

VINCENT F. GONZALEZ

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FAX NUMBER UPON REQUEST

February 3, 2009

Chris Garland - Executive Director
Tremont West Development Corp.
2406 Professor Avenue
Cleveland, Ohio 44113

Dear Mr. Garland:

Please be advised that I have been retained by Tremont neighbors regarding the issue of Tremont West's recent aborted election.

I am enclosing herewith letters which I have directed to Mr. Cook as well as Ms. Smith, as First Vice-President. Needless to say, this letter goes to you in your role as Executive Director and Fiduciary.

As you are aware, the annual meeting held on January 29, 2009, did not have a quorum necessary to hold the election for President and Trustees. The appropriate remedy should have been to adjourn the meeting to another date and secure the attendance of a quorum for business. Mr. Cook was advised, as were the attendees, that there was no quorum by the Secretary, Sandy Yambor, and notwithstanding, Mr. Cook proceeded to hold the elections, subsequently labeling the election as a "straw poll."

I have reviewed the By-Laws, and there is no provision for a straw poll, nor is there a provision for adding new trustees to the Board except for vacancies during the term of the Board, except by election or appointment at the annual meeting by the membership. Article IV: Board of Trustees, Section 4(A) and (B).

Sandy Smith's memo calling for a special Board meeting for February 5, 2009, to appoint nominees/candidates is not in keeping with the By-Laws, nor Ohio law. Clearly, the proper course should be to call a special annual meeting (although the By-Laws require the meeting to be held in January) and with proper notice and a quorum hold the required election. Absent this, the actions of the Board are in question and any action that is taken is subject to challenge as an illegally-constituted Board. This could be detrimental to the organization and to any action conducted by the Board over the coming year.

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**February 3, 2009
Page 2**

As Executive Director, you have responsibility to both the membership and the Board to guide the organization within the bounds of the law and your By-Laws. As such, you should consult counsel and advise your Board that what they contemplate is illegal.

Sincerely,

VINCENT F. GONZALEZ

VFG:mmp