara Beatty Peterson, Esq.**

Peterson Baker, PLLC

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Las Vegas, NV 89101

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[tpeterson@PetersonBaker.com](mailto:tpeterson@PetersonBaker.com)

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<2021.10.21- Minute Order.pdf><Order Denying Motion for Reconsideration v4.docx>

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2  
3 **DISTRICT COURT**  
4 **CLARK COUNTY, NEVADA**

5  
6 Ann McGee, Plaintiff(s)

CASE NO: A-19-799634-B

7 vs.

DEPT. NO. Department 16

8 Miracle Flights, Defendant(s)

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**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**December 04, 2019**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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**December 04, 2019      9:30 AM      All Pending Motions**

**HEARD BY:** Williams, Timothy C.      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L. Christiansen, Peter S McGee, Ann  Perdue, Keely A. Peterson, Tamara Beatty Works, Kendelea Leascher	Attorney Attorney Plaintiff Counter Defendant Attorney Attorney Attorney
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**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Mark Brown, CEO for Deft. Miracle Flights, present.

**PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION**

Discussion and argument by Ms. Peterson and Mr. Christiansen regarding the Motion and time necessary for evidence. COURT ORDERED, status quo to be maintained regarding financials and health care; Preliminary Injunction CONTINUED to 1/13/20 and 1/14/20 for evidentiary purposes. Court directed Ms. Peterson to prepare the order.

**MANDATORY RULE 16 CONFERENCE**

Ms. Peterson advised both counterclaims and claims involved and will seek preferential trial setting.

PRINT DATE: 12/08/2021

Page 1 of 36

Minutes Date: December 04, 2019

Colloquy regarding appropriate time for setting case schedule. There being agreement, COURT ORDERED, matter CONTINUED to time of Preliminary Injunction matter for reminder purposes.

MIRACLE FLIGHTS' MOTION FOR LEAVE TO REDACT PORTIONS OF ITS COUNTERCLAIM AND OPPOSITION TO PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION ON AN ORDER SHORTENING TIME

COURT ORDERED, Motion GRANTED in principle assuming establishment for Court's review of necessity as to confidentiality. Court directed Mr. Christiansen to prepare the order with findings.

CONTINUED TO: 1/13/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE

CONTINUED TO: 1/14/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**January 08, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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**January 08, 2020      9:30 AM      Motion to Dismiss**

**HEARD BY:** Williams, Timothy C.      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	Christiansen, Peter S	Attorney
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelee Leascher	Attorney

**JOURNAL ENTRIES**

- Arguments by Ms. Peterson and Ms. Works. COURT ORDERED, DENIED WITHOUT PREJUDICE as to Breach of Fiduciary Duty in light of Rocker case as pertains to discovery and statute of limitations; as to Constructive Trust, more definite statement required; DENIED WITHOUT PREJUDICE as to Constructive Fraud in light of Rocker case also as discussed and amended pleading is required; GRANTED as to Declaratory Relief as redundant; as to Unjust Enrichment, not a proper basis for punitive damage claim. Prevailing party to prepare the order. Colloquy regarding possible Rule 65 consolidation of injunction proceeding and trial. Further colloquy regarding testimony anticipated at the injunction hearing and order of same.



**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**January 13, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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<b>January 13, 2020</b>	<b>1:15 PM</b>	<b>Motion for Preliminary Injunction</b>
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	Christiansen, Peter S	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present.

Colloquy regarding exhibits, witnesses anticipated, and scheduling. Testimony and exhibits presented (see worksheets). COURT ORDERED, matters CONTINUED.

CONTINUED TO: 1/14/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE

CONTINUED TO: 1/21/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

**January 14, 2020**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**January 14, 2020      1:15 PM      Motion for Preliminary Injunction**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

## PARTIES

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	Christiansen, Peter S	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

## JOURNAL ENTRIES

- APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present.

Colloquy regarding exhibits, confidential nature of testimony, and scheduling. Testimony and exhibits presented (see worksheets). COURT ORDERED, matters CONTINUED.

CONTINUED TO: 1/21/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY  
INJUNCTION...MANDATORY RULE 16 CONFERENCE

CONTINUED TO: 1/23/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**January 21, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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<b>January 21, 2020</b>	<b>1:15 PM</b>	<b>Motion for Preliminary Injunction</b>
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Christiansen, Peter S McGee, Ann  Perdue, Keely A. Peterson, Tamara Beatty Works, Kendelea Leascher	Attorney Plaintiff Counter Defendant Attorney Attorney Attorney
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**JOURNAL ENTRIES**

- Testimony and exhibits presented (see worksheets). CONFERENCE AT BENCH. Continued testimony and evidence. COURT ORDERED, matter CONTINUED.

CONTINUED TO: 1/23/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**January 23, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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**January 23, 2020      1:15 PM      All Pending Motions**

**HEARD BY:** Williams, Timothy C.      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	Christiansen, Peter S	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Mark Brown, representative of Miracle Flights, present.

PLTF'S MOTION FOR PRELIMINARY INJUNCTION...MANDATORY RULE 16 CONFERENCE

Colloquy regarding additional exhibits and scope of instant matter. Testimony and exhibits presented (see worksheets). Colloquy regarding scheduling continuation of today's matter and release of testifying witness subject to recall. Colloquy regarding discovery conference matter. Court directed parties to meet and confer pursuant to Rule 16.1 and submit their case conference report. Court stated appropriate list of witnesses and documents required in this case before the next hearing. COURT ORDERED, Preliminary Injunction and Rule 16 Conference CONTINUED.

PRINT DATE: 12/08/2021

Page 7 of 36

Minutes Date: December 04, 2019

CONTINUED TO: 3/18/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY  
INJUNCTION...MANDATORY RULE 16 CONFERENCE

CONTINUED TO: 3/19/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

**March 16, 2020**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**March 16, 2020                      1:15 PM                      Telephonic Conference**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES  
PRESENT:**

## JOURNAL ENTRIES

- APPEARANCES: Tamara Peterson, Esq. present telephonically for Pltf. Kendelea Works, Esq. and Keely Perdue, Esq. present telephonically for Deft.

Colloquy regarding recent public health issue with regards to scheduling the evidentiary hearing including health status of certain individual related to the proceeding. There being agreement, COURT ORDERED, matters 3/18/20 and 3/19/20 RESET to 4/14/20 pursuant to this minute order.

CONTINUED TO: 4/14/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY  
INJUNCTION...MANDATORY RULE 16 CONFERENCE

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**May 14, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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<b>May 14, 2020</b>	<b>9:00 AM</b>	<b>Status Check</b>
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	Christiansen, Peter S	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- Counsel present telephonically. Colloquy regarding rescheduling pending matters in light of current public health crisis and mitigating factors of the parties. COURT ORDERED, Preliminary Injunction matter RESET from 5/21/20 and 5/22/20 to 7/15/20 and 7/16/20. FURTHER ORDERED, Status Check SET 6/17/20 regarding feasibility of the preliminary injunction hearing as discussed. ORDERED, Mandatory Rule 16 Conference RESET from 5/21/20 to 6/17/20 at time of the status check.

6/17/20 9:00 AM STATUS CHECK: FEASIBILITY OF 7/15/20 PRELIMINARY INJUNCTION HEARING

CONTINUED TO: 6/17/20 9:00 AM MANDATORY RULE 16 CONFERENCE

CONTINUED TO: 7/15/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION

CONTINUED TO: 7/16/20 1:15 PM PLTF'S MOTION FOR PRELIMINARY INJUNCTION



**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**June 08, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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June 08, 2020	8:00 AM	Minute Order
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HEARD BY: Williams, Timothy C.	COURTROOM: Chambers
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COURT CLERK: Christopher Darling

RECORDER:

REPORTER:

**PARTIES**

**PRESENT:**

**JOURNAL ENTRIES**

- Department 16 Formal Request to Appear Telephonically

Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is:

Dial the following number: 1-408-419-1715

Meeting ID: 948 657 904

To connect, dial the telephone number then enter the meeting ID followed by #.

PLEASE NOTE the following protocol each participant will be required to follow:

Place your telephone on mute while waiting for your matter to be called.

Do not place the conference on hold as it may play wait/hold music to others.

Identify yourself before speaking each and every time as a record is being made.

Please be mindful of sounds of rustling of papers or coughing.

CLERK S NOTE: This Minute Order has been electronically served to counsel through Odyssey eFile.

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

**June 17, 2020**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**June 17, 2020                      9:00 AM                      All Pending Motions**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

## PARTIES

**PRESENT:** Peterson, Tamara Beatty Attorney  
Works, Kendelea Leascher Attorney

## JOURNAL ENTRIES

- STATUS CHECK: FEASIBILITY OF 7/15/20 PRELIMINARY INJUNCTION HEARING...MANDATORY RULE 16 CONFERENCE

Counsel present telephonically. Colloquy regarding whether preliminary injunction matter to proceed as set in light of current public health crisis and protocol for proceeding with same. Court stated injunction matter to proceed as follows: use of face masks required of all participants; one lawyer, one client per side in the Courtroom; limitation of number of witnesses in Courtroom; witness anticipated to testify in jury box; participants appropriately dispersed within Courtroom; BlueJeans remote appearance permitted for additional participants. Colloquy regarding setting case schedule and status of document exchange. There being agreement, COURT ORDERED, case schedule as follows: Close of Discovery 3/17/21; Amend Pleadings 12/17/20; Initial Experts 12/17/20; Rebuttal Experts 1/19/21; Dispositive Motions 4/16/21; Trial 7/12/21. Department to issue scheduling order. Ms. Peterson advised stipulated amended complaint or motion regarding same anticipated. Court so noted.

**A-19-799634-B**

6/24/21 10:30 AM PRETRIAL/CALENDAR CALL

7/12/21 9:30 AM JURY TRIAL

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

**July 14, 2020**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**July 14, 2020**                      **1:30 PM**                      **Status Check**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

## PARTIES

**PRESENT:** Peterson, Tamara Beatty Attorney  
Works, Kendelea Leascher Attorney

## JOURNAL ENTRIES

- Counsel present telephonically. Colloquy regarding possible health issue with counsel and continuance of preliminary injunction matter. Further colloquy regarding whether or not live appearance impacts ultimate decision of the Court and whether clients comfortable to proceed with present protocols in light of current public health crisis. There being agreement, COURT ORDERED, Preliminary Injunction matter CONTINUED from 7/15/20 and 7/16/20 at 1:15 p.m. to 8/11/20 and 8/12/20 at 1:15 p.m.

CONTINUED TO: 8/11/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

CONTINUED TO: 8/12/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

August 05, 2020

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**August 05, 2020                  9:00 AM                  Status Check**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

## PARTIES

**PRESENT:** Peterson, Tamara Beatty Attorney  
Works, Kendelea Leascher Attorney

## JOURNAL ENTRIES

- All parties present telephonically. Colloquy regarding current health pandemic and impact on the Department, Courthouse, and the parties potentially. Further colloquy regarding alternative means to conduct the injunction hearing. Upon Court's inquiry, Ms. Peterson advised her client's intention is to hold in-person hearing; Ms. Works objected to proceeding remotely. Colloquy regarding rescheduling the matter. COURT ORDERED, Preliminary Injunction CONTINUED from 8/11/20 and 8/12/20 to 9/9/20 and 9/10/20; status check matter SET 8/19/20 regarding status of the injunction matter.

CONTINUED TO: 8/19/20 9:00 AM TELEPHONIC STATUS CHECK RE PRELIMINARY  
INJUNCTION HEARING

CONTINUED TO: 9/9/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

CONTINUED TO: 9/10/20 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

**August 11, 2020**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**August 11, 2020      8:00 AM      Minute Order**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** Chambers

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES  
PRESENT:**

## JOURNAL ENTRIES

- Department 16 Formal Request to Appear Telephonically  
Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is:  
Dial the following number: 1-408-419-1715  
Meeting ID: 301 745 453  
To connect, dial the telephone number then enter the meeting ID followed by #.  
PLEASE NOTE the following protocol each participant will be required to follow:  
Place your telephone on mute while waiting for your matter to be called.  
Do not place the conference on hold as it may play wait/hold music to others.  
Identify yourself before speaking each and every time as a record is being made.  
Please be mindful of sounds of rustling of papers or coughing.

CLERK S NOTE: This Minute Order has been electronically served to counsel through Odyssey eFile.

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**August 19, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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<b>August 19, 2020</b>	<b>9:00 AM</b>	<b>Status Check</b>
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<b>HEARD BY:</b> Williams, Timothy C.	<b>COURTROOM:</b> RJC Courtroom 03H
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**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES**

<b>PRESENT:</b>	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney

**JOURNAL ENTRIES**

- All parties present telephonically. Upon Court's inquiry regarding testimony in light of current public health crisis, Ms. Peterson requested live testimony continue; Ms. Perdue requested live testimony as well. Colloquy regarding what testimony remains, Court's availability for live testimony, and Courtroom protocol. COURT ORDERED, Preliminary Injunction RESET from 9/9/20 to 9/11/20; prior protocol remains and co-counsel is permitted to attend in the gallery at safe distance.

9/11/20 10:00 AM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

# COURT MINUTES

September 09, 2020

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**September 09, 2020      9:00 AM      All Pending Motions**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

## PARTIES

**PRESENT:** Perdue, Keely A. Attorney  
Peterson, Tamara Beatty Attorney  
Works, Kendelea Leascher Attorney

## JOURNAL ENTRIES

- STATUS CHECK RE AVAILABILITY FOR September 11, 2020 PRELIMINARY INJUNCTION HEARING...MIRACLE FLIGHTS MOTION TO CONTINUE EVIDENTIARY HEARING REGARDING PRELIMINARY INJUNCTION ON ORDER SHORTENING TIME

Hearing held telephonically. Arguments by counsel. Regarding a continuance, COURT FINDS no prejudice to parties. Therefore, COURT ORDERED, request GRANTED. Colloquy regarding availability of Court and parties for the continuance. COURT FURTHER ORDERED, Preliminary Injunction RESET from 9/11/20 to 10/9/20.

10/9/20 9:30 AM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION



**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**October 09, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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October 09, 2020	9:30 AM	Motion for Preliminary Injunction
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Jennifer Lott

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- ALSO PRESENT: Mark Brown, representative for Miracle Flights.

The Court addressed COVID-19 concerns, and the length of today's Hearing. The Court will listen to live testimony today, however, the remaining testimony can be conducted by video conferencing. Ms. Works previously Reserved the Right to re-call Ms. McGee. The Court reiterated concerns about the COVID-19 pandemic. The Court has heard Ms. McGee testify in person, and she can provide additional testimony via video conferencing. The Court requested to hear Mr. Brown's testimony in person today. Then Mr. Brown's additional testimony can be heard by video conferencing.

Testimony and exhibits presented. (See worksheets) COURT ORDERED, matter CONTINUED;  
additional Hearing dates set aside.

11-20-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction

12-4-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction

12-11-2020 9:30 a.m. Plaintiff's Motion for Preliminary Injunction

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**December 10, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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December 10, 2020	1:30 PM	<b>Motion for Preliminary Injunction</b>
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Client Representative, Mark Brown, also present.

Hearing held telephonically. Testimony and exhibits offered (see worksheets). Colloquy regarding whether or not to submit closing arguments by means of briefs. Court stated matter is not before a jury and is familiar with facts with regard to submission. Colloquy regarding anticipated scheduled tomorrow. COURT ORDERED, matter CONTINUED to 12/11/20 at 9:30 a.m.

CONTINUED TO: 12/11/20 9:30 AM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**December 11, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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December 11, 2020	9:30 AM	Motion for Preliminary Injunction
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HEARD BY:	Williams, Timothy C.	COURTROOM:	RJC Courtroom 03H
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COURT CLERK: Christopher Darling

RECORDER:

REPORTER: Peggy Isom

**PARTIES**

PRESENT:	Baker, Nikki L.	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Client Representative, Mark Brown, also present.

Testimony and exhibits presented (see worksheets). Colloquy regarding certain audio/visual difficulty and accommodation for same. Further colloquy regarding resetting matter to complete testimony. Upon Court s inquiry, Ms. Works advised she intends to call Ms. McGee as her final witness. COURT ORDERED, Status Check SET 12/16/20 regarding resetting the Preliminary Injunction and determining closing briefs.

12/16/20 9:00 AM STATUS CHECK: RESETTING PRELIMINARY INJUNCTION/CLOSING BRIEFS

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**December 14, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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**December 14, 2020      8:00 AM      Minute Order**

**HEARD BY:** Williams, Timothy C.      **COURTROOM:** Chambers

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES**

**PRESENT:**

**JOURNAL ENTRIES**

- Department 16 Formal Request to Appear Telephonically

Please be advised that pursuant to Administrative Order 20-10, Department 16 will temporarily require all matters to be heard via telephonic appearance. The court is currently scheduling all telephonic conference through BlueJeans, wherein you dial in prior to your hearing to appear. The call-in number is:

Dial the following number: 1-408-419-1715

Meeting ID: 458 575 421

To connect, dial the telephone number then enter the meeting ID followed by #.

PLEASE NOTE the following protocol each participant will be required to follow:

Place your telephone on mute while waiting for your matter to be called.

Do not place the conference on hold as it may play wait/hold music to others.

Identify yourself before speaking each and every time as a record is being made.

Please be mindful of sounds of rustling of papers or coughing.

CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**December 16, 2020**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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**December 16, 2020      9:00 AM      Status Check**

**HEARD BY:** Williams, Timothy C.      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES**

<b>PRESENT:</b>	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- Hearing held telephonically. Colloquy regarding availability for continuation of the Preliminary Injunction hearing. COURT ORDERED, injunction matter CONTINUED to 1/27/21 at 1:15 p.m. and may discuss additional time needed; final briefing DUE from both parties 2/10/21; closing arguments SET 2/17/21 at 1:15 p.m. Upon inquiry by Ms. Peterson as to a one hour argument limitation for each side at the hearing, Court stated the limitation is aspiration. Court directed counsel prepare order with today s dates. Ms. Peterson advised will prepare and circulate the order to opposing counsel for review.

Proposed order(s) to be submitted electronically to DC16Inbox@clarkcountycourts.us.

1/27/21 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

2/17/21 1:15 PM PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**January 27, 2021**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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<b>January 27, 2021</b>	<b>1:15 PM</b>	<b>Motion for Preliminary Injunction</b>
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**HEARD BY:** Williams, Timothy C.                      **COURTROOM:** RJC Courtroom 03H

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:** Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L. McGee, Ann  Perdue, Keely A. Peterson, Tamara Beatty Works, Kendelea Leascher	Attorney Plaintiff Counter Defendant Attorney Attorney Attorney
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**JOURNAL ENTRIES**

- Hearing held telephonically. Testimony and exhibits offered (see worksheets). Ms. Peterson advised briefing is next due in two weeks as previously ordered. Ms. Works advised final argument was set 2/17/21.

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

NRS Chapters 78-89

COURT MINUTES

March 17, 2021

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

March 17, 2021      1:15 PM      Motion for Preliminary Injunction      See 5/24/21 Minute Order

HEARD BY: Williams, Timothy C.      COURTROOM: RJC Courtroom 03H

COURT CLERK: Christopher Darling

RECORDER:

REPORTER: Peggy Isom

**PARTIES**

<b>PRESENT:</b>	Baker, Nikki L.	Attorney
	McGee, Ann	Plaintiff
		Counter Defendant
	Perdue, Keely A.	Attorney
	Peterson, Tamara Beatty	Attorney
	Works, Kendelea Leascher	Attorney

**JOURNAL ENTRIES**

- APPEARANCES CONTINUED: Mark Brown, CEO of Miracle Flights, present.

Hearing held by BlueJeans remote conferencing. Closing arguments by counsel. Colloquy regarding pending confidentiality matter and issue with discovery deadlines. Court directed counsel again provide confidentiality provision materials in camera; Ms. Works advised she will provide same and copy to Ms. Peterson as well. Ms. Peterson advised she will address discovery deadlines separately with Ms. Works. Court stated it will entertain a stipulation in that regard. Court further stated it will review both instant injunction matter and confidentiality matter; decision forthcoming.



**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

# COURT MINUTES

**May 24, 2021**

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**May 24, 2021**                      **8:00 AM**                      **Minute Order**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** Chambers

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES  
PRESENT:**

## JOURNAL ENTRIES

- After review and consideration of the points and authorities on file herein, and oral argument of counsel, the Court determined as follows:

Pursuant to NRCP 65, a party seeking injunctive relief must establish a likelihood of success on the merits and whether the party will suffer irreparable harm without injunctive relief. When there are adequate remedies available under the law, there can be no irreparable harm, and thus injunctive relief under NRCP 65 is inappropriate. The Court must remind the parties that the Court's ruling is very limited. The primary issues the Court must determine at this stage of the proceedings are the merits of the Plaintiff's Motion for Preliminary Injunction pursuant to NRCP 65. With that in mind, there are issues of material fact that may preclude granting summary judgment. However, Plaintiff Ann McGee is seeking limited relief pursuant to NRCP 65. Plaintiff McGee is seeking an Order reinstating her on the Board of Directors until the Court decides whether she is entitled to a permanent position on the Board. Additionally, Plaintiff McGee is seeking an Order prohibiting Miracle Flights from taking action to terminate or alter the annuity and insurance benefits under the Retirement and Consulting Agreement.

There appears to be sufficient evidence based on the plain language of the Bylaws, Plaintiff's employment agreement, as amended, and the Retirement and Consulting agreement that Plaintiff Ann McGee is entitled to sit as a Board member until she no longer wishes to serve as a board member or until the Court's final determination of this issue. Additionally, the only remaining issue is whether Miracle Flights should be enjoined from taking any actions to terminate or alter the annuity and insurance payments to Plaintiff McGee pending final adjudication by the Court.

In light of the current record, Plaintiff Ann McGee's probability of success on the merits, and potential irreparable injury, Plaintiff's Motion for Preliminary Injunction shall be GRANTED. Regarding Miracle Flights prior related motion as to redaction and confidentiality, as the Court earlier stated, the Motion is GRANTED in principle subject to review of the final order of the Court for compliance with the appropriate Supreme Court Rule.

Counsel on behalf of each prevailing party respectively shall prepare a Findings of Fact, Conclusions of Law and Order based not only on the court's minute order but the pleadings on file herein, argument of counsel, and the entire record. Lastly, counsel is to circulate the order prior to submission to the Court to adverse counsel. If the counsel can't agree on the contents, the parties are to submit competing orders.

CLERK'S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

## NRS Chapters 78-89

## COURT MINUTES

September 08, 2021

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

**September 08, 2021      3:00 AM      Minute Order**

**HEARD BY:** Williams, Timothy C. **COURTROOM:** Chambers

**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES  
PRESENT:**

## JOURNAL ENTRIES

- Department 16 Formal Request to Appear Remotely

Please be advised that pursuant to Administrative Order 21-04, Department 16 will temporarily require all matters be heard remotely. The court utilizes BlueJeans for remote conferencing wherein you appear and participate by phone or through an internet enabled device. Please be sure to check in with the Courtroom Clerk at 8:55 a.m. on the date of your hearing. The call-in number or website to connect is:

Telephone:

Dial: 1-408-419-1715

Meeting ID: 305 354 001

Participant Passcode: 2258

Smartphone/Computer:

Website: <https://bluejeans.com/305354001/2258>

If you appear by phone, please bear in mind: first, dial the telephone number, then meeting ID followed by #, and finally the participate passcode followed by #; secondly, dial \*4 to unmute when

PRINT DATE: 12/08/2021

Page 30 of 36

Minutes Date: December 04, 2019

you are ready to do so.

If you appear by smartphone or computer, please bear in mind: enter the website address in your device's browser exactly as shown above and follow the instructions on screen; optionally, download the BlueJeans app as indicated on this same website. If you wish to test your audio/video in advance of the hearing, please visit <https://bluejeans.com/111>.

Protocol each participant will be required to follow:

Place your telephone on mute while waiting for your matter to be called.

Do not place the conference on hold as it may play wait/hold music to others.

Identify yourself before speaking each and every time as a record is being made.

Wait for the line to clear before speaking as the conference audio is one-way.

Be mindful of background noises and echoing from using multiple devices.

BlueJeans chat will not be available while court is in session. If you need to report an issue affecting your ability to appear, please send an email marked urgent to the following addresses: JEA, Lynn Berkheimer [Dept16EA@clarkcountycourts.us]; Law Clerk, Michael Holthus [Dept16LC@clarkcountycourts.us]; Court Clerk, Chris CJ Darling [DarlingC@clarkcountycourts.us]

CLERK'S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**October 04, 2021**

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A-19-799634-B	Ann McGee, Plaintiff(s) vs. Miracle Flights, Defendant(s)
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<b>October 04, 2021</b>	<b>3:00 AM</b>	<b>Minute Order</b>
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<b>HEARD BY:</b> Williams, Timothy C.	<b>COURTROOM:</b> Chambers
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**COURT CLERK:** Christopher Darling

**RECORDER:**

**REPORTER:**

**PARTIES  
PRESENT:**

**JOURNAL ENTRIES**

- Department 16 Formal Request to Appear Remotely

Please be advised that pursuant to Administrative Order 21-04, Department 16 will temporarily require all matters be heard remotely. The court utilizes BlueJeans for remote conferencing wherein you appear and participate by phone or through an internet enabled device. Please be sure to check in with the Courtroom Clerk at 8:55 a.m. on the date of your hearing. The call-in number or website to connect is:

Telephone:

Dial: 1-408-419-1715

Meeting ID: 305 354 001

Participant Passcode: 2258

Smartphone/Computer:

Website: <https://bluejeans.com/305354001/2258>

If you appear by phone, please bear in mind: first, dial the telephone number, then meeting ID followed by #, and finally the participate passcode followed by #; secondly, dial \*4 to unmute when

you are ready to do so.

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Protocol each participant will be required to follow:

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- Do not place the conference on hold as it may play wait/hold music to others.
- Identify yourself before speaking each and every time as a record is being made.
- Wait for the line to clear before speaking as the conference audio is one-way.
- Be mindful of background noises and echoing from using multiple devices.

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CLERK'S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.

**DISTRICT COURT  
CLARK COUNTY, NEVADA**

NRS Chapters 78-89

COURT MINUTES

October 07, 2021

A-19-799634-B      Ann McGee, Plaintiff(s)  
vs.  
Miracle Flights, Defendant(s)

October 07, 2021      9:05 AM      Motion to Reconsider      See 10/21/21 Minute Order

HEARD BY: Williams, Timothy C.      COURTROOM: RJC Courtroom 03H

COURT CLERK: Kathy Thomas

RECORDER: Trisha Garcia

REPORTER:

**PARTIES**

**PRESENT:**      Christiansen, Peter S      Attorney  
Perdue, Keely A.      Attorney  
Peterson, Tamara Beatty      Attorney  
Works, Kendelea Leascher      Attorney

**JOURNAL ENTRIES**

- Argument by Ms. Works in support of her motion. Ms. Peterson argued against the motion. Colloquy regarding Ms. McGee reinstated to the Board of Directors of Miracle Flights, Bi-laws, provisions and language in the Court's Order. Ms. Peterson noted they agreed to submit competing orders however Miracle Flights did not file an order. Upon Court's inquiry, Ms. Works noted she and her family had COVID. Ms. Peterson added the Defendant filed an improper reply adding new evidence. Ms. Works explained the evidence was relevant for the time of the events. Court noted the Court will review the order and may or may not change or add to the order. Court further noted this Court will not consider the affidavit and new evidence submitted. Court will allow counsel to raise the issue and new evidence in a new motion. COURT ORDERED, Matter Taken Under Advisement and SET in Chambers. Court further directed Ms. Works to prepare an order allowing her to file a new motion with the new facts.

11/03/2021 (CHAMBERS) DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION  
FOR RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY  
INJUNCTION



**DISTRICT COURT  
CLARK COUNTY, NEVADA**

**NRS Chapters 78-89**

**COURT MINUTES**

**October 21, 2021**

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A-19-799634-B	Ann McGee, Plaintiff(s)
	vs.
	Miracle Flights, Defendant(s)

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October 21, 2021	3:00 AM	Minute Order
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HEARD BY: Williams, Timothy C.	COURTROOM: Chambers
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COURT CLERK: Christopher Darling

RECORDER:

REPORTER:

**PARTIES**

**PRESENT:**

**JOURNAL ENTRIES**

- After review and consideration of the points and authorities on file herein, and argument of counsel, the Court determined as follows:

Defendant Miracle Flights Motion for Reconsideration of Order Granting Plaintiff s Motion for Preliminary Injunction shall be DENIED. It must be pointed out, the Court s decision does not stand for the proposition that there has been a final adjudication of all issues. On the contrary, the Court s decision is limited in scope and not a final adjudication of the facts and the law.

Counsel on behalf of Plaintiff, Ann McGee shall prepare a detailed Order, Findings of Facts, and Conclusions of Law, based not only on the foregoing Minute Order, but also on the record on file herein. This is to be submitted to adverse counsel for review and approval and/or submission of a competing Order or objections, prior to submitting to the Court for review and signature.

CLERK S NOTE: A copy of this Minute Order has been electronically served to all registered users on this case in the Eighth Judicial District Court Electronic Filing System.

# EXHIBIT(S) LIST

Case No.: A799634

Trial Date: 1/13/20

Dept. No.: 16

Judge: Timothy C. Williams

Plaintiff: Ann McGee

Court Clerk: Christopher Darling

Reporter: Peggy Isom

vs.

Counsel for Plaintiff: Tamara Peterson, Esq. and

Nikki Baker, Esq.

Defendant: Miracle Flights

Counsel for Defendants: Peter Christiansen, Esq.,

Kendelea Works, Esq., and Keely Perdue, Esq.

## HEARING BEFORE THE COURT

### PLTF'S EXHIBITS

Ex. #	Exhibit Description	Date Offered	Objection	Date Admitted	
1	Article from the Las Vegas Review-Journal: Miracle Flights' founder bails with massive retirement package				WA
2	Bylaws of Miracle Flights	1-13-20	NO	1-13-20	WA
3	Affidavit of Ann McGee in Support of Plaintiff's Motion for Preliminary Injunction				WA
4	Article from the Las Vegas Review-Journal: Las Vegas charity with \$44M in bank courts donors for new mission				WA
5	Letter from Peter S. Christiansen, Esq. enclosing Ann McGee's Consulting Report dated October 24, 2019				WA
6	Employment Agreement for Ann Mishoulam	1-13-20	NO	1-13-20	WA
7	Amendment to Employment Agreement for Ann McGee	1-13-20	NO	1-13-20	WA
8	Addendum to June 1, 1989 Employment Agreement	1-13-20	NO	1-13-20	WA
9	Miracle Flights for Kids Special Board of Directors Meeting	1-13-20	NO	1-13-20	WA
10	Miracle Flights Minutes of the Board of Directors' Meeting	1-13-20	NO	1-13-20	WA

# EXHIBIT(S) LIST

Case # A-19- 799634-B

Plaintiff Ann McGee

VS.

Defendant Miracle Flights

## PLTF'S EXHIBITS

Ex. #	Exhibit Description	Date Offered	Objection	Date Admitted	
11	Retirement and Consulting Agreement	1-13-20	NO	1-13-20	wt
12	Miracle Flights Consolidated Financial Statements				wt
13	Check to Ann McGee for Reimbursement of Medicare & Cigna Supplemental for Aug.	1-13-20	NO	1-13-20	wt
14	Check to Ann McGee for Reimbursement of Medicare & Cigna Supplemental for Sept.	1-13-20	NO	1-13-20	wt
15	Letter to IRS Agent Diana Gelblum				wt
16	Letter to Ann McGee from Miracle Flights	1-13-20	NO	1-13-20	wt
17	Minutes of the Board of Directors of Miracle Flights	1-13-20	NO	1-13-20	wt
18	Letter to Ann McGee from Peter Christiansen regarding retention	1-13-20	NO	1-13-20	wt
19	Letter of 8-9-15 to Board of Directors	1-23-20	Yes	1-23-20	wt
20	minutes from 8-20-15				wt
21	Confirmation on 4-15-15	1-23-20	NO	1-23-20	wt

## EXHIBIT(S) LIST

Case No.: A799634

Trial Date: 1/13/20

Dept. No.: 16

Judge: Timothy C. Williams

Plaintiff: Ann McGee

Court Clerk: Christopher Darling

Reporter: Peggy Isom

vs.

Counsel for Plaintiff: Tamara Peterson, Esq. and

Nikki Baker, Esq.

Defendant: Miracle Flights

Counsel for Defendants: Peter Christiansen, Esq.,

Kendeleo Works, Esq., and Keely Perdue, Esq.

### HEARING BEFORE THE COURT

#### DEFT'S EXHIBITS

Ex. #	Exhibit Description	Date Offered	Objection	Date Admitted
	See attached.			

**DEFENDANT'S EXHIBIT LIST**

**CASE NO. A-19-799634-B**

**HEARING DATES: JAN 13-14, 2020**

**DEPT. NO. 16**

**Honorable Timothy C. Williams**

**PLAINTIFF: ANN MCGEE**

**COUNSEL FOR PLAINTIFF:  
Tamara Beatty Peterson, Esq.  
Nikki L. Baker, Esq.**

**VS**

**DEFENDANT: MIRACLE FLIGHTS**

**COUNSEL FOR DEFENDANT:  
Peter S. Christiansen, Esq.  
Kendelea Works, Esq.  
Keely Perdue, Esq.**

**EVIDENTIARY HEARING BEFORE THE COURT**

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED
101	Employment Agreement dated June 1, 1989	1-21-20	NO	1-21-20
102	Amendment to Employment Agreement dated October 10, 1998	1-21-20	NO	1-21-20
103	Addendum to Employment Agreement dated January 30, 2007			
104	Ann's Email to Groesbeck dated November 19, 2013			
105	Ann's Letter to Board dated February 12, 2007	1-21-20	NO	1-21-20
106	Ann's Letter to Errol dated April 1, 2008	1-21-20	NO	1-21-20
107	Ann's Affidavit	1-23-20	NO	1-23-20
108	Ann's Email to Errol dated October 21, 2009	1-21-20	YES	1-21-20
109	Flynn Email to Mark dated January 19, 2016	12-11-20	YES	12-11-20
110	Ann's Email to Mark dated December 13, 2018	1-21-20	YES	1-21-20
111	Errol's Memo to Ann, Mark & Mike Harman dated February 27, 2019	10-9-20	YES	10-9-20
111A	IRS letter dated 2/22/19	10-9-20	YES	10-9-20

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Admitted  
10-9-20

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EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED	
112	Ann's Email to Mark and Board dated March 1, 2019	1-21-20	NO	1-21-20	WA
113A	Ann's Email to Mark and Board dated March 4, 2019	1-23-20	NO	1-23-20	WA
113B	Ann's Email to Errol dated March 5, 2019	1-23-20	NO	1-23-20	WA
114	Ann's Email dated March 9, 2019	1-23-20	NO	1-23-20	WA
115	Minutes dated December 9, 2015	1-23-20	NO	1-23-20	WA
116A	Version 1 of Retirement and Consulting Agreement	1-23-20	Yes	12-10-20	WA
116B	Version 2 of Retirement and Consulting Agreement	1-23-20	NO	1-23-20	WA
116C	Version 3 of Retirement and Consulting Agreement	1-23-20	NO	1-23-20	WA
117	Ann's Annuity Schedule				WA
118	Flynn's Email to Mark dated March 9, 2016	1-23-20	Yes	12-10-20	WA
119	Minutes dated October 20, 2016				WA
120	Special Meeting Minutes dated November 15, 2016	1-23-20	Yes	1-23-20 Pg. 3 only	WA
121	Ann's Email to Mark dated June 6, 2017	1-23-20	NO	1-23-20	WA
122	Minutes dated August 1, 2017	1-23-20	NO	1-23-20	WA
123	Minutes dated October 21, 2015	1-23-20	NO	1-23-20	WA
124	Ann's Email String with Khorsandi dated October 19, 2015				WA
125	March 7, 2017 Agenda and Minutes	1-23-20	Yes	1-23-20	WA
126	PRM Survey 2013				WA
127	PRM Survey 2014	12-10-20	NO	12-10-20	WA
128	Annuity Overpayments to Ann				WA
129	Ann's Salaries Based on 990	12-10-20	Yes	—	WA
130	Minutes dated December 18, 2013	1-23-20	Yes	1-23-20	WA
131	Groesbeck Email to Ann and Scheffler dated December 26, 2013				WA
132	Ann Email to Groesbeck dated December 31, 2013				WA
133	Ann Email to Scheffler dated January 3, 2014				WA
134	Scheffler Email to Ann and Board dated February 24, 2014				WA
135	Ann Email to Scheffler dated February 25, 2014	1-23-20	Yes	1-23-20	WA

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED	
136	Board Resigns June 9-10, 2014				WA
137	2011 Bylaws				WA
138	Compensation Committee Minutes dated July 10, 2014	1-23-20	NO	1-23-20	WA
139	Board Minutes dated July 8, 2015	1-23-20	NO	1-23-20	WA
140	Compensation Committee Minutes dated August 21, 2014	1-21-20	NO	1-21-20	WA
140A	Salary File Note to Managed Pay dated August 22, 2014	1-21-20	Yes	1-21-20	WA
141	Compensation Committee Minutes dated August 14, 2015	1-23-20	Yes	1-23-20	WA
142	Keith Flynn Email to Dr. K dated August 18, 2015				WA
143	Keith Flynn Email to Dr. K dated August 19, 2015				WA
144	Minutes dated August 26, 2014	1-21-20	NO	1-21-20	WA
145	2016 Bylaws	1-13-20	NO	1-13-20	WA
146	Board's Letter to AM dated March 21, 2019	I	I	I	WA
147	Vanessa's Email to Ann dated March 22, 2019	I	I	I	WA
148	Ann's Email to Board dated March 26, 2019 (at 3:41 p.m.)	I	I	I	WA
149	Ann's Email to Vanessa dated March 27, 2019	I	I	I	WA
150	Board Minutes dated August 1, 2017				WA
151	Minutes dated March 26, 2019				WA
152	Minutes dated November 20, 2014	1-23-20	NO	1-23-20	WA
153	November 2015 Salary Report	12-10-20	NO	12-10-20	WA
154	2015 Bylaws	1-21-20	Yes	X	WA
155	Minutes dated January 6, 2015	1-23-20	NO	1-23-20	WA
156	Minutes dated February 18, 2015	1-27-21	NO	1-27-21	WA
157	Minutes dated February 25, 2015	1-23-20	NO	1-23-20	WA
158	Minutes dated June 19, 2018	10-9-20	NO	10-9-20	WA
159	Minutes dated September 11, 2018				WA
160	Minutes dated December 11, 2018	10-9-20	—	10-9-20	WA
161	Minutes dated November 12, 2015				WA
162	River Source Application dated October 21, 2014	1-23-20	Yes	1-23-20 To be redacted	WA
163	River Source Contract dated November 12, 2014				WA

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED
164	Checks signed by Ann in October	1-23-20	Yes	1-23-20 To be redacted
165	Bank Account for March			
166	Bank Account for October			
167	River Source Contract dated March 11, 2014	1-23-20	Yes	—
168	Board Minutes dated January 30, 2007	1-27-21	NO	1-27-21
169	Corporate Resolution dated May 30, 2007			

WA  
WA  
WA  
WA  
WA  
WA



EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED	
165	Bank Account for March				
166	Bank Account for October				
167	River Source Contract dated March 11, 2014	See page prior			
168	Board Minutes dated January 30, 2007	See page prior			
169	Corporate Resolution dated May 30, 2007				
170	IRS Voicemail (audio file)				
171A	Document dated Tuesday, March 18, 2014 authored by Ann McGee (Bates MF-000529-MF-000531)	1-27-21	NO	1-27-21	WA
171B	Resolution regarding Ad Hoc Committees authored by Ann McGee (Bates MF-000657)				WA
171C	Ann's Correspondence to Board dated March 19, 2015 (Bates MF-001338-MF-001342)	1-27-21	NO	1-27-21	WA
172	Christiansen Law Offices' Correspondence to Tammy Peterson dated July 1, 2014 with attachment from IRS (Bates MF-001345-MF-001355)				WA
173	Declaration of Jessica Connell dated July 13, 2020 (Bates MF-001356 - MF-001357)				WA
174	Email from Vanessa to Mark Brown with attachment dated July 23, 2015 (Bates MF-001356-MF-001357)	10-9-20	NO	10-9-20	WA
175	2011 Bylaws (electronic file name: Amended BYLAWS - updated 2.10.11.doc) (Bates MF-000206 - MF-000209)				WA
176	2015 Bylaws (electronic file name: BYLAWS.docx) (previously produced on March 11, 2020) (Bates MF-000668 - MF-000674)	10-9-20	NO	10-9-20	WA
175A					WA
175B		10-9-20	NO	10-9-20	WA

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	DATE OFFERED	OBJECTION	DATE ADMITTED	
177	Email from Ann to Vanessa dated December 22, 2014 (Bates MF-001257)	1-27-21	Yes	1-27-21	WA
178	Declaration of Michael Holpuch, Principal of HOLO Discovery dated September 4, 2020 (Bates MF-001370 – MF-001373)				WA
179	Correspondence to Tammy Peterson dated May 24, 2019	12-11-20	NO	12-11-20	WA
180	Separation of Annuities dated January 30, 2007	1-27-21	NO	1-27-21	WA

# Certification of Copy

State of Nevada }  
County of Clark } SS:

I, Steven D. Grierson, the Clerk of the Court of the Eighth Judicial District Court, Clark County, State of Nevada, does hereby certify that the foregoing is a true, full and correct copy of the hereinafter stated original document(s):

NOTICE OF APPEAL; CASE APPEAL STATEMENT; NOTICE OF POSTING A SECURITY OF COSTS ON APPEAL; DISTRICT COURT DOCKET ENTRIES; CIVIL COVER SHEET; ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION; NOTICE OF ENTRY OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION; ORDER DENYING DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION FOR RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION; NOTICE OF ENTRY OF ORDER DENYING DEFENDANT/COUNTERCLAIMANT MIRACLE FLIGHTS' MOTION FOR RECONSIDERATION OF ORDER GRANTING PLAINTIFF'S MOTION FOR PRELIMINARY INJUNCTION; DISTRICT COURT MINUTES; EXHIBITS LIST

ANN MCGEE,

Plaintiff(s),

vs.

MIRACLE FLIGHTS,

Defendant(s),

Case No: A-19-799634-B

Dept No: XVI

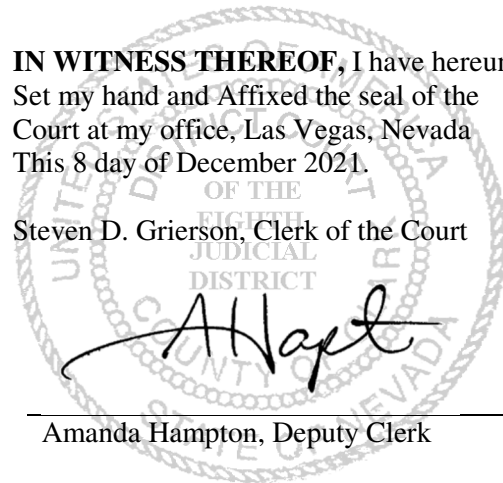
now on file and of record in this office.

**IN WITNESS THEREOF**, I have hereunto  
Set my hand and Affixed the seal of the  
Court at my office, Las Vegas, Nevada  
This 8 day of December 2021.

Steven D. Grierson, Clerk of the Court



Amanda Hampton, Deputy Clerk



**Peter S. Christiansen, Esq., a Prof. Corp.**710 S. 7th Street  
Las Vegas, Nevada 89101  
(702) 240-7979**BANK OF NEVADA**  
P.O. Box 26237  
Las Vegas, NV 89102  
94-177/1224

9946

12/3/2021

PAY TO THE  
ORDER OF

Supreme Court Clerk

\$ \*\*250.00

Two Hundred Fifty and 00/100\*\*\*\*\* DOLLARS

Supreme Court Clerk  
201 S. Carson Street, Suite 201  
Carson City, Nevada 89701-4702

MEMO

Filing fee for appeal A-19-799634-B

⑈009946⑈ ⑆122401778⑆ 1020015965⑈

Peter S. Christiansen, Esq., a Prof. Corp.

9946

Supreme Court Clerk

12/3/2021

Filing fee for appeal A-19-799634-B

250.00

5965 General Account Filing fee for appeal A-19-799634-B

250.00