

IN THE SUPERIOR COURT OF THE STATE OF ARIZONA

IN AND FOR THE COUNTY OF MARICOPA

Peter S. Davis, as Receiver of
DenSco Investment Corporation,
an Arizona corporation,

Plaintiff,

vs.

Clark Hill PLC, a Michigan
limited liability company;
David G. Beauchamp and Jane Doe
Beauchamp, Husband and Wife,

Defendants.

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) NO. CV2017-013832
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VIDEOTAPED DEPOSITION OF SHAWNA CHITTICK HEUER

Phoenix, Arizona
August 22, 2018
9:11 a.m.

REPORTED BY:
KELLY SUE OGLESBY, RPR
Arizona CR No. 50178
Registered Reporting Firm R1012

PREPARED FOR:

SHAWNA CHITTICK HEUER, 8/22/2018

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437	Email from David Beauchamp to Shawna Heuer dated 8/3/2016 (Bates No. CH_0014625)	6	79
438	Email from David Beauchamp to Robert Koehler dated 8/3/2016 with attachment (Bates Nos. CH_0015071-15073)	6	80
439	Email from David Beauchamp to Shawna Heuer dated 8/3/3028 (Bates Nos. DIC0011861-11863)	6	81
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SHAWNA CHITTICK HEUER, 8/22/2018

1 VIDEOTAPED DEPOSITION OF SHAWNA CHITTICK HEUER,
2 commenced at 9:11 a.m. on August 22, 2018, at the law
3 offices of Osborn Maledon, P.A., 2929 North Central
4 Avenue, 21st Floor, Phoenix, Arizona, before KELLY SUE
5 OGLESBY, a Certified Reporter, CR No. 50178, in and for
6 the County of Maricopa, State of Arizona, pursuant to the
7 Rules of Civil Procedure.

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24 ALSO PRESENT:

25 Jake Thompson, Legal Video Specialists

SHAWNA CHITTICK HEUER, 8/22/2018

Phoenix, Arizona
August 22, 2018
9:11 a.m.

* * *

(Deposition Exhibits No. 437 to 447 were marked
for identification.)

VIDEOGRAPHER: This is the videotaped deposition
of Shawna Heuer, taken by the defendants in case number
CV2017-013832, styled Peter S. Davis, as receiver of
DenSco Investment Corp. v. Clark Hill, PLC, et al., filed
in the Superior Court of Arizona, County of Maricopa.

Today is August 22nd, 2018, at 9:11 a.m. Our
location is 2800 North Central Avenue, Phoenix, Arizona.

Kelly Oglesby is a certified reporter with
JD Reporting, Phoenix, Arizona. Jake Thompson is a
certified legal video specialist with Legal Video
Specialists, 3033 North Central Avenue, Phoenix, Arizona.

Counsel may state their name, firm, and whom
they represent, beginning with the plaintiff's counsel,
please.

MR. STURR: Geoffrey Sturr and Colin Campbell of
Osborn Maledon for the plaintiff. With us is Ryan
Anderson, the representative of the receiver.

MR. DEWULF: John DeWulf for defendants Clark
Hill and David Beauchamp.

MR. FAIRBOURN: And Greg Fairbourn representing

SHAWNA CHITTICK HEUER, 8/22/2018

1 our witness today.

2 VIDEOGRAPHER: You may swear the witness.

3

4 SHAWNA CHITTICK HEUER,
5 called as a witness herein, having been first duly sworn,
6 was examined and testified as follows:

7

8 EXAMINATION

9

10 Q. (BY MR. DeWULF) would you please state your
11 name.

12 A. Shawna Chittick Heuer.

13 Q. How would you like me to address you today?

14 A. Shawna, please.

15 Q. Have you been through this process before? Have
16 you ever been deposed?

17 A. No.

18 Q. Let me talk to you about some things that might
19 help --

20 A. Okay.

21 Q. -- in terms of moving this along.

22 what you and I say will be taken down by a court
23 reporter.

24 A. Uh-huh.

25 Q. You are under oath to tell the truth.

SHAWNA CHITTICK HEUER, 8/22/2018

1 You understand that, right?

2 A. Yes.

3 Q. And what we say will be ultimately typed up in a
4 transcript that can be used in court proceedings.

5 A. Okay.

6 Q. Do you understand that?

7 A. Yes.

8 Q. My goal is to ask questions that you understand
9 and can answer. If you have a problem with my questions,
10 would you let me know and I'll try to rephrase it?

11 A. Yes.

12 Q. If you answer my questions, I'm going to assume
13 you understood the question I asked you.

14 Is that fair?

15 A. Yes.

16 Q. Your responses will have to be audible so we can
17 hear them --

18 A. Okay.

19 Q. -- and verbal, as opposed to uh-huh --

20 A. Nodding. Okay.

21 Q. -- uh-uh, which, you know, we get into --

22 A. Sure.

23 Q. -- routines in the way we communicate, but -- so
24 we have to be a little more formal today.

25 A. Okay.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. I typically break about every hour.

2 A. Okay.

3 Q. Your counsel, Mr. Fairbourn, may have a protocol
4 he wants to follow, but I typically break.

5 Today we are going to be talking about some
6 emotional, sensitive things, and I'm empathetic and I'm
7 sensitive to that, and if you want to take a break at any
8 time --

9 A. Okay.

10 Q. -- just let us know. But in doing the things
11 that we as lawyers need to do, we are going to have to ask
12 you some questions today, and we may be talking about
13 sensitive matters.

14 A. Sure.

15 Q. And just in advance of, you know, I apologize
16 for the, what might be an emotional aspect to this. There
17 is just nothing we can do about that. But, again, if you
18 want to take any breaks --

19 A. Okay. Thank you.

20 Q. -- happy to do that.

21 I want to talk to you about your background so
22 we get to know you a little bit.

23 A. Okay.

24 Q. Could you tell us a little bit about your --
25 where you graduated high school and whether you attended

SHAWNA CHITTICK HEUER, 8/22/2018

1 any schools after high school.

2 A. Uh-huh. I grew up in Coeur d'Alene, Idaho, and
3 I graduated from Coeur d'Alene High School. I left
4 school, just graduated a semester early, and I moved to
5 Tempe with my brother, moved in with him. He was
6 attending ASU at the time, and that was my goal.

7 I lived down here for about two and a half years
8 and the heat got to me, didn't love it, and I decided to
9 transfer to Oregon State. So I moved from Tempe up to
10 Idaho for the summer, then I moved to Corvallis. And I
11 graduated from Oregon State in '92, so -- with a business
12 degree.

13 And then I moved back to Idaho and had applied
14 to go to graduate school, and I met my husband and I ended
15 up staying in Coeur d'Alene. And we have lived there
16 since. And we have three children, and he has a full-time
17 job, and I work almost full time as an accountant for a
18 small company.

19 Q. Is the company IFI?

20 A. Idaho Forest Industries, uh-huh. I have worked
21 for them since 1999, the end of 1999. They were a client
22 of the accounting firm that I worked for, and I was on the
23 audit staff and I worked on the audit team, and their
24 assistant controller left and so I moved into that
25 position and left the accounting firm and I have stayed

SHAWNA CHITTICK HEUER, 8/22/2018

1 with IFI. They went through some transitions, but I still
2 work for the original owners.

3 Q. So you have been with IFI since 1999?

4 A. I started officially in 2000. I was an auditor
5 in '99 with them.

6 Q. And what was the accounting firm you were with
7 before you joined IFI?

8 A. Magnuson McHugh & Company.

9 Q. How long were you with them?

10 A. Almost three years.

11 Q. And did you do primarily audit work there?

12 A. I did audit. I worked in the pension department
13 for the last year. So probably two years of audit and one
14 year in the pension department.

15 Q. And what do you do -- you said you were on the
16 audit staff at IFI, right?

17 A. I was on the audit staff of Magnuson McHugh,
18 auditing IFI.

19 Q. I see.

20 A. They were one of our clients.

21 Q. And what -- how would you describe what you do
22 at IFI after --

23 A. Now I just do a lot of bookkeeping and
24 accounting for their assets. I'm the only person that
25 does any of the accounting. It's a very small office now.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. And what is the business of IFI?

2 A. Well, they are two retired executives and they
3 have -- they formed their own company after they sold
4 their sawmills and timberland to a Portland family-owned
5 company called Stimson Lumber, and so I just work for the
6 two gentleman, you know, doing their accounting for the
7 assets that they have left.

8 Q. And before joining Magnuson McHugh, where were
9 you? Where did you work?

10 A. I worked for my dad. He was a marriage and
11 family counselor, and my mom had been his office manager
12 and was tired and needed some help. And I automated their
13 office, bringing in, you know, showing them word documents
14 and the great computer system that they could keep track
15 of their medical billing. So I did that for about a year
16 and a half while I was -- I went back to school, after I
17 graduated, to take some more accounting classes at a local
18 university. So I worked for them at the time.

19 Q. So what was the first full-time job you took out
20 of -- after graduating Oregon State?

21 A. Working for my dad.

22 Q. Okay.

23 A. Yeah.

24 Q. And did you become a CPA at some point in time?

25 A. No, I did not. I went into Magnuson with the

SHAWNA CHITTICK HEUER, 8/22/2018

1 idea of that's what I was pursuing, because I had gone
2 back and taken all the classes to sit for the exam, and
3 then we started having children and my priorities changed.
4 And Magnuson required a lot more time than I was willing
5 to give, and so when I was offered the job at IFI, I left.

6 Q. I understand.

7 A. So, no, I did not get my CPA, and it's fine,
8 because in corporate accounting, I didn't need it, and
9 that's pretty much where I have stayed, so...

10 Q. Is -- your husband is Bradley?

11 A. Uh-huh.

12 Q. And do you --
13 was that a yes?

14 A. Yes. Sorry.

15 Q. That's all right.

16 A. Habit. Yes.

17 Q. The other thing I forgot to tell you, Shawna,
18 but you have been good about it, is it's difficult for the
19 court reporter to take down two people speaking at the
20 same time, so we need to extend the courtesy to one
21 another to allow the other --

22 A. Sorry. That's a habit of mine.

23 Q. It's a habit of mine as well.

24 A. Okay.

25 Q. So if we could just extend that, that would

SHAWNA CHITTICK HEUER, 8/22/2018

1 allow the other to complete whatever they are saying
2 and --

3 A. So you can type it. Okay. Sorry. Yes.

4 Q. -- the other speaks.

5 A. Uh-huh. And I talk too fast, also, so I will
6 slow down.

7 Q. That's fine with us. We all probably talk too
8 fast, so whatever is comfortable for you.

9 You live on Thompson Road in Coeur d'Alene now?

10 A. Yes.

11 Q. Okay.

12 A. We have for 18 years, yes.

13 Q. How many siblings do you have?

14 MR. STURR: It's okay.

15 THE WITNESS: Living, two.

16 Q. (BY MR. DEWULF) And who are they?

17 A. Sorry. Give me just a second.

18 I don't like that question. I always say three.
19 Sharla Chittick and Quilene Chittick. She was Quilene
20 Chittick Steele, but she is recently divorced, so Quilene
21 Chittick.

22 Q. And are your parents still alive?

23 A. Yes, they are. Eldon and Carlene Chittick.

24 Q. So let me ask you. I'm going to start going
25 through exhibits. I think it will be helpful to us both

SHAWNA CHITTICK HEUER, 8/22/2018

1 to use as a basis for our discussion some documents,
2 because I know some of these events occurred a while back
3 and some of the documents might refresh your memory about
4 certain events and certain items. I'm probably going to
5 ask you to identify certain things as well.

6 But let me -- and if your counsel could help
7 you, if you could find Exhibit 418. And that's going to
8 be in volume 7.

9 MR. STURR: Can you give me the date of the
10 document?

11 MR. DeWULF: Yeah, I sure can. It's July 31.

12 THE WITNESS: You said 418?

13 MR. DeWULF: Yes.

14 MR. STURR: Thank you.

15 THE WITNESS: Okay.

16 Q. (BY MR. DeWULF) Actually, let's go back to 416,
17 if we could, Shawna. I think that's -- now, I'm just
18 going to explain to you that this document, 416, are
19 handwritten notes of David Beauchamp. And hopefully you
20 can read the writing, but it is referencing a telephone
21 conference between David Beauchamp and Robert Koehler. Do
22 you see that? And it's dated July 30th, 2016.

23 A. Okay.

24 Q. Do you recall the date that your brother Denny
25 Chittick passed away?

1 A. Yes.

2 Q. What date was that?

3 A. His body was found on the 28th. I believe he
4 died the night before, and was found on the 28th, which
5 was a Thursday.

6 Q. Thursday, of August?

7 A. July.

8 Q. I'm sorry. Of July, not August.

9 A. July 28th, yes.

10 Q. So we are looking at Exhibit 416 just to
11 refresh --

12 A. Yes.

13 Q. -- our memory.

14 Do you recall when you first learned of him
15 passing away?

16 A. Yes.

17 Q. When?

18 A. About 4:15 on that Thursday, the 28th.

19 Q. 4:15?

20 A. In the afternoon, uh-huh.

21 Q. Do you recall then talking to Mr. Koehler about
22 having discovered this?

23 A. Not on that day.

24 Q. Okay.

25 A. I spoke to him on Saturday. I met him on

SHAWNA CHITTICK HEUER, 8/22/2018

1 Saturday when I arrived in Chandler, in Phoenix.

2 Q. So on July 30th --

3 A. Uh-huh.

4 Q. -- the Saturday --

5 A. Uh-huh.

6 Q. -- you met with Mr. Koehler?

7 A. Yes. I met him, yes.

8 Q. Okay. And why did you reach out to Mr. Koehler?

9 A. I didn't specifically reach out to him. He was
10 reached out for me. I believe it was Denny's neighbor
11 Brian Imdieke. I believe, yeah, I think he had something
12 to do with it, because he had contacted Dave Preston and
13 Robert Koehler before I had arrived.

14 And when I got to my brother's house, if I
15 remember correctly, he gave me their phone numbers and
16 said: I've already told them that you are going to be
17 here. You need to talk to Robert. And I didn't know who
18 Robert was, and so I figured out shortly who he was.

19 Q. And the person you are referring to is
20 Mr. Imdieke --

21 A. Uh-huh.

22 Q. -- is telling you this information?

23 A. Yeah. He was my brother's neighbor across the
24 street, and a close friend of my brother's, and I had met
25 him previously.

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1 Q. Do you recall -- and then you reached out to
2 Mr. Koehler and then you met with him?

3 A. Uh-huh.

4 Q. Do you remember --
5 was that a yes?

6 A. Yes. Sorry.

7 Q. And do you remember where you met him?

8 A. Yes. He came to the house.

9 Q. By "the house," meaning the Chittick house?

10 A. My brother's residence, and he sat in my
11 brother's office with me.

12 Q. Do you remember what you spoke to him --

13 A. Yes.

14 Q. -- about?

15 A. Yes.

16 Q. Can you share that with us?

17 A. Yes. I didn't know who he was, and he explained
18 to me that he and my brother had an agreement. He
19 explained to me that he was in a similar business as
20 DenSco and was familiar with Denny's business, and they
21 had an agreement, and he even provided me a copy of the
22 document that showed that -- I believe he used the example
23 of if I jumped out of an airplane and my parachute didn't
24 open, your brother was going to wind down my business, and
25 I was going to do the same for him.

SHAWNA CHITTICK HEUER, 8/22/2018

1 And I don't remember the date on that document,
2 but that was their agreement, and so...

3 Q. Do you remember what the document looked like?

4 A. Yeah. It was on Denny's letterhead, DenSco's
5 letterhead, and it was, I believe, just one page or maybe
6 two pages. I don't remember. But it basically said in
7 either bullet points or numbers that this is what each
8 would do on the other's behalf.

9 Q. Did Mr. Koehler tell you that he had knowledge
10 of the finances or the accounting information at the
11 company?

12 A. No, not that he had it or knew about it, but he
13 understood it. So, no, he didn't elaborate that he knew
14 anything about DenSco's current state of business, no.

15 Q. Did he tell you whether he had access to the
16 DenSco financial information?

17 A. He told me he did not, and we discussed about
18 the email, that in one of the emails or one of the
19 documents that I had, it had said that he had sent Robert
20 information, and he in fact had not received it or had not
21 received an email, because I assumed he knew what had
22 happened. I assumed he had this information that was told
23 to me in this document that said: I've sent Robert, you
24 know, this document, this document. He has got my backup.
25 He can take care of this.

SHAWNA CHITTICK HEUER, 8/22/2018

1 So there was confusion, because he didn't know
2 what I was talking about, hadn't received an email, and
3 just knew that he had this agreement with my brother and
4 he came to the house at my request after hearing of
5 Denny's death.

6 Q. When you arrived at your brother's residence,
7 were there any documents available to you to review?

8 A. Physical documents?

9 Q. Yes.

10 A. Yes. Well, all of his business records,
11 everything was in the house, yes.

12 Q. We will look at, in a moment, some of his
13 communications.

14 A. Okay.

15 Q. There was a document directed to you --

16 A. Uh-huh.

17 Q. -- as his sister.

18 A. Uh-huh.

19 Q. And there was one to investors.

20 A. Uh-huh.

21 Q. And there was one to Mr. Koehler.

22 A. Uh-huh.

23 Q. Do you recall seeing those documents?

24 A. I don't remember seeing the document to
25 Mr. Koehler or the email or anything to Mr. Koehler, but,

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1 yes, the investor letter was in the group of documents
2 that were sent to me, and I had the letter that he had
3 sent to me, and then he had handwritten a note that was on
4 his desk that was for me, that I saw once I got there,
5 arrived.

6 Q. There also was a document that was characterized
7 as a to-do list.

8 Do you recall that?

9 A. Yes.

10 Q. Were there any other documents that you
11 discovered that were Mr. Chittick's communications to
12 individuals to inform them about the situation before he
13 passed away?

14 A. Just on that list it said, you know, email
15 Robert, email David, email myself, my sisters, my parents.
16 He listed out who he had sent information to, and none of
17 us had received those emails.

18 So when I arrived, we had thought a lot more
19 people were aware of what had happened, and they were not.
20 So as for what I saw or thought happened didn't, and when
21 Robert came over, then I discovered he didn't actually get
22 the email, so -- but there --

23 Q. The communications we described a moment ago,
24 where did you locate those? Were they on Denny's laptop
25 computer or were they in some other location?

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1 A. He had sent me a Dropbox link and it had arrived
2 on my computer the morning he was found, which was
3 July 28th, and it was through a shared link we had for
4 family photos. So I got it when I got to work, saw it pop
5 up and thought, you know, I wonder what photos or what he
6 had sent me.

7 And we had just had a vacation together, so I
8 thought it was from his trip. And I didn't look at it at
9 the time and had a deadline at work, got through it, and I
10 didn't look at that Dropbox link until after I had found
11 out he had died.

12 But it was a Dropbox link with those letters
13 included in it, and the to-do list was at the top, you
14 know. He had placed all the documents in there.

15 Q. The document 416 we were looking at a moment ago
16 obviously are notes by David Beauchamp, which reflect that
17 Mr. Koehler had reached out to him.

18 When you talked to Mr. Koehler, did the two of
19 you decide that Mr. Beauchamp ought to be contacted?

20 A. I think -- I don't remember exactly, but I think
21 he called David. He knew David, I believe, and that's why
22 he offered to call David. And he was sitting across from
23 me, and if I remember correctly, he -- we were on the
24 phone together, or I was on the phone -- or he was on the
25 phone first and then he handed the phone to me, because we

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1 thought David knew Denny had died. We thought David had
2 received the investor letter in an email, and as we talked
3 to him, we discovered he had no idea Denny had died, had
4 not received any information through email.

5 And if I remember, I thought I called him, but
6 he might have made the first -- he might have made the
7 phone call and then handed the phone to me. I don't
8 remember exactly how it was, but we were sitting there
9 together talking to David.

10 Q. And that was the first time that David was aware
11 that Mr. Chittick had passed away?

12 A. And if I remember correctly, David was driving
13 and he pulled off the side of the road and asked me to
14 repeat what I said.

15 Q. This was a traumatic, emotional time when all of
16 you are sharing this information for the first time?

17 A. Yes.

18 Q. Was anything asked of Mr. Beauchamp in that
19 call? Were you asking him to do anything?

20 A. I think I asked if I could meet with him,
21 because I didn't know what to do. And we were very
22 confused because we -- you know, he is saying he didn't
23 know, didn't get the email. Robert is saying I didn't get
24 the email, I didn't know. You know, we were trying to
25 figure out what to do. And we had people calling and

SHAWNA CHITTICK HEUER, 8/22/2018

1 showing up at the house, and it was just really confusing.

2 So I do believe I asked if we could meet with
3 him or if he could help us communicate with the investors.
4 I remember that that's what I really felt needed to be
5 done, was, you know, some people knew, some people didn't
6 know. We needed to send out a message that this has
7 happened, and we will figure out what's going on, so...

8 Q. So...

9 A. Yeah. And reading -- reading this little --
10 these notes, that makes sense to me. That's what I
11 remember that we were talking about, you know. A letter
12 was sent. He didn't get it. An email was sent. Didn't
13 get it. We thought, yeah.

14 Q. Had you ever spoken to Mr. Beauchamp prior to --

15 A. Never.

16 Q. -- July 30th?

17 A. No. I didn't know his name. I didn't -- I knew
18 Denny had an attorney, but I didn't know who it was or his
19 name.

20 Q. Well, that was going to be my next question.

21 Do you recall any conversations you had with
22 Denny about Mr. Beauchamp?

23 A. Not specifically. I just knew that he had an
24 attorney to help him with the legal side of his business
25 and his memorandums, you know, the legal stuff that he

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1 needed to do to stay in line.

2 Q. So that I'm clear, did you know that that lawyer
3 was Mr. Beauchamp, or did you just know that there was a
4 lawyer that was helping Mr. Chittick?

5 A. I just knew that there was one.

6 Q. Okay.

7 A. I didn't know who it was.

8 Q. All right. And then when you met with
9 Mr. Koehler on the 30th --

10 A. Uh-huh.

11 Q. -- Mr. Koehler knew of Mr. Beauchamp and he
12 recommended that you reach out to him?

13 A. That's -- I'm not sure exactly if --

14 Q. Okay.

15 A. I think I felt the need that I needed to get
16 ahold of David and talk with him, and he -- if I remember
17 correctly, he knew of David. And I don't know if he knew
18 him or not, but we were on the same page, because he was
19 just as confused and upset as I was.

20 Q. "He" being?

21 A. Robert.

22 Q. Do you recall that your brother's written
23 communication to you also referenced Mr. Beauchamp?

24 A. Yeah. In my letter it said -- it referenced his
25 name and phone number.

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1 Q. Let's look at Exhibit 417, which is the next
2 exhibit in there.

3 A. Okay.

4 Q. I think this is the first written communication
5 between you --

6 A. Uh-huh.

7 Q. -- and Mr. Beauchamp, at least what I have seen.

8 A. I believe, yes.

9 Q. And it -- what I'm reading this email from you
10 to be saying is that you think there needs to be a
11 communication to the investors to let them know what the
12 circumstances were.

13 Is that fair?

14 A. Yes.

15 Q. And then you were asking for his input?

16 A. Yes.

17 Q. David's input on it?

18 A. Yes.

19 Q. And do you recall whether this was sent to the
20 investors?

21 A. Yes. I sent it from Denny's dcmoney@yahoo
22 email. He was getting a lot of emails, and we felt that
23 this would be the best way to communicate once and that's
24 it to the investors to say this is what's happened, just
25 to let them know, because the phone would not stop

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1 ringing. People were coming to the house. We just -- we
2 wanted it to kind of give us time.

3 Q. Understood.

4 So were the people that were coming by the house
5 investors?

6 A. Neighbors, investors, friends, yes.

7 Q. And so you were asking Mr. Beauchamp to help in
8 the process of communicating with the investors about what
9 was going on?

10 A. Right, because speculation was flying, yes.

11 Q. Let's look at Exhibit 418.

12 Let me -- let me just ask a question, Shawna.

13 A. Sure.

14 Q. Your email address is 2chittickboys2@gmail.com.
15 Was that your email address -- so did you
16 adopt --

17 A. I created it.

18 Q. Did you create it at the time --

19 A. Yes.

20 Q. -- or shortly after your --

21 A. Yes.

22 Q. -- brother's death?

23 A. I think I created it the day I arrived down
24 there, because I didn't know how I could communicate and
25 keep it separate from my personal email, which is

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1 overwhelmed too much with too much stuff. And, yeah, I
2 just created an email so that I could communicate, because
3 of this.

4 Q. I think that you may have done at least an
5 initial communication from Denny's email address.

6 Am I right about that or do you recall that?

7 A. I might have, but I tried not to. I didn't --

8 Q. Okay.

9 A. I tried not to, and I think that's why I created
10 this email, was so I could communicate with David and
11 Robert, if needed. And I didn't want to use Denny's
12 email. I didn't want -- I wanted a message to go to the
13 investors from his email, because that's how he
14 communicated with all of his investors, but I -- I might
15 have sent something from his email, but I don't -- I don't
16 remember.

17 Q. Okay. So 417 would be emails between you and
18 Mr. Beauchamp about communicating with the investors?

19 A. Yes.

20 Q. And Exhibit 418, if you could look at that for a
21 moment.

22 A. Yeah, that's what I'm on.

23 Q. Did -- did Mr. Beauchamp ever communicate to you
24 about the fact that he had been away from the company for
25 a period of time --

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1 A. Yes.

2 Q. -- and did not know a lot about what the current
3 situation was?

4 A. Yes.

5 Q. What do you remember in that regard?

6 A. I remember when we met with him on Monday, that
7 that was one of the first things he said, was that: I
8 haven't talked to your brother in a long time. I had to
9 look back through my notes to see the last time that I had
10 spoken to him.

11 And that he didn't know, you know, what led up
12 to this. He just wanted to know what do you know, what's
13 happened, you know.

14 Yes, he had told me that there had been -- I
15 think in my mind it was like a year and a half, maybe,
16 since he had talked with my brother maybe, I think I
17 remember. It had been a long time, and that surprised me.

18 Q. I'm going to ask you to identify some documents,
19 if I could. If you would look at 413.

20 You mentioned earlier that there was a
21 communication to investors that your brother had put
22 together prior to his death.

23 A. Correct.

24 Q. Does Exhibit 413 look familiar to you?

25 A. Yes. The investor letter, yes. This is what we

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1 called the investor letter.

2 Q. And is this a document that you found on
3 Dropbox?

4 A. Yes.

5 Q. And looking at Exhibit 414, I think it's the
6 same document, but contains some handwritten notes.

7 Do you know whose handwriting that is?

8 A. To me it looks like David Beauchamp's.

9 Q. Okay.

10 A. It was not mine. I don't believe I marked up
11 the investor letter.

12 Q. Okay.

13 A. I did write on the top of one of the investor
14 letters, I think, that was given to the receiver, that
15 said "did not go," because as we figured out, it never got
16 sent anywhere. And I wrote that to myself, but that
17 was -- that's a different -- I mean, this is the letter,
18 but I think I had written on my copy "did not go."

19 Q. Let me ask you to look at Exhibit 415.

20 A. Okay. Yes, that's mine.

21 Q. When you say "that's mine," this is your
22 brother's communication to you?

23 A. Yes.

24 Q. And was this also found on Dropbox?

25 A. A version of it was. I wrote at the top

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1 "newest," because on Denny's desktop, on his laptop when I
2 got to Phoenix, this letter was on his desktop. And I
3 opened it up, and was like: Oh, here is my letter he was
4 working on.

5 And it was a different version. They -- he --
6 this newest continues on through number 59, and the
7 version in Dropbox stopped, I think, at 51 or 52, maybe
8 earlier. So on his desktop, he had gone back and typed
9 more.

10 Q. So when you are talking about desktop, you are
11 saying he has a desktop computer that he was typing --

12 A. On his laptop.

13 Q. -- information?

14 A. Yes. Yes.

15 MR. FAIRBOURN: You have got to remember to let
16 him finish --

17 THE WITNESS: Let him answer. Okay. Sorry.

18 MR. FAIRBOURN: -- and then you answer.

19 THE WITNESS: Sorry.

20 Q. (BY MR. DeWULF) I completely understand. I --

21 A. When I say desktop, the desktop, the laptop has
22 a desktop, you know, where he is working on something.

23 Q. Plugs in?

24 A. Well, no, it's not closed. So he had an open
25 document on his desktop, when I opened his computer, and

1 it was my letter.

2 Q. Understand.

3 A. So he had worked on it, not closed it, and it
4 was a different version than what he had sent to me in
5 Dropbox.

6 Q. I'm not going to go into detail in this letter.
7 I just want to cover a couple of topics.

8 The handwritten notes, are those yours where
9 there may be a question mark or a notation?

10 A. Yes.

11 Q. When do you think you first read Exhibit 415?

12 A. About 10:00 o'clock at night.

13 Q. On that --

14 A. July 28th.

15 Q. 28th.

16 There are references in the letter to his former
17 wife Ranasha.

18 A. Uh-huh.

19 Q. Do you recall that?

20 A. Yes.

21 Q. And he is asking in the letter to you, to do
22 certain things --

23 A. Uh-huh.

24 Q. -- to help --

25 A. Uh-huh.

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1 Q. -- including helping his sons --

2 A. Uh-huh.

3 Q. -- and to coordinate with his former wife in
4 connection with taking care of the sons.

5 Do you recall that?

6 A. Yes.

7 Q. In it he conveys, at least my reading of it is
8 that there -- you may not have had a good relationship
9 with her. And I don't want to --

10 A. That's true.

11 Q. I don't want to characterize things that aren't
12 accurate, but I'm just telling you what the impression is
13 that I'm gaining.

14 A. True.

15 Q. Could you describe for us what your relationship
16 was with Ranasha after the divorce in, I think it was
17 2012?

18 A. I had none. Hadn't spoke -- spoken to her in
19 four years. Yeah, almost four years, I think.

20 Q. Can you tell us why?

21 A. I didn't trust her.

22 Q. Had she done anything that caused you not to
23 trust her?

24 A. Uh-huh.

25 Q. What?

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1 Do you want to take a break?

2 A. Yes.

3 VIDEOGRAPHER: The time is 9:46 a.m. We are off
4 the record, ending media number one.

5 (A recess was taken from 9:46 a.m. to 9:53 a.m.)

6 VIDEOGRAPHER: The time is 9:53 a.m. We are now
7 back on the record, beginning media number two.

8 Q. (BY MR. DEWULF) Shawna, when we broke, I was
9 asking you about whether there was a basis for not
10 trusting --

11 A. Uh-huh.

12 Q. -- Denny Chittick's former wife Ranasha.

13 A. Correct.

14 Q. Could you share with us the basis for that?

15 A. Yeah. She hurt my brother tremendously.
16 Unconceivable to a lot of us in our family, and it was
17 very painful.

18 Q. I have to ask the question, and so if you could
19 share with us how she hurt him.

20 A. She lied to him for their entire marriage.

21 Q. With respect to?

22 A. She had a whole 'nother life. She was a
23 completely different person. The things she did during
24 their marriage were unbelievable. He didn't know about
25 them. And when it ended, we were told some details. Not

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1 all of it, thank goodness.

2 Q. Can you share with us what you learned about
3 what she did?

4 A. How do I describe it? She wasn't who she said
5 she was. She wasn't a loving wife. She pretended to be
6 who I think my brother wanted her to be, and she put on a
7 pretty good show for nine years.

8 But after having children, I believe she -- the
9 way he described to us, she told him that she couldn't do
10 the charade anymore, and she didn't love her children the
11 way he did, and she didn't want to do this anymore.

12 Q. So they married in around 2003?

13 A. No. 2000. 2000.

14 Q. 2000. Okay.

15 A. Uh-huh.

16 Q. There is a reference in his communication to you
17 that you first learned about or you learned from him
18 information that dated back to 2009.

19 Do you think that's when you first learned from
20 your brother the issues he was having with his wife
21 Ranasha?

22 A. Not in 2009. That's when he learned, and that's
23 when they started the process of no longer being married,
24 was 2009, is when he learned, but he did not tell us until
25 2012.

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1 Q. When you say the process of not being married,
2 did they legally separate?

3 A. No, they didn't legally separate. They stopped
4 sleeping in the same room. And I don't know -- I don't
5 know exactly what they did in that time, other than he
6 said she wouldn't be able to live on her own and she
7 needed to, you know, become financially independent so she
8 could. And the boys were very little and he didn't want
9 to traumatize them, and he wanted her to be a safe place
10 for them to visit, and he told us he put her through
11 counseling.

12 Q. So they stayed together through the time of the
13 divorce in 2012?

14 A. Yes.

15 Q. I have seen written communications between him
16 and investors where he is sharing with the investors or
17 this investor the fact that his wife had some
18 psychological issues, including a sexual addiction?

19 A. Yes.

20 Q. Is that -- is that part of what you learned
21 about her?

22 A. Yes.

23 Q. Were there any other issues she had that you
24 were aware of that were shared with you?

25 A. No. They probably all stemmed from that, her

1 master in manipulation.

2 Q. That -- the communication I read said that this
3 sexual addiction manifested itself in her having multiple
4 affairs with other men while they were married.

5 A. Yes.

6 Q. Did you learn that?

7 A. Not in 2009, but, yes, in 2012, I did.

8 Q. And you learned that from your brother?

9 A. Yes.

10 Q. Okay. After your brother's death, did you
11 communicate with Ranasha about the care for the sons --

12 A. Yes.

13 Q. -- and other matters?

14 A. Yes, immediately.

15 Q. Did -- I'll ask a broad question.

16 was she cooperative? Could you work with her?

17 How would you describe for us the relationship you had
18 with Ranasha after --

19 A. Right after he died?

20 Q. -- your brother's death?

21 A. It was awkward. My older sister has the ability
22 to get along with her easier than I do, and so she kind of
23 became the communicator. I tried to limit my
24 communication with her as much as I could, at least in the
25 aftermath.

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1 But we were concerned about the boys first and
2 foremost. And so obviously she had them at her house, and
3 we wanted to see them, we wanted them to be with us at
4 Denny's house afterward, and she was willing to let us.
5 And I think she did a pretty good job of appearing to be
6 distressed and upset in the beginning, but knowing what
7 she had done to my brother, I didn't know if it was a good
8 show or if it was genuine.

9 Q. When you talk about your older sister, is it
10 Sharla or Quilene that --

11 A. Sharla is my older sister.

12 Q. Okay.

13 A. Quilene is my younger sister.

14 Q. Was your brother concerned about the safety of
15 his boys or the well-being of his boys after he learned
16 the information about his wife within the marriage?

17 A. And that's why he went through three years of
18 living with her, to keep the boys under his -- in his, you
19 know, view, with him. He was always the better parent.
20 Always.

21 Q. Ultimately -- and it's very clear that he was
22 very active as a father. I have read multiple
23 communications. He cared for the sons. He coached. He
24 did a lot of things for the sons.

25 Ultimately, the divorce, he concluded that he

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1 couldn't maintain the marriage with Ranasha?

2 A. He knew it was over. He knew it was over the
3 day that she told him back in 2009, but he wasn't going to
4 kick her out and then have to give the boys to her, not
5 knowing if she was capable, you know. And I think his
6 trust was broken with her, obviously.

7 And I don't -- and I think maybe -- he told me
8 that he did that so that he could trust that she had a
9 decent place for them to go to, they were on the same
10 page. And she agreed, you know, that she wanted to -- she
11 accepted that and was okay with that.

12 And you wouldn't have known that they were going
13 through this from the outside, you know. He kept it as
14 normal as possible for the boys. That was his goal, was
15 to minimize the damage of divorce, I guess.

16 Q. Let me ask a broad question.

17 After Denny died, he talks about financial
18 support for his former wife and for the kids.

19 Did you oversee that process?

20 A. Not before his death.

21 Q. Right. I meant after his death.

22 A. But since, yes.

23 Q. Okay. And have there been any procedures put in
24 place to make sure that the boys spend time with other
25 members of the family or anything like that, or is that

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1 just an informal arrangement?

2 A. It's informal right now.

3 Q. And has it worked?

4 A. Sometimes. Sometimes not.

5 Q. I'm going to ask you some -- also some difficult
6 questions about your brother --

7 A. Okay.

8 Q. -- because I have to, and I don't -- I'm not
9 going to be very artful in the way I am asking these
10 questions.

11 A. That's fine.

12 Q. But I know, it was a shock that he committed
13 suicide, correct?

14 A. Correct.

15 Q. Did you have any sense of any emotional trouble
16 or psychological things going on in his life prior to the
17 suicide that would have given you any sense that something
18 like that might happen?

19 A. Not to that extreme, no.

20 Q. He -- in the things that I have read and the
21 folks with whom I have communicated, including my own
22 client, he seemed like a fairly complicated guy, but I
23 would like to know, what would you tell someone if you
24 were describing your brother? what would be some of his
25 main characteristics or personality traits?

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1 A. He was funny. He had a good sense of humor. He
2 was disciplined. He had a lot of drive. He was crazy
3 smart. He read a lot. He was always trying to better
4 himself. He loved travel. He liked meeting people. He
5 liked ethnic food. He was very outgoing. He was a very
6 good father, and he was a very good friend. He was very
7 loyal. He was very honest. Very respectful, you know,
8 considerate.

9 Q. Do you think he ever got over the trauma of the
10 divorce or the relationship he had had with his former
11 wife?

12 A. I do. And I say that because after he had told
13 all of us, he had said: You know, this is all new
14 information to you, but I have been living this for three
15 years and I'm okay with it. I'm in a good place. We have
16 this, you know, the custody arrangement worked out.

17 And he knew Ranasha well enough to know that he
18 would get the boys a lot more than their agreement,
19 because of the way she is, which is selfish.

20 And I think, yeah, he had started dating and
21 spending time with people. I didn't know, but other
22 women. Yeah. I think -- I'm sure it took a toll on him.
23 I know it did, but I think he had moved on and had a lot
24 to look forward to and, you know, made plans for the
25 future.

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1 Q. You said he began dating again.

2 Do you remember any women that he dated or did
3 you ever meet --

4 A. Yeah.

5 Q. -- any of them?

6 A. I met one of them. Her name was Angie. I
7 don't -- he wouldn't probably claim her as a girl -- he
8 never claimed anybody as a girlfriend. He had lots of
9 friends as women. And then I think he dated a woman by
10 the name of Jen. She told me that after he passed away.
11 I didn't know that they had dated, but she told me that,
12 so --

13 Q. Do you know any last names for any of these
14 women?

15 A. Angie Navarro, I believe. I'm not sure if I
16 pronounced that right. She is in my letter, the Iggy
17 letter. And then Jen, I don't know what Jen's last name
18 is now, she is married, but she was a friend. I believe
19 their kids -- his -- her daughter and his boys were
20 friends, you know, of parent, school, other parent.

21 Q. Do you know if when he was married to Ranasha,
22 they had any couple friends that they spent time with?

23 A. Yes.

24 Q. Do you know those names of any of those people?

25 A. Paul and Julie Kent were good friends of theirs.

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1 Dave and April Williams. Those are friends that they
2 traveled with. They were friends of Denny's mainly, and
3 their spouses.

4 And Ranasha had a few girlfriends. I don't
5 believe -- he had one -- one friend of hers that they
6 spent time with, Heather, and her husband was a friend of
7 Denny's until they -- Heather and her husband divorced. I
8 don't -- his name was Jason, I believe.

9 Q. You don't know the last name?

10 A. No, I don't.

11 Q. In his letter he references a woman named Carol
12 in connection with investments.

13 Could you explain to us who Carol was?

14 A. Yes. Carol was a woman -- she was the spouse of
15 Denny's mentor. Joyce Pipkin was her husband's name, and
16 Carol and Joyce, Denny had met when he was in college. He
17 had a car washing business and he washed their car, and
18 they took a liking to my brother. He, I believe, was
19 about the age of their children.

20 Joyce has since passed away. He died April
21 after Denny died. And Carol, Carol was kind of like
22 Denny's -- Denny's second mom, I guess you could say. She
23 kind of took Denny under his wing. And she is Italian and
24 a great cook, and Denny loved food, and they just kind of
25 became friends. And he really enjoyed Mr. P. Mr. P was

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1 an executive at Pimalco down here in Phoenix. And I think
2 the friendship kind of began from the car washing days
3 when he was in college. And I got to know them when I
4 moved down here.

5 Q. So what is the name of Mr. Pipkin? What's his
6 name?

7 A. Joyce. Joyce Pipkin.

8 Q. Joyce. And that was Mr. Pipkin and his wife was
9 Carol?

10 A. Mr. P is what he referred to him --

11 Q. Okay.

12 A. -- yeah, and Carol. And her last name was
13 Patton, P-a-t-t-o-n. She never took Mr. P's name, but,
14 yes.

15 Q. And did -- were they involved in handling
16 Mr. Chittick's finances or somehow giving him financial
17 advice?

18 A. No. They were always just family friends. They
19 were not investors. They were just family friends.
20 Mr. P, Denny spent a lot of time with Mr. P, and he gave
21 him advice on business and management and dealing with
22 people and things like that.

23 Q. If I could ask you to look at -- I want to cover
24 two exhibits real quickly, and then we are going to get
25 into hopefully a quicker chronology of how things

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1 unfolded, but if I could ask you to look, it's the volume
2 number 5 of those exhibits.

3 A. Yeah. I will put this one away.

4 Q. Shawna, if I could just ask a question real
5 quickly.

6 A. Sure.

7 Q. Was there -- was Denny expressing to you, before
8 his suicide, any sources of stressor trouble in his life?
9 Did --

10 A. Yes.

11 Q. What was he sharing with you?

12 A. Well, about our life, our parents. We had lots
13 of concerns about my mother. And he had concerns about
14 Mr. P, because he was dying of congestive heart failure,
15 and he was worried about Carol and -- but we spent a lot
16 of our time talking about my mother and my parents'
17 situation.

18 Q. Anything about work, anything regarding DenSco
19 that he would have shared with you that were --

20 A. No.

21 Q. -- sources of stress or trouble for him?

22 A. No.

23 Q. You were never an investor with DenSco, right?

24 A. Not a direct investor, no.

25 Q. I'm not sure what the distinction is for direct.

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1 Were you --

2 A. I never met the qualifications. I never signed
3 any agreements, no.

4 Q. So you weren't -- you wouldn't be an accredited
5 investor?

6 A. No. No.

7 Q. Did you ever, at any level, loan money to
8 DenSco?

9 A. I never loaned money to DenSco, no.

10 Q. Okay.

11 A. I gave money to my mother.

12 Q. Okay.

13 A. Yeah, but I never gave money to DenSco.

14 Q. In his communication to you, your brother
15 referenced journals. And there is at least some
16 suggestion that there were multiple journals, but all I
17 think anyone has ever seen are what we would call
18 corporate journals. I don't -- there is just no better
19 description for them, but they are a series of hand --
20 they are typewritten entries over a series of dates over
21 many years.

22 Did you ever discover something other than more
23 of a business-based journal?

24 A. Yes. He had personal journals.

25 Q. Do you know what ever happened to those?

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1 A. Well, when we cleaned out his closet, he had
2 journals from when he was a kid, and he wrote in journals
3 until the computer era, I guess, and he started a word
4 document and he had personal journals in -- on his
5 computer.

6 Q. Were those ever provided to anyone or ever
7 printed? I know he, in his communication to you, asked
8 that you destroy certain documents.

9 Nothing ever got destroyed, right?

10 A. No. No. The journals were on his computer.

11 Q. And so that I'm clear, the things that were
12 either residing in his house or on computer, those were
13 all preserved? I mean, nothing was destroyed?

14 A. Correct. I didn't destroy anything.

15 Q. And the personal journals, if we were to trying
16 to locate those today, do you know how we would do that?

17 A. They were sent to me in Dropbox.

18 Q. Okay.

19 A. And they were on his computer and in Dropbox,
20 along with the business journals and all of the letters,
21 everything that's been, you know, handed over. So they
22 were all with all of those documents.

23 Q. So you think that if the -- his laptop or other
24 computers were imaged --

25 A. Yes.

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1 Q. -- the personal journal would be on those --

2 A. I assume so.

3 Q. -- devices?

4 A. I don't know, because --

5 Q. Okay. Did you ever --

6 A. -- I handed those over very quickly and didn't
7 spend much time searching.

8 Q. Understand.

9 To whom did you hand them over, do you recall?

10 A. The re -- well --

11 Q. The receiver?

12 A. -- we took them to David Beauchamp's office, and
13 then ultimately they went to -- I believe they went to the
14 corporate commission, the Arizona corporate commission. I
15 believe that is --

16 Q. The Corporation Commission?

17 A. Yeah. What, ACC? Is that how? Yeah.

18 Q. Yeah.

19 A. Yeah. No, it was -- all of that was handed
20 over. They took his phone, his iPad.

21 Q. Okay.

22 A. All of those.

23 Q. All right. So let me ask you to look at
24 Exhibit 208.

25 A. Oh, Robert.

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1 Q. Is this the communication to Robert Koehler from
2 Denny Chittick that was created shortly before, or at
3 least discovered after Mr. Chittick's death?

4 A. Yeah, it looks like it. I don't think I have
5 ever seen this. I don't know if I have ever seen this.

6 Q. Do you know if Mr. Koehler got it after
7 Mr. Chittick's death?

8 A. No, I do not know.

9 Q. Do you recall this document being a part of what
10 was discovered as one of the communications from your
11 brother?

12 A. I don't remember seeing this before.

13 Q. Independently of this document, did you ever
14 learn from any source that there was some sort of a
15 written communication from your brother to Robert Koehler?

16 A. Just from the to-do list that he had said send
17 this, send this, send this, and Robert had said: I didn't
18 get it. I didn't get it.

19 Q. All right. Let's look at Exhibit 209.

20 A. Okay. Yes.

21 Q. When you referenced the to-do list, are you
22 referencing this document?

23 A. I believe. I don't remember if this is the
24 version that was on the computer, on his desktop, or if
25 this was what was in Dropbox.

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1 Q. Do you remember there being a document titled
2 like this that existed --

3 A. Yes.

4 Q. -- in Denny's materials?

5 A. This was the first document that I saw when I
6 opened up my Dropbox the night that he was found.

7 Q. Okay.

8 A. Yes. And -- yeah. Up at the top, copy files in
9 Dropbox to Robert and create one, yeah.

10 Q. And you -- when this document is referencing
11 Robert, you understood that that was a reference to Robert
12 Koehler?

13 A. I didn't know who that was when I first read it.
14 I didn't know Robert Koehler, but I shortly, yeah, once I
15 got down there, I realized who it was. I mean, then I
16 found out who Robert was.

17 Q. And you understood that there had been some sort
18 of an arrangement reached between Mr. Koehler and
19 Mr. Chittick about how they might each help each other in
20 the event something happened to one of them?

21 A. Yeah.

22 Q. And so you know today, looking at --

23 A. Right.

24 Q. -- this Exhibit 209, that this reference to
25 Robert is Robert Koehler?

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1 A. Right.

2 Q. And independent of Exhibit 208, do you believe
3 there was some sort of a written communication to Robert
4 Koehler from Denny Chittick?

5 A. There was intention, but Robert said he didn't
6 receive it, so I believed him. I didn't -- I didn't ever
7 remember seeing document 208, but, yeah, his intention was
8 to send Robert information.

9 Q. Did you ever talk to Mr. Koehler about whether
10 he got some sort of a written communication from --

11 A. Just when he was in the office that Saturday.

12 Q. And did he tell you he did not get something?

13 A. Right.

14 Q. Do you know even today whether Mr. Koehler has
15 seen Exhibit 208?

16 A. No, I don't know.

17 Q. All right. If we could go back to the volume we
18 were looking at a moment ago, which is --

19 A. Is that 7?

20 Q. -- that volume 7, yeah, and go to Exhibit 418.

21 MR. STURR: I'm sorry, John. The number is 417?

22 MR. DeWULF: 418.

23 MR. STURR: Thank you.

24 Q. (BY MR. DeWULF) Looking at Exhibit 418, were
25 these communications between you and Mr. Koehler and

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1 Mr. Beauchamp?

2 A. Uh-huh.

3 Q. Yes?

4 A. Yes.

5 Q. The -- if you look at the email that is about a
6 quarter of the way down the page that is from David
7 Beauchamp, dated July 31 --

8 A. Uh-huh.

9 Q. -- to you.

10 Do you see that?

11 A. Yes.

12 Q. That second paragraph reads: Do we know if
13 there is any reason to worry the investors? If not, we
14 should inform the investors that Denny has passed
15 suddenly. Pursuant to Denny's backup plan, Robert has
16 been notified and he will begin the process to review all
17 accounts and to provide information as soon as possible as
18 to when the investors should receive their interest
19 payments.

20 Did I read that correctly?

21 A. Yes.

22 Q. And then it goes on and says: Robert will also
23 share the plans for the liquidation of DenSco's assets and
24 the repayment of the investors' investments.

25 Did I read that correctly?

1 A. Yes.

2 Q. Did you, with Mr. Koehler, decide that as of the
3 July 31 date, that Mr. Koehler would help in this regard,
4 that he would gather financial information at DenSco and
5 help with liquidation of the assets and the repayment of
6 monies owed to the investors?

7 A. On Saturday, July 30th, when he came to Denny's
8 office and we talked, I don't remember making any kind of
9 plan, other than getting guidance from David as to what to
10 do.

11 So to review all the accounts -- Robert, I
12 believe he explained to me that he could look through
13 stuff and let us know what he found, you know, to try and
14 figure things out. I think we were still in the "try to
15 figure out" stage. I don't remember having a conversation
16 about, you know, telling the investors this specifically,
17 but, I mean, obviously I did, or I was a part of the
18 conversation.

19 I think they were trying to appease the
20 investors, you know, to try and calm them, let them know
21 that we are on top of this, we are figuring this out and
22 we will let you know. And, yeah, Robert was my help,
23 because I didn't know, so...

24 Q. Was it fair to say that as of the end of July,
25 you are overwhelmed with information in trying to figure

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1 out what to do?

2 A. Yes.

3 Q. And Mr. Koehler and Mr. Beauchamp are helping
4 you try to work your way through it?

5 A. Yes. Yeah. I mean, I was thankful that there
6 was a backup plan person, because I certainly didn't want
7 to be that person. And Robert seemed willing to help, and
8 I thought that that was the path that we should take,
9 so...

10 Q. What were you looking for Mr. Beauchamp to help
11 you with or to do, going forward as of July 31?

12 A. Give me direction.

13 Q. And as it related to Mr. Koehler, was he going
14 to be primarily looking at the financial aspects of DenSco
15 in trying to figure out where the monies were and how to
16 pay off investors and that kind of thing?

17 A. I don't remember specifically him being a part
18 of paying off investors. More, you know, the business
19 stopped and there were loans out. There were payments
20 coming in, you know. The business stopped, and I thought
21 Robert was going to help take care of what was needed to
22 wind down the business, I guess. That's in my mind.

23 Q. So would it be fair to say that as of July 31,
24 DenSco really wasn't doing any business at that point.
25 What the goal was, was to try to figure out what loans

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1 might be out there to borrowers, what the status of those
2 are, and to try to bring money in on those?

3 A. Yeah. We needed to analyze where DenSco sat.

4 Q. Right.

5 A. Right.

6 Q. And then be able to inform the investors, as
7 best you can, what's going on?

8 A. Right.

9 Q. And David Beauchamp would have helped you on
10 that process or you believed he would?

11 A. Yes, correct.

12 Q. Do you recall David Beauchamp helping you and
13 Mr. Koehler in connection with gathering information about
14 the status of the loans that were out to borrowers and
15 getting money in and communicating with escrow agents and
16 trustees and those kinds of folks?

17 A. I think he -- we were kind of waiting for Robert
18 to look through things and tell us where things sat, and I
19 think that was our next step. I don't know if we
20 anticipated everything else that followed, but, again, we
21 were getting lots of phone calls and communication from
22 investors, and we needed to, you know, be honest,
23 transparent, tell them what we are doing day by day, and
24 David was helping with that process.

25 At this point, I mean, this was Sunday, we were

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1 just trying to figure out how to communicate to everybody
2 equally: Denny's passed, this is our plan. We will
3 update you in, you know, a few days or whatever timeline.

4 Q. I --

5 A. David was --

6 Q. Go ahead. I'm sorry.

7 A. Yeah. David was, you know, putting things out
8 48 hours at a time kind of. He was like: We need to be
9 consistent. We need to honor those deadlines, let people
10 know.

11 He understand -- he understood, I believe, the
12 need to communicate and to make sure that everybody knew
13 what we knew, which in the beginning wasn't a whole lot.

14 Q. So as Mr. Koehler got more involved with the
15 company and figured out what the financial situation is,
16 what the loan situation was, was he sharing that
17 information with you and Mr. Beauchamp?

18 A. I believe he took a couple days and he shared it
19 with Robert. Yeah. Or, I'm sorry, Robert shared it with
20 David, what he found. I didn't communicate a whole lot
21 directly with Robert. We had a couple phone calls, but
22 Robert and David communicated.

23 Q. And do you recall, after Mr. Koehler was sharing
24 information about the loans and the financing, that David
25 Beauchamp was helping him communicate that information to

1 the investors?

2 A. Yes.

3 Q. And do you recall him also helping in the
4 process of trying to collect money in connection with
5 those loans?

6 A. Yes. And it wasn't -- it wasn't that he was
7 collecting it. It was money was trying -- trying to be
8 wired into the bank account. The bank account had been
9 seized Monday morning, closed off. I forget. What do you
10 call it? Frozen.

11 MR. FAIRBOURN: Frozen.

12 THE WITNESS: Yeah. Sorry. Frozen. And so we
13 didn't know how to navigate that, so there was issues with
14 trying to figure out that.

15 Q. (BY MR. DeWULF) We are going to see multiple
16 emails sent to the investors, and we are not going to go
17 into those in detail, but could you describe for us the
18 process by which you sent emails to investors or David
19 Beauchamp sent emails to investors.

20 Was there a cooperative process on that, some
21 sort of joint effort? What -- could you share with us
22 what -- how you went about doing that?

23 A. Yes. If I remember correctly, we talked about
24 what we were going to do, communicate that. And then in
25 the time period between the next time we needed to

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1 communicate with the investors, we were going to hopefully
2 find out, you know, where things sat so we could give them
3 some kind of future timeline.

4 But that week after the Denny died, the Arizona
5 corporate commission was contacted and they got involved,
6 and they, I believe, called David, told him a subpoena was
7 coming, and they were going to be taking over. The talk
8 of receivership was communicated.

9 I don't know exactly what the timeline was for
10 that, but that all happened this following week. This was
11 a Sunday, this email, and then the following week there
12 was a lot of activity going on that -- yeah.

13 Q. Shawna, I think that following Monday is
14 August 1.

15 A. Okay.

16 Q. Does that square with your memory?

17 A. Yep.

18 Q. And I think as of Thursday, August 4th, the
19 Corporation Commission had reached out to you all --

20 A. Yes.

21 Q. -- about the situation.

22 Does that --

23 A. Yes, yes.

24 Q. -- seem familiar to you?

25 A. Monday is when I sat at David's office and met

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1 him for the first time. I believe I went back to his
2 office on Tuesday and signed the PR paperwork, and then I
3 believe I left town on Wednesday, Wednesday or Thursday.
4 And then David called me, when I was in Idaho, to tell me
5 about the Arizona corporate commission and that pending
6 subpoena and that whole process, yes. I do remember.

7 Q. Did you ever communicate directly with the
8 Corporation Commission representatives or were most those
9 communications either through David Beauchamp or someone
10 else?

11 A. They were through -- through David.

12 Q. Okay.

13 A. Yeah. Not in that first four or five days, no.

14 Q. So in terms of what he was helping you do, one
15 of the things was that he was communicating with the
16 Corporation Commission regarding what was going on at the
17 company?

18 A. Yes. But, I mean, Thursday was when he --
19 Thursday or Friday of that week he was notified from them,
20 and that Thursday was when he told me: You need to get
21 separate counsel.

22 So he -- I guess he didn't fire me, but he moved
23 me off and, you know, told me that he would give me some
24 references, and I needed to find somebody to represent the
25 estate. He couldn't be the DenSco attorney and the estate

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1 attorney at that time.

2 Q. When do you think you had that communication
3 with him?

4 A. Well, on Monday when -- the very first time we
5 met, he was concerned that there was a conflict and he was
6 concerned about his position, because of probably the
7 distance of time that he hadn't spoken to Denny, and then
8 finding out of his death, and then here I am in his office
9 saying help me, and so he was conflicted on what he was --
10 his position.

11 Q. And I think you got appointed as personal
12 representative for Denny's estate, like, August 4 or so.

13 A. Yes.

14 Q. Is that consistent?

15 A. Yeah, that week. Michelle Tran from his
16 office --

17 Q. Right.

18 A. -- was the person that I worked with.

19 Q. And that -- you understood that was the
20 procedure by which you would then be in a position to be
21 able to represent the estate?

22 A. Yes.

23 Q. And after that was accomplished by Michelle Tran
24 at Clark Hill --

25 A. The paperwork, yes.

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1 Q. -- did they do anything at all with respect to
2 you in your role as representing the estate, or did you
3 use other counsel then?

4 A. Well, after he recommended that I seek other
5 counsel, then I did. I took his recommendation and met
6 Kevin from Gammage & Burnham. Kevin Merritt.

7 Q. Other than helping with getting you appointed as
8 the personal representative, did the Clark Hill firm do
9 anything else with respect to estate-related work?

10 A. They applied for the Social Security numbers for
11 the estate and for the boys' trusts, yeah, I believe. And
12 we had -- yeah. I believe there was a gap in time, a
13 number of hours between when you can apply for EIN
14 numbers, so there was a timeline for that, but Michelle
15 helped me with that.

16 Q. Other than those matters, was there any other
17 involvement of the firm with respect to the estate issues
18 or estate matters?

19 A. They answered my questions.

20 Q. Okay.

21 A. I, you know, didn't understand fully what my
22 position was, and talking about getting death certificates
23 and, you know, that process, I hadn't been through before,
24 so they answered my questions.

25 Q. So you ultimately hired Gammage & Burnham to

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1 represent you in your capacity as the personal
2 representative for the estate?

3 A. Correct.

4 Q. And we will look at the chronology of that.

5 Your -- you had a lawyer in Idaho who was a
6 friend of yours --

7 A. Correct.

8 Q. -- who had some involvement on this matter --

9 A. Correct.

10 Q. -- right?

11 A. Yes.

12 Q. I've lost track. Is it Holbrand or --

13 A. Peter Erbland.

14 Q. Erbland. Could you spell that?

15 A. E-r-b-l-a-n-d.

16 Q. What is your relationship with him?

17 A. He is the corporate attorney for my business or
18 my company that I work for, a close friend of the owner,
19 and I have known him a long time. He was a friend.

20 Q. And I'm not going to ask you what you and he
21 spoke about or any advice or consultation you may have
22 had, but what role did he play with respect to helping you
23 get through this difficult time?

24 A. I went to him after I came back from Phoenix. I
25 don't think it was the first time. I went to him after I

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1 received the subpoena and I explained to him this position
2 I was in, and that I had been referred to this attorney
3 and could he recommend one. How do I -- how do I even
4 find the right attorney.

5 You know, I just needed some guidance, and he
6 told me he was happy to help me and he listened to me.
7 And he contacted Kevin Merritt, spoke with him, did a
8 little due diligence on his own part and said: He is a
9 good guy. I think he would be a good person for you to
10 use. So he kind of gave me some direction.

11 Q. Do you know if you spoke to any other lawyers or
12 he spoke to any other lawyers to serve in that role?

13 A. No.

14 Q. Do you remember whether you got any other names
15 other than the Gammage & Burnham lawyers?

16 A. David might have given me a couple of names, but
17 Kevin was the one that I think I remembered, and I took
18 that to Peter.

19 Q. You indicated a moment ago that David told you
20 that he was worried about a conflict.

21 Do you remember that testimony?

22 A. Yes.

23 Q. And he wanted to make sure that you had
24 representation separately --

25 A. Yes.

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1 Q. -- as it related to your role --

2 A. Yes.

3 Q. -- representing the estate?

4 A. Yes.

5 Q. As I'm looking at the situation, there are very
6 few people around that can even try to help DenSco, right?
7 I mean, there is you, there is Mr. Koehler --

8 A. Right.

9 Q. -- and then there is David.

10 Is there anyone else out there in that timeframe
11 of late July, early August of 2014 that can help with
12 DenSco?

13 A. I didn't feel that there was anyone that could
14 help. There was an old coworker of Denny's that called me
15 after he found out Denny had died. He had worked with
16 Denny at Insight Distribution. His name is Tim Crown.
17 And he offered, I remember him saying: I have a team of
18 lawyers to help you. This is what you need to do. I have
19 been in these situations before. Let me help you.

20 And he called me while I was getting off the
21 plane; he called me while I was driving home or driving to
22 Denny's house. And when I got to my brother's house and
23 all these people were there and all this craziness was
24 going on, I spoke to him on the phone.

25 He is the one -- he had told me that we needed

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1 to form a group of advisors and -- of the investors, I
2 believe. He -- he was throwing information out there that
3 I didn't understand, and I brought that to David. And I
4 didn't trust him. I didn't know him that well in the last
5 25 years. 20, yeah. So he was just somebody chirping in
6 my ear, and I wasn't sure really what to think of it.

7 Q. Was that on the 28th that you had that first
8 conversation with him?

9 A. On the day I flew down, the 30th.

10 Q. The 30th.

11 A. And how he got my phone number, I don't know.

12 Q. Did you have any further conversations with
13 Mr. Crown after the 30th?

14 A. I might have talked to him on the 31st.

15 Q. And anything after the 31st?

16 A. I don't remember after that.

17 Q. Did he provide you any help on anything?

18 A. No.

19 Q. All right. So let me go back to David Beauchamp
20 and the role he played for a moment. We will look at an
21 email. There is at least one email where he is describing
22 his role as being an administrative role, but I want your
23 view of what he did in helping you and helping DenSco for
24 this period of time after Denny's death.

25 How would you describe what he did to aid you

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1 and to aid the company?

2 A. How David helped me?

3 Q. Yes.

4 A. He explained to me what my position was as the
5 PR. He helped me with trying to figure out how to
6 communicate with the investors, and just offered me some
7 guidance on how to put one foot in front of the other.

8 Q. Was he helpful to you?

9 A. Yes, I felt. Yes.

10 Q. Did you gain an opinion or an impression of him
11 as to his intentions, his professionalism, anything in
12 general from your talks and meetings with him?

13 A. I think he wanted to help. I think he liked my
14 brother, and I think he felt bad for my situation and
15 offered guidance.

16 Q. Did you ever -- well, let me back up.

17 On the email communications that were put
18 together to the investors --

19 A. Yes.

20 Q. -- to apprise them of the situation, did you --
21 in the procedures you were following, did you normally
22 have an opportunity to review those --

23 A. Yes.

24 Q. -- before they went out to the investors?

25 A. Yes.

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1 Q. And did you have input into what was said in
2 those?

3 A. Yes. He was a lot more eloquent and obviously
4 is a good writer, and I certainly couldn't put two
5 sentences together, so I -- I was thankful for him doing a
6 good job communicating, you know, what we needed to
7 communicate, we thought, to the investors. So, yeah, I
8 mean, I remember that we had phone discussions about it
9 and went back and forth, and yes.

10 Q. But in terms of whatever facts are being
11 conveyed, you had an opportunity to look at what was being
12 conveyed to make sure that you were comfortable with what
13 was being said?

14 A. Yes.

15 Q. Did Mr. Koehler also have an opportunity to
16 review the emails before they went out or did he take the
17 opportunity, do you know?

18 A. If I remember correctly, probably after this
19 first email to the investors that I sent that Sunday
20 night, there was one longer one maybe Tuesday or Wednesday
21 of that week, I don't know the timing of it, where David
22 was explaining what they hoped Robert would do or what we
23 were hoping Robert would be able to do, you know, to let
24 the investors know we had this person who was qualified to
25 look things over.

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1 And I think that was the only time that Robert's
2 name was involved. I believe shortly after that, he opted
3 out. It got to the point, I believe, where it was too
4 much fraud that he had found, too much -- things that
5 didn't look right. It made him uncomfortable. I think
6 he, you know, changed his mind and didn't want to be a
7 part of the future, moving on for DenSco. And I think
8 that was within that first week, I believe. I'm not sure
9 about the dates, but --

10 Q. So that first week, what we have been discussing
11 is that that Monday is August 1 --

12 A. Uh-huh.

13 Q. -- Friday being August 5.

14 You think in that week Mr. Koehler opted out?

15 A. Yeah. Possibly maybe by the end of the week. I
16 don't -- like I said, if you went back and maybe looked at
17 the communication that David sent out the second time.

18 I remember sitting on the floor of the airport
19 and Robert saying: I don't want my name in the letter. I
20 don't want to be a part of this. I don't feel
21 comfortable. I'm an investor, is what he said. I have my
22 own business. This is too much for me to take on, is what
23 I believe I remember him telling me.

24 And so I was like, dang, you know. That -- and
25 I don't remember the timing of that, but it was within the

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1 first week, week and a half maybe.

2 Q. I have seen reference, and I think Mr. Beauchamp
3 has talked about the fact that Mr. Koehler didn't want his
4 name on things.

5 A. Right.

6 Q. Do you recall that?

7 A. Probably. I -- yeah, that sounds about right.

8 Q. But when you are describing opting out, does
9 that -- is that something more, that he didn't want to be
10 even involved in --

11 A. Right. He looks at the files of the
12 information, the notes of the current, I believe, they
13 were the current loans and did his analysis, and to him it
14 wasn't positive. And after that, he -- you know, I don't
15 know what the timeframe was from when he had done his
16 initial analysis, which, you know, wasn't very thorough,
17 of course, it was just looking through things, is what I
18 recall. I don't know the timing of it, but pretty shortly
19 after that, he didn't want to have anything to do with it.

20 Q. So after Mr. Koehler opted out, was it just down
21 to you and Mr. Beauchamp to try to put together what was
22 going on financially in the company?

23 A. Not really, because I believe that was within
24 the time that the ACC had sent their subpoena over or
25 their phone call saying we are sending you a subpoena,

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1 which gave us a heads-up of, okay, well, everything is
2 going away. You know, they are taking over. How do I
3 gather the records.

4 Q. So the role that David Beauchamp was playing in
5 helping you and helping DenSco, did you understand that
6 that would be a transitional role until the Corporation
7 Commission got completely on board?

8 A. Yeah. He explained to me that they kind of were
9 taking over, and that was the end of what we thought we
10 were going to be doing, yes.

11 Q. So there was -- it was a pretty short period of
12 time that Mr. Beauchamp would have been in that primary
13 role with you before the Corporation Commission started
14 involving itself?

15 A. Yes.

16 Q. In the time that you worked with David
17 Beauchamp, did you always believe that you and he had been
18 transparent in the way you were communicating what was
19 going on at the company?

20 A. To the investors?

21 Q. Yes.

22 A. Yes. Yeah.

23 Q. And I guess to anyone.

24 A. Yes.

25 Q. I mean, the Corporation Commission, anyone else,

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1 right?

2 A. Yes, yes. There was a lot of information. You
3 know, we were finding out new things all the time,
4 different situations, different people, yes. It was -- I
5 thought we were doing the best that we could.

6 Q. You knew you that David was helping you for the
7 period of time you needed him, but it would transition
8 over to the Corporation Commission at some point that
9 would oversee the company?

10 A. Yes. He explained the process of receivership
11 to me, and I -- it made me realize that, yes, there was a
12 transition and it would be different.

13 Q. Did you understand that there probably would be
14 a receiver placed in control of the company --

15 A. Yes.

16 Q. -- fairly early in the process?

17 A. Yes.

18 Q. When do you think you would have first learned
19 that that's where the Corporation Commission would go with
20 the situation?

21 A. Oh, I think from the very beginning when he
22 first was contacted by them.

23 Q. And did you have any position relative to
24 whether a receiver ought to be appointed or not? Did you
25 care? Did you favor it, oppose it, or --

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1 A. I don't think I really fully understood what it
2 meant and what it included. He did his best to explain to
3 me, and then he talked about how we have choices where we
4 can submit who we want to be the receiver, and they have
5 this back and forth of who likes this receiver, who likes
6 that. There is some kind of hearing where I guess the
7 judge decides, I believe is the way he explained it to me.
8 And I was like, I don't know any receivers. You know, I
9 didn't feel like I had any input. So he explained that to
10 me, but I don't remember him talking about his choice or
11 we didn't discuss -- I don't believe we discussed
12 receivers individually.

13 Q. But you understood really early on in August
14 that with the Corporation Commission getting involved, a
15 receivership would likely ensue?

16 A. Yes.

17 Q. Okay. In terms of what David Beauchamp did in
18 that timeframe of early August, your working relationship
19 with him, I just want to get a feel for it, were you --
20 was he providing you information and you were giving him
21 direction on what to do, or how would you describe the
22 working relationship you had?

23 A. I would give him information when I heard it,
24 received phone calls, received emails, anything I thought
25 that he needed to know, and he did the same for me. He

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1 would let me know.

2 So when I, you know, had 32 voicemails from
3 investors or I talked to so and so today, do you know
4 them, you know, we would have conversations. He was
5 trying to, I'm sure, wrap his head around who these people
6 are, and I didn't know a lot of the people that were
7 contacting him, so we -- yeah, we communicated. I don't
8 feel like I was telling him what to do, but he -- I would
9 just give him the information when I had it, if I thought
10 he needed to know.

11 Q. Let me ask you to look at Exhibit 419. There at
12 the top is an email from you to David Beauchamp dated
13 July 31, 2016.

14 Do you see that?

15 A. Yes.

16 Q. I want you to look at the fourth paragraph that
17 begins "because."

18 Do you see that?

19 A. Uh-huh.

20 Q. It reads: Because there are so many friends and
21 family and some are not aware of his death, I feel this is
22 necessary. And then the next sentence: Robert agreed
23 this is a good idea.

24 A. Uh-huh.

25 Q. Did I read that correctly?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Yes.

2 Q. And that's referencing a written communication
3 to the investors to tell them what was going on?

4 A. Yes.

5 Q. You described this as friends and family?

6 A. Uh-huh.

7 Q. Did you understand that many of Denny Chittick's
8 investors at DenSco were friends and family?

9 A. Uh-huh. Yes.

10 Q. Did you know some of those investors? I know
11 you mentioned Mr. Imdieke earlier.

12 A. Uh-huh.

13 Q. Did you know any other investors? I know your
14 parents were investors.

15 A. Yes.

16 Q. Were there any other folks you knew that were
17 investors?

18 A. Yes. There was a small group up in Idaho,
19 probably four or five families, and I knew all of them.
20 Neighbors of my parents. Denny's friend from high school,
21 his parents. Some long-time family friends of my parents.
22 Four or five families. I knew them.

23 And I knew a couple of the investors down here
24 in Arizona, you know, Denny's friends Paul and Julie. And
25 I had met Brian, his neighbor. But I -- I didn't know a

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1 lot of the Arizona investors. Just, you know, neighbors
2 mainly might have been the ones that I had met.

3 Q. You talked about Mr. P.

4 A. Uh-huh.

5 Q. And you talked about Carol --

6 A. Uh-huh.

7 Q. -- Pipkin, or I guess she doesn't go by Pipkin.

8 A. Carol Patton --

9 Q. Patton.

10 A. -- is her name.

11 Q. Were they investors?

12 A. No.

13 Q. We talked a little while back about the
14 friendships that Denny and his wife Ranasha had when they
15 were married?

16 A. Uh-huh.

17 Q. Do you remember any friends of Denny's who were
18 people you knew that were not investors with him?

19 A. Yeah. His friends Dave and April weren't
20 investors. He had a lot of friends from Insight when he
21 worked there that weren't investors. Yeah.

22 Q. In those years prior to his death, do you
23 remember any friends that stand out to you now that he
24 would have been socializing with in that timeframe?

25 A. That he would have been?

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1 Q. Yes.

2 A. Any of those people that we mentioned.

3 Q. You mentioned the ones -- the couples and that
4 kind of thing. Anyone else, that you can remember?

5 A. Not off the top of my head. No. He -- having
6 boys involved in sports, he had a lot of friends that were
7 parents of other kids that his kids spent time with. He
8 had some neighbor kids who he, you know, spent time with
9 their parents, and sleepovers and things like that. He
10 had, you know, a group of friends that were associated
11 with his children, of course, from school.

12 Q. Did the issue of investors suing or bringing
13 some legal action against David Beauchamp or his firm, did
14 that ever come up in your conversations with him?

15 A. With David?

16 Q. Yes.

17 A. One of our meetings at his office, he told me
18 that an investor called and demanded a copy of his
19 malpractice insurance policy. I do remember that.

20 Q. And was that -- did you relate that at all to
21 his concerns about conflicts and making sure that you had
22 separate counsel for your estate matters and that kind of
23 thing, or did the two --

24 A. It just scared me. It just made me realize that
25 this was a mess.

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1 Q. Did you ever feel, in your involvement with
2 David and communications with David, that he was ever
3 hiding anything from the investors or not disclosing
4 anything to the investors?

5 A. No, I did not get that feeling.

6 Q. Let's look at Exhibit 420. Actually, that's
7 not -- there is nothing really. Let's look at 421.

8 It -- these are David's notes and he is
9 referencing Robert having access to Denny's computer. You
10 can see it there. And there is a reference to a letter
11 being sent to David Beauchamp by Mr. Chittick.

12 Let me break this down. The first part, did --
13 after Denny's death, did Robert gain access to the Dropbox
14 and all of the financial information for DenSco?

15 A. That he -- I -- I -- I think that I sent him the
16 information that was sent to me, and I think I gave it to
17 him. I think I did.

18 Q. All right.

19 A. We were -- yeah. We were trying to get him in
20 the loop. We thought he was and he wasn't.

21 Q. He was in the loop for a little bit, and then he
22 got out of the loop?

23 A. Yes.

24 Q. All right.

25 A. Really quickly, yes.

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1 Q. And then later it talks about an email to David
2 Beauchamp. Have you -- or, I'm sorry, a letter to David
3 Beauchamp.

4 I don't think anyone has ever discovered a
5 letter to David Beauchamp from Denny Chittick, but are you
6 aware of any, there being one?

7 A. No. And -- yeah, no.

8 Q. So how are we doing? Do you guys want to take a
9 break? I don't know how long it's been going. We are
10 about -- we are approaching 11:00. Would this be a good
11 time to take a ten-minute break?

12 A. Yeah, that's fine.

13 Q. I have got some exhibits I'm going to share with
14 everybody, and we'll --

15 A. That's fine.

16 Q. Thanks.

17 VIDEOGRAPHER: The time is 10:55 a.m. We are
18 now off the record, ending media number two.

19 (A recess was taken from 10:55 a.m. to
20 11:08 a.m.)

21 VIDEOGRAPHER: The time is 11:08 a.m. We are
22 now back on the record, beginning media number three.

23 Q. (BY MR. DEWULF) Shawna, I'm going to show you
24 Exhibits marked 437 to 447. I have provided copies to
25 your counsel and to opposing counsel. I want to go

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1 through them quickly.

2 A. Okay.

3 Q. I just want to identify them for the record.

4 Looking at 437 first, you are communicating to
5 David Beauchamp on August 3rd.

6 Do you see that --

7 A. Yes.

8 Q. -- at the very top?

9 And this would be Wednesday of that week, right?

10 A. Yes.

11 Q. And you indicate, you say: I just spent an hour
12 on the phone with the enforcement people from the Arizona
13 Corporation Commission, Securities Division.

14 A. Okay.

15 Q. They have talked to several investors and we
16 need to discuss the stories being circulated and what they
17 are planning to do.

18 A. Okay.

19 Q. Did I read that -- I apologize. Let me rephrase
20 this. This is David's email to you.

21 A. To me, right.

22 Q. I apologize.

23 A. Yes.

24 Q. And do you recall talking to him about what the
25 Corporation Commission shared with him?

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1 A. Yes.

2 Q. What do you recall?

3 A. Okay. So I was off earlier when I thought it
4 was Thursday, but it was Wednesday. And I was back in
5 Idaho and I remember him calling me, or he sent me this
6 email. And then I sat down and spoke with him. And he
7 just explained that some of the ideas and, I don't know,
8 crazy ideas; that the investors had called and said I
9 heard this, I heard that. This is what's -- you know,
10 lots of speculation. And obviously they were alerted and
11 alarmed and were ready to step in. That was kind of, I
12 remember what he was telling me.

13 Q. You would have known as of August 3rd that the
14 Corporation Commission was on the job and were positioning
15 themselves to take over the company?

16 A. Yes.

17 Q. Let's look at Exhibit 438. If you look at the
18 body of this document is an email to the investors, and it
19 says it's a draft email in the subject line.

20 Do you see that?

21 A. Yes.

22 Q. And then at the top it is an email to you or,
23 I'm sorry --

24 A. It's to Robert, yes.

25 Q. -- to Mr. Koehler.

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1 A. To Robert.

2 Q. And he indicates -- he says: I did not include
3 your telephone number or an email address for either you
4 or Shawna.

5 You had some sensitivity in this timeframe. You
6 didn't want to be inundated with --

7 A. Even though I was, I didn't want my phone number
8 to go out to others.

9 Q. Understand.

10 A. Yeah. We kind of talked about trying to keep it
11 contained, I guess.

12 Q. Understood.

13 And so as of Wednesday the 3rd, David Beauchamp
14 is coordinating with you and Mr. Koehler as to giving the
15 investors information about what was going on at DenSco?

16 A. Correct.

17 Q. And that's the purpose of this email?

18 A. Yes.

19 Q. And you and Mr. Koehler had an opportunity to
20 review the draft before it went out?

21 A. Yes.

22 Q. Let's look at 430 -- I'm sorry -- 439.

23 MR. STURR: I'm not sure we got that. That one
24 didn't make it. Did you get 439?

25 THE WITNESS: I did.

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1 MR. STURR: We didn't get one.

2 Q. (BY MR. DeWULF) Do you have a 439?

3 A. I did, uh-huh. I do.

4 MR. DeWULF: This looks like -- here we go.

5 Sorry guys.

6 MR. FAIRBOURN: Thank you.

7 Q. (BY MR. DeWULF) So Exhibit 439, there is --
8 that same email appears in the starting at the -- about
9 halfway down on that first page, and you are sending an
10 email to David saying: Perfect, I agree. And we can only
11 hope this gives us more time.

12 A. Uh-huh.

13 Q. Thanks, David. Headed to airport.

14 Do you see that?

15 A. Yes.

16 Q. When you are referencing giving you more time,
17 what are you -- what are you referring to there?

18 A. To figure out what's going on and what we are
19 going to do.

20 Q. I see. So --

21 A. Everybody wanted answers and we didn't have any,
22 because we hadn't figured anything out. That's what I --
23 that's what I remember.

24 Q. So you are hoping that if you can at least tell
25 the investors what you know at this point in time, it

SHAWNA CHITTICK HEUER, 8/22/2018

1 might give you some time to learn more.

2 A. Right.

3 Q. All right.

4 A. Right.

5 Q. Look at Exhibit 440. If you look at the very
6 top of this Exhibit 440, it's a message from David to you.
7 And he says: Robert just called after I sent several text
8 messages to tell me that he wants his name completely out
9 of the email. It is so late and I know you are on the
10 plane, but I will go ahead and review the email again and
11 delete Robert's name despite what he previously had agreed
12 with Denny.

13 A. Okay. Yes, this --

14 Q. Did I read that correctly?

15 A. Yeah.

16 Q. So as of Wednesday the 3rd, Mr. Koehler is
17 indicating he does not want his name on these materials?

18 A. Right.

19 Q. Okay. And this would be consistent with your
20 memory that he opted out --

21 A. Right. It was --

22 Q. -- ultimately, and didn't want to be involved at
23 all?

24 A. Correct, yes.

25 Q. All right. I ask you to look at 441. And at

SHAWNA CHITTICK HEUER, 8/22/2018

1 the top again --

2 MR. STURR: Sorry, John. I don't have that.

3 MR. DeWULF: You don't have a copy of 441?

4 MR. FAIRBOURN: I have got 441. I have got two
5 441s.

6 MR. STURR: You've got mine.

7 MR. DeWULF: How am I doing so far?

8 MR. STURR: You are doing great.

9 MR. DeWULF: That was really bad.

10 Q. (BY MR. DeWULF) 441, again, a series of emails
11 between you and David Beauchamp as of August 3rd?

12 A. Yeah. This is from my telephone, yep. Yep, I
13 remember this.

14 Q. And then, again, it's more conversation about
15 Robert kind of getting out of the process, right?

16 A. Yes.

17 Q. Let's look at 442. This, the communication at
18 the very top of this page -- well, I'm sorry. Halfway
19 down there is a reference to a notice of bankruptcy court
20 in the Scott Menaged matter.

21 Do you see that?

22 A. Yes.

23 Q. So did you know anything about this individual
24 Scott Menaged before your brother passed away?

25 A. No.

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1 Q. And did you ultimately conclude that Mr. Menaged
2 had been engaged in fraud vis-a-vis DenSco?

3 A. Just from what I had been told.

4 Q. Okay. You didn't really do any investigation
5 yourself; it's simply what you might have learned from
6 others?

7 A. Correct.

8 Q. All right. So he is currently serving time in
9 federal prison --

10 A. Yes.

11 Q. -- as a felon.

12 Did you know that?

13 A. Yes.

14 Q. And so I don't -- we are not giving -- I'm not
15 giving credibility to him at all, but I -- in his -- he
16 gave an exam, a -- they call it a 2004 exam in his
17 bankruptcy where he was asked questions and gave answers.
18 He said some things as they relate to you and Denny. I
19 don't know if you know that or not, but I wanted to ask
20 you just because I need to cover it with you.

21 A. Okay.

22 Q. And I can -- I can give you the testimony. I
23 didn't bring it, but I have the transcript. But let me
24 run these things through with you to see if any of these
25 things are true or if it jogs your memory about anything.

1 A. Okay.

2 Q. He -- Menaged testified that Denny, your
3 brother, had informed you about the Forbearance Agreement
4 that existed.

5 Did Denny ever talk to you at all about a
6 forbearance agreement as it related to Menaged?

7 A. No.

8 Q. Okay. He said that Denny told him that Denny
9 had met with you in July of 2014 in Idaho and had opened
10 up about all that was going on.

11 Did he --

12 A. No.

13 Q. You had no idea, as of your brother's death,
14 what the company had been doing with Menaged, right?

15 A. No, nothing.

16 Q. He also indicated that, Menaged testified that
17 your brother had told him that your brother would go up to
18 Idaho to visit, and you would help him with his books and
19 records and help him with his laptop and that kind of
20 thing.

21 Is any of that true?

22 A. No.

23 Q. Did your brother go up every summer in July to
24 visit you?

25 A. He came two, sometimes three times a year, but,

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1 yeah, once his boys were in school, he pretty regularly
2 came up in the summertime, and then again in the
3 wintertime to ski and snowboard.

4 Q. I see.

5 So when the references in the record are made to
6 the boys skiing or snowboarding, was it typically in Idaho
7 that that was done?

8 A. With me, uh-huh. Correct.

9 Q. Okay.

10 A. Yes.

11 Q. Let's look at 442. Again, at the top of the
12 page of 442 -- well, let me -- I'm not sure I completed
13 this bankruptcy idea with you. Let me just go back.

14 Did you learn that Mr. Menaged had filed for
15 bankruptcy? Did you ever learn that?

16 A. I did somewhere in the beginning --

17 Q. Okay.

18 A. -- trying -- yeah.

19 Q. Then look at the top of page or Exhibit 442. In
20 it, if you look at the third sentence in that first
21 paragraph: I sort of understand what is being discussed
22 here, so long as Robert can tell me what I need to do,
23 then I can follow his direction.

24 After Robert opted out, was -- did -- how did
25 you and David get information about what was going on

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1 financially with the company or with the loans?

2 A. We didn't. I didn't know anything. I didn't
3 take a look at the spreadsheets or any of the information
4 Robert had. Just the idea about we need to have a
5 forensic accountant, that it would look good to the
6 investors to have a forensic accountant do an analysis for
7 us. They were independent. You know, we need somebody to
8 look at this.

9 I did not have the capacity emotionally to do
10 it, and I certainly didn't feel like I was qualified or
11 had the time. So we had talked about, you know, how --
12 how can we do this, you know. Do you just hire a forensic
13 accountant? You know, I didn't -- I know what a forensic
14 accountant is, but I didn't know the process of gaining
15 one, hiring one, you know.

16 Q. Who came up with that idea of having a forensic
17 accountant come in and look at what happened with the
18 company?

19 A. David mentioned it, I believe.

20 Q. Okay.

21 A. In our meetings, I think it was one of the ideas
22 that we had talked about.

23 Q. So there are references, and we will look at
24 this in the emails, to a Mr. Gorman.

25 A. Uh-huh.

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1 Q. Do you recall whether he was a candidate to
2 serve as a forensic accountant?

3 A. I contacted him, yes. He was somebody that I
4 looked up and got some reference from -- maybe David gave
5 me where to look, or I don't remember if I Googled it. I
6 don't remember exactly, but there were forensic
7 accountants listed and I cold-called and asked, you know:
8 Hey, this is my situation. Is this something that I could
9 have you do? And I think I did that to two different
10 firms, and Chris was the only one that called me back, so
11 I remember having a brief discussion with him.

12 Q. And what were you envisioning he would do if he
13 were hired?

14 A. Look things over and analyze them and tell us
15 what eventually was found.

16 Q. In terms of what had gone on in the business?

17 A. Uh-huh.

18 Q. Okay. Yes?

19 A. Or maybe where it sat right now, right, you
20 know, at that time.

21 Q. And David Beauchamp was supportive of that idea
22 of having someone independent coming in and looking at
23 what had gone on?

24 A. Yeah. I think he -- if I remember right, it was
25 this is kind of the next step, you know. We can't do

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1 this. We'd have to have somebody else do this for us to,
2 yeah, be more transparent. To, you know, have some backup
3 to what we see.

4 Q. Do you recall, during the time that David
5 Beauchamp was involved in working with you, that -- or
6 working with DenSco, that he did involve himself in some
7 instances of getting money into the company from some of
8 these loans that had been made by the company?

9 A. I don't know how exactly that happened, but I
10 don't doubt that.

11 Q. Okay.

12 A. I think I remember, yeah, because we had people
13 contacting us and him saying: Hey, I need this paid off.
14 Hey, I need, you know, to know how much I owe. I want to
15 be done with this.

16 Yeah. So, you know, we had people contacting us
17 and he was trying to figure out how we can do this.

18 Q. I know earlier you described him as being
19 helpful, but do you think that David Beauchamp actually
20 benefited DenSco for the time that he was involved after
21 your brother's death?

22 A. By communicating to the investors on my behalf,
23 yes.

24 Q. And do you think he also helped gather funds to
25 be brought into the company?

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1 A. I don't know --

2 Q. Do you recall?

3 A. I don't know if he actually did --

4 Q. Okay.

5 A. -- because I never saw any banking information
6 to know that things were coming in, but yeah.

7 Q. Would it have been more difficult for the
8 company, in that time after your brother's passing and the
9 Corporation Commission stepping in, if Mr. Beauchamp had
10 not been there to help?

11 A. It would have been more difficult for me, yes.

12 Q. And the company really didn't have anyone else
13 other than you and him when Mr. Koehler stepped aside,
14 right?

15 A. Correct.

16 Q. Mr. Gorman was never hired, because the
17 Corporation Commission stepped in --

18 A. Right.

19 Q. -- to kind of take over and investigate, right?

20 A. Correct.

21 Q. And was the belief that when the Corporation
22 Commission got involved, that they would investigate what
23 had gone on at DenSco and help the investors?

24 A. I don't know if that was portrayed to me that
25 way. It was more they were in charge and they would be

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1 dictating what was going -- who was going to do what. Not
2 that they would take this on.

3 It was explained to me they are a governmental
4 regulatory entity and it moves very slowly and they will
5 do this and that, and they have to bless this and bless
6 that. It was kind of explained to me that way.

7 Q. I see. My question --

8 A. So once they got involved, I guess.

9 Q. My question wasn't very good.

10 Let me -- did you understand that after, when
11 the Corporation Commission and the Securities Division got
12 involved, that they would investigate what had gone on, to
13 either directly or through people that they got appointed,
14 to look into what happened to the investors' money and how
15 the investors would be taken care of?

16 A. Yes, I think I understood that that would be the
17 ultimate goal.

18 Q. Okay. Let me ask you to look at 443.

19 David is indicating to you that the email has
20 gone out to the investors, if you look at the top of 443.

21 A. Okay.

22 Q. Is that -- can you just confirm that for me?

23 A. Yes.

24 Q. And then an email to you at your email address?

25 A. I'm copied, yes.

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1 Q. And then 444, here is Mr. Imdieke communicating
2 about the safeguarding of some of Denny's computers and
3 that kind of thing.

4 Am I correct in that depiction of 444?

5 A. Do you want me to stash in a safe place. Moving
6 boxes. I -- I remember this, yes.

7 Q. Did -- let me digress for a minute. I want to
8 ask you a question I forgot to ask earlier.

9 In Denny's letter to you that you got after his
10 death, there are a couple of comments made that were
11 critical of David or at least could be interpreted as
12 being critical of David Beauchamp.

13 A. Uh-huh.

14 Q. Did you ever talk to David Beauchamp about what
15 Denny had said in his letter to you?

16 A. I gave him a copy of the letter.

17 Q. Did you ever talk to David about the comments or
18 how you viewed the comments or how you viewed David's or,
19 I'm sorry, Denny's letter with David?

20 A. I don't remember if we specifically talked about
21 what Denny had written. I don't remember a conversation.
22 We spent a lot of time talking.

23 Q. Do you remember David ever telling you that he
24 disagreed with the comments that Denny had made about him
25 in Denny's letter to you?

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1 A. I don't remember if he did. He could have, but
2 I don't remember.

3 Q. Did you ever gain any opinion about Denny's
4 comments or were you ever in a position to make a judgment
5 about Denny's comments about David?

6 A. On whether or not he -- referring to like the
7 two or three sentences --

8 Q. Right.

9 A. -- that talk about David?

10 Q. Right.

11 A. No.

12 Q. Other than Mr. Imdieke or Imdieke --

13 A. Imdieke.

14 Q. Imdieke.

15 A. Imdieke --

16 Q. Imdieke.

17 A. -- is the way he says it, yeah.

18 Q. Were there any other investors that were trying
19 to help in the aftermath of your brother's death?

20 A. Paul Kent.

21 Q. Any others?

22 A. Denny's good friend.

23 That actually stepped up to offer to help, not
24 really. There was a lot of emotional support and, you
25 know, we are sorry, let us know if there is anything we

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1 can do kind of thing. But, no, really just Paul and
2 Brian. Dave Preston.

3 Q. Dave Preston being the CPA who helped with the
4 company --

5 A. Correct.

6 Q. -- company's taxes?

7 A. Correct.

8 Q. And I think he did Denny's --

9 A. He did Denny's personal --

10 Q. -- taxes as well?

11 A. -- taxes as well.

12 Q. How did Mr. Preston help?

13 A. Oh, he was very supportive. He had lost a son
14 to suicide.

15 Q. Let's look at 445. This series of emails, if
16 you will see, there is an email that begins about halfway
17 down that first page, where you are communicating with
18 Mr. Beauchamp as of August 8, 2016.

19 Do you see that?

20 A. Which -- sorry. Say that again.

21 Q. The first page of Exhibit 445 --

22 A. Uh-huh.

23 Q. -- halfway down there is an email from you to
24 David Beauchamp --

25 A. Oh, yes.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. -- on August 8th.

2 A. Yes. Sorry.

3 Q. And you are talking about a variety of matters,
4 having kind of the ongoing issues you are dealing with?

5 A. Yes.

6 Q. And he is -- at the top of that first page,
7 David is telling you about a meeting with the Corporation
8 Commission on Wednesday.

9 Do you see that?

10 A. Yes.

11 Q. And do you recall that there was a meeting on
12 what would have been August 10 --

13 A. Uh-huh.

14 Q. -- with the Corporation Commission?

15 A. Yes, I remember.

16 Q. Okay. And the Corporation Commission didn't
17 want investors to attend that meeting, right?

18 A. Correct.

19 Q. And did you listen in to that meeting, do you
20 recall?

21 A. I -- yes. I was in a separate room with a
22 speakerphone, and David was in with them in the conference
23 room.

24 Q. Okay.

25 A. And they asked me questions, yeah.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. Do you remember anything about that
2 conversation?

3 A. Oh, just them asking me questions that I didn't
4 know the answer to. Asking -- I don't remember
5 specifically what we talked about a whole lot.

6 They asked me -- I remember they asked me about
7 the boys. They asked me about how Denny was found. They
8 asked me details of things that were hard to talk about.
9 I remember that. But I -- I don't remember a lot of
10 specifics about that.

11 Q. Let me ask you to look at 446. About halfway
12 down there is an email from David Beauchamp to the
13 investors.

14 Do you see that?

15 A. Yes.

16 Q. And then at the top he is conveying this to you,
17 and he is saying: Here is the email I just sent.

18 Do you think this would have been one of the
19 emails you would have reviewed before it went out to the
20 investors, or do you know?

21 A. Wednesday the 10th. That was the day that we
22 had the meeting with the ACC. No. I was there in Phoenix
23 and I would have seen this.

24 Q. Okay. And this is again --

25 A. Communicating, yeah.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. -- kind of a status email to tell investors what
2 you knew --

3 A. Uh-huh.

4 Q. -- about what was going on in the company?

5 A. Yes. No. I'm -- I'm pretty sure that I saw
6 this, and, yes.

7 Q. Let's look at 447.

8 A. Okay.

9 Q. If you will see that -- this is now moving
10 forward to August 16 --

11 A. Uh-huh.

12 Q. -- and you will see that there is an email
13 starting about halfway down that first page from Kevin
14 Merritt.

15 Mr. Merritt was one of the lawyers advising you
16 at Gammage & Burnham in your role as the personal
17 representative?

18 A. Yes.

19 Q. And at the top, there is a communication, it's
20 copied to you from David, where he is seeking information
21 from Robert Koehler on payoff amounts.

22 Do you see that?

23 A. Yes.

24 Q. He says: I do not have access to the accounting
25 records in Dropbox, so I cannot calculate the payoff

SHAWNA CHITTICK HEUER, 8/22/2018

1 amounts. I do have the Deeds of Release, but I need
2 someone else to provide the payoff amounts.

3 Does -- does this refresh your memory that David
4 was involving himself in connection with getting monies in
5 the door on some of the loans that were paying off?

6 A. Yes. He was kind of forwarding, trying to help
7 take care of things, you know. Not leaving people
8 hanging. I think he was trying to pass on.

9 Q. And this email would indicate that he was
10 seeking to get information from Robert Koehler, but he had
11 had some difficulty doing it, right?

12 A. Yeah. And -- yeah.

13 Q. Is that --

14 A. Yes, that's what I remember.

15 Q. That's consistent with your memory?

16 A. Yes.

17 Q. As of -- I think you said this earlier. I just
18 want to make sure I'm clear.

19 You did not know how much -- you did not know
20 anything about your brother or DenSco's relationship with
21 Menaged prior to your brother's passing, right?

22 A. Correct.

23 Q. So you did not know that he had a lengthy
24 history with him or that he had done a lot of loans with
25 him?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. No.

2 Q. Let's go to -- back to volume 5.

3 A. This one.

4 Q. All right. We're going to -- I'm going to try
5 to move quickly.

6 A. Okay.

7 Q. I haven't been very good for that promise so
8 far, but I'm going to try --

9 A. That's okay.

10 Q. -- to go quickly on these things, just mainly to
11 kind of get a sense of the chronology of things and maybe
12 refresh your memory about some of the events.

13 So Exhibit 206, this is an e-mail from you,
14 August 1, to David Beauchamp, correct?

15 A. Yes.

16 Q. And it is kind of giving him an update on what
17 was going on with regard to communicating with the
18 investors?

19 A. Yes.

20 Q. It says in that second paragraph: Here is the
21 investor letter he wrote, edited, wanted sent out, changed
22 his mind, asked me not to give it to anyone but you.
23 Emails didn't go out, his wifi was down, So in case Robert
24 didn't forward it -- forward it or this to you --

25 A. Oh, forward this to you, it is attached.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. -- it is attached.

2 And we don't have an attachment, but this is the
3 investment letter that your brother wrote?

4 A. The investor letter that we had thought was
5 sent --

6 Q. Okay.

7 A. -- to David that wasn't. Yeah, because this was
8 Monday. This was the very first day I met David.

9 Q. Okay.

10 A. Yes.

11 Q. Exhibit 207, I think we have talked about these
12 items already, so I'm not going to go through this with
13 you.

14 It does appear, if you look at the very top of
15 these notes -- and they are dated August 1, which would
16 have been your first meeting with David Beauchamp, right?

17 A. Correct.

18 Q. It talks about divorce. It says finalized in
19 summer of 2012 or 2013, have been going on since 2009.

20 Do you see that?

21 A. Yes.

22 Q. So you would have shared with David --

23 A. Yes.

24 Q. -- your understanding about the divorce?

25 A. Right.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. All right. Let's look at 208. Let's go to
2 20 -- we have already gone to 208 and 209. Let's go to
3 215.

4 This is notes August 3rd, 2016. Do you see
5 that?

6 A. Yes.

7 Q. David's notes.

8 And this references, it says: Letter is okay.
9 Buy some time, which is your comment, remember we saw
10 earlier.

11 A. Yes.

12 Q. But Mr. Koehler is wanting to limit the
13 reference to him?

14 A. To him, yes.

15 Q. Consistent with his view of wanting to opt out,
16 right?

17 A. Yes.

18 Q. All right. Let's go to 216.

19 This is your appointment as personal
20 representative through the Arizona Probate Court?

21 A. Correct.

22 Q. And so as of August 4, 2016, you would have been
23 formally in the position of being able to act for the
24 estate --

25 A. Correct.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. -- right?

2 And the estate, because it succeeds to Denny
3 Chittick and he is the sole shareholder, you are basically
4 succeeding to Denny Chittick in his role as running the
5 company, right?

6 A. Correct.

7 Q. Even though it's not what you wanted --

8 A. No.

9 Q. -- and not prepared to do it?

10 A. No. Exactly.

11 Q. Let's look at 223. In 223, David Beauchamp is
12 sending an email to you dated August 5.

13 Do you see that?

14 A. Uh-huh, yes.

15 Q. He says to you: I know that you are not having
16 a good day, but please let me know when we can talk. I
17 just talked to Scott's bankruptcy attorney and what he
18 said greatly upset me, so please be alone when we talk.
19 If you want to wait to talk until this weekend, please let
20 me know.

21 Did I read that correctly?

22 A. Correct.

23 Q. Do you remember what Menaged's bankruptcy
24 counsel said which was upsetting?

25 A. Yes.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. What do you remember about that?

2 A. David told me that it was a difficult
3 conversation and -- was his name Cody, Cody Jess.
4 Basically it was like he was threatening me, the estate,
5 Denny's home, the records. He was saying things to David
6 like: You don't know what happened before everybody got
7 there. You don't know what records you have, what records
8 you don't have.

9 I think he said something like: Things get
10 misplaced, things get taken, things get stolen. And I
11 don't know if that was in response to David letting him
12 know we have records, we have information. Don't think
13 that this is going to be over soon type of thing.

14 I don't know what their conversation was, but he
15 just relayed to me he was concerned about our safety and
16 he -- he didn't -- I don't think he told me word for word
17 what he said, but he just said: Shawna, I'm concerned. I
18 am concerned about the house, about the safety of Denny's
19 computer, the records that might be in his office. Are
20 they secure?

21 You know, he was calling me up in Idaho to
22 question, you know, who is at the house, who is watching
23 this information.

24 Q. David is doing this?

25 A. Yes.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. And are you comfortable today that you did
2 everything you could to safeguard everything and make sure
3 everything was preserved?

4 A. I felt confident that the house was secure,
5 because my cousin was staying there.

6 Q. Is that Sean?

7 A. Sean O'Connor, correct. Yes.

8 Q. And so did he stay at the --

9 A. Yes.

10 Q. -- Chittick residence?

11 A. Yes. For a couple of weeks, yes.

12 Q. Let's look at 225.

13 Do you know who Eileen Cohen is, an investor?

14 A. I do not.

15 Q. Let's look at 226. I think this is an email we
16 looked at or a version of the email sent.

17 Were you aware that as early as August 5, 2016,
18 David and you were sharing with the Corporation Commission
19 people what was being communicated to the investors?

20 A. That we -- say that again.

21 Q. Yeah. It wasn't very good.

22 A. No. That's okay.

23 Q. I'm looking at 225, I'm sorry, 226.

24 Is that what you are looking at?

25 A. Yes.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. Okay. And at the top he indicates to Wendy and
2 Gary, Wendy Coy and Gary Clapper --

3 A. Clapper.

4 Q. -- who are the Arizona Corporation Commission
5 representatives, right?

6 A. Correct.

7 Q. And he is forwarding to them the email that has
8 been sent to the investors --

9 A. Correct.

10 Q. -- right?

11 A. Yes.

12 Q. And did you understand as of August 5, you all,
13 that is you and David, were sharing with the Corporation
14 Commission --

15 A. Yes.

16 Q. -- what you are telling to investors?

17 A. Yes.

18 Q. And were you pretty much an open book as it
19 related to the Corporation Commission? Were you pretty
20 much telling them what you and David were doing?

21 A. I wasn't communicating with them --

22 Q. All right.

23 A. -- but, yes.

24 Q. David was?

25 A. He was communicating with them and letting them

SHAWNA CHITTICK HEUER, 8/22/2018

1 know, you know, what we had found those first few days and
2 that people were contacting him. Yeah, I'm pretty
3 comfortable in saying that I think David was doing a good
4 job communicating with them.

5 Q. In keeping them in the loop as to what was going
6 on at the company?

7 A. Yes.

8 Q. All right. 227. At the bottom -- these are
9 notes from David. At the bottom he references that he
10 needs a list of investors' names from you, and then you --
11 and his notes also reference the fact that you are
12 involving, I think, Mr. Erbland you referenced earlier.

13 But do you recall that David needed to get from
14 you some contact information for the investors?

15 A. Yes.

16 Q. This is dated August 5, 2016.

17 Does that seem roughly the timeframe?

18 A. Yes.

19 Q. Let's look at 229. This is referencing a Kim
20 and Russ Griswold. Did you know anything about them?

21 A. No, I did not.

22 Q. Let's go to 231. There is an Anthony Burdett.
23 Do you know who that is?

24 A. Other than he is an investor or a possible
25 investor, no, I didn't know who he was.

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1 Q. He is suggesting that there ought to be an
2 investigation by the FBI or the federal agency should get
3 involved.

4 Did you or David do anything in connection with
5 communicating with the federal authorities about what had
6 happened at DenSco?

7 A. I don't remember that. Early on we did talk
8 about what we thought if what Denny said was true in his,
9 you know, letters to us, that, oh, my gosh, this is a lot
10 bigger than -- you know, we talked, we speculated about
11 it, but I think because the ACC got involved so quickly,
12 that it kind of we knew would be out of our hands.

13 I -- I -- not that I assumed, but I think just
14 knowing that that could be a possibility in the future was
15 realistic.

16 Q. But you never communicated with anyone from the
17 FBI or the Department of Justice?

18 A. I did not, no.

19 Q. All right. Let's look at 234. This is an email
20 from you to David Beauchamp dated August 7, 2016.

21 Do you see that?

22 A. Yes.

23 Q. And it references an audio file.

24 Is this the audio file of the conversation
25 between Denny Chittick and Scott Menaged that Denny

SHAWNA CHITTICK HEUER, 8/22/2018

1 Chittick recorded?

2 A. Correct, yes.

3 Q. How did you discover the existence of that?

4 A. It was in my Dropbox link that was sent to me,
5 and it was named in a separate tab. And then it was
6 referenced, too, in my letter.

7 Q. Upsetting information. Did you listen to it?

8 A. I never have.

9 Q. Let's look at 235. There is an email from
10 Thomas Byrne, who I think was an investor.

11 Do you remember Mr. Byrne?

12 A. I do not know who that is.

13 Q. Were there, in this timeframe -- now this is
14 dated August 7, 2016 -- were you aware of the fact that
15 David Beauchamp was communicating with investors and
16 trying to -- directly, and trying to keep them up to speed
17 on what was going on?

18 A. Yes. You know, by references like this, yes.

19 Q. And you may not have always been involved in all
20 those communications?

21 A. No. In fact, reading a lot of this, it fills in
22 the holes. I knew what might have been going on, you
23 know, communicating with investors, because he had told me
24 on the telephone that, you know, got more emails, more
25 requests for information. So I knew that he was, but I

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1 didn't necessarily see them.

2 Q. This timeframe that David was performing these
3 services, did you ever become -- become aware of whether
4 he was ever paid for any of the work that he did?

5 A. No. I knew that he wasn't being paid from the
6 estate.

7 Q. Right. But you didn't know that the receiver
8 had denied reimbursement for the work that he had done or
9 payment for the work that he had done? Did that ever --

10 A. I didn't know that.

11 Q. That you became aware of?

12 A. I don't -- I don't remember knowing that.

13 Q. Let's go to 237. Reference to a Craig Brown.
14 Does that ring a bell?

15 A. No.

16 Q. 238. This is the communication from the
17 Corporation Commission with a subpoena.

18 A. Uh-huh.

19 Q. And if you see, up there is a reference to an
20 August 10 date on the first page, but if you go to the
21 second page, you will see that the actual subpoena is
22 being served on the 8th of August. If you look at the
23 signature of Matthew Neubert --

24 A. Okay.

25 Q. -- it is dated, it's about halfway down on that

1 page --

2 A. Yep.

3 Q. -- dated August 8th.

4 So do you recall that the Corporation Commission
5 was subpoenaing DenSco for documents on the 8th, expecting
6 production on the 10th of August?

7 A. I believe in my phone call with David, I
8 remember he was concerned that it was such a short
9 timeframe, and being that I was in Idaho and all the
10 documents that they wanted were at his house and, yeah, we
11 were -- he thought maybe he could get an extension of
12 time. We had a discussion of this is unorthodox that it's
13 so quick and covers absolutely everything. Yes, I
14 remember the date issue.

15 Q. How was that information gathered for the
16 subpoena, if you remember?

17 A. Me.

18 Q. You did it?

19 A. Uh-huh.

20 Q. Did you have any help?

21 A. Yes, I did.

22 Q. Who was your help?

23 A. My cousin Sean and one of his friends, Rick.
24 Rick had a truck, and all the boxes were in Denny's
25 basement and they were banker boxes. And then we took --

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1 we talked about what was in his office. You know, he had
2 a laptop. He had his telephone. He had his iPad. All --
3 because they -- it was, like, all-encompassing, absolutely
4 everything possible is what we were to include. And so,
5 you know, I just provided everything that I had that I
6 thought that they were referring to or needed, and --

7 Q. So you just gathered things that you could
8 locate and handed it over to them?

9 A. Well, I took it them to David's office. We
10 drove up the truck. We met their deadline. They weren't
11 there to pick them up at the time that they said they
12 wanted. But we got everything up there that I gathered,
13 you know, his computer, all the electronic devices,
14 everything, and I gave them to David.

15 Q. Do you -- and did you understand that that was
16 all turned over then to the Corporation Commission?

17 A. Yes. He had talked to me about the need of
18 noting what we were turning over, because I didn't know
19 what we had, and I was just taking things out of drawers
20 and taking off his desk. You know, they needed to catalog
21 it to have record of what they were turning over.

22 And I had asked him if I could have the iPad
23 back and his phone back, because there were messages and
24 pictures on them. And, yeah, so --

25 Q. So some of the thing that were being provided

SHAWNA CHITTICK HEUER, 8/22/2018

1 were of a personal nature, is that right?

2 A. Very much so.

3 Q. You were concerned about that information,
4 getting it back?

5 A. Uh-huh. Yes.

6 Q. Do you recall later when you were working with
7 Gammage & Burnham as counsel for you, that there was a
8 concern that there might be privileged information --

9 A. Yes.

10 Q. -- contained in some of the information being
11 provided?

12 A. Yes.

13 Q. Would it be fair to say, Shawna, that you -- no
14 one is really sure what was in those boxes, but you didn't
15 want to lose whatever privilege might exist --

16 A. Yes.

17 Q. -- for, I guess, Denny Chittick?

18 A. Yes.

19 Q. And so your lawyers were helping try to address
20 that issue with the Corporation Commission?

21 A. Yes.

22 Q. And later I guess they were working with the
23 receiver on that issue, right?

24 A. Correct, yes.

25 Q. And was there also a concern that some of the

SHAWNA CHITTICK HEUER, 8/22/2018

1 information would be private and personal to the Chittick
2 family?

3 A. Yes.

4 Q. And you were concerned about that information
5 perhaps getting out to the public?

6 A. Yes.

7 Q. So your estate lawyers at Gammage & Burnham were
8 helping you with respect to trying to protect against the
9 disclosure of personal private information and what might
10 be privileged information?

11 A. Correct.

12 Q. Let's look at 240. The first page of this,
13 your -- let me step back.

14 At the bottom of the first page there is an
15 email from you to David Beauchamp dated August 8.

16 Do you see that?

17 A. Yes.

18 Q. And it's referencing Denny's umbrella policy?

19 A. Yes.

20 Q. And I saw a reference to his insurance in his
21 letter to you.

22 Did the policy play a part in any of this? Was
23 anything ever paid out or --

24 A. No.

25 Q. -- were there any claims made on it, do you

1 know?

2 A. No. It wasn't -- I believe Denny referenced
3 what he thought, in his letter to me, that it would be
4 useful; that the insurance agent, when I contacted him,
5 said no, it's not something that would help protect or
6 help provide any benefit to --

7 Q. All right.

8 A. -- I believe. And I -- yeah, that's what I
9 remember.

10 Q. Looking at the top of that first page of
11 Exhibit 240, David is responding to your email?

12 A. Uh-huh.

13 Q. You see that?

14 A. Yes.

15 Q. And he talks about the subpoena from the
16 Corporation Commission in the first paragraph.

17 Do you see that?

18 A. Yes.

19 Q. And talking about the fact that the Corporation
20 Commission doesn't want investors attending this meeting
21 that you are going to have on that Wednesday, correct?

22 A. Correct.

23 Q. And then if we look at that last paragraph,
24 about two-thirds of the way down or about halfway down in
25 that third paragraph, there is a sentence that starts: I

SHAWNA CHITTICK HEUER, 8/22/2018

1 have had several attorneys call me to get your personal
2 contact information, but I have declined to provide it.

3 Do you see that sentence?

4 A. Yes.

5 Q. Did you -- were people trying to contact you?

6 A. Uh-huh, yes.

7 Q. And do you remember why attorneys were trying to
8 contact you?

9 A. No, because I didn't speak to any of them.

10 Q. All right. And did you understand that David
11 was trying to protect you from that?

12 A. Yes.

13 Q. And then in the next sentence: I have offered
14 to send you a message, but the attorneys have declined. I
15 have told them after Wednesday's meeting with the Director
16 of Enforcement of the Securities Division, that you will
17 either be retaining counsel for this or you will be
18 turning everything over to the Securities Division and the
19 Securities Division will be handling this going forward.

20 Did I read that correctly?

21 A. Yes.

22 Q. And was that your understanding as of August 8,
23 that --

24 A. Yes.

25 Q. -- as of the meeting Wednesday, which was two

SHAWNA CHITTICK HEUER, 8/22/2018

1 days away, the Corporation Commission would step in?

2 A. Yes.

3 Q. Okay. Let's look at 241. You saw a version of
4 this earlier. It references, among other things, in the
5 third paragraph of your email to David Beauchamp, you are
6 the referencing Peter Erbland --

7 A. Uh-huh.

8 Q. -- Lake City Law.

9 Do you see that?

10 A. Yes.

11 Q. And this references the fact that he would be
12 advising you in terms of finding counsel to help you?

13 A. Correct.

14 Q. All right. Go to 243. Do you remember a Larry
15 Shultz? I apologize, I'm looking at the wrong document.

16 243, there is -- this is an email to you from
17 David Beauchamp, dated August 8.

18 Do you see that?

19 A. Yes.

20 Q. And it references the subject of the subpoena,
21 and in the email he is describing the fact that you will
22 be having separate counsel for the estate, right?

23 A. Yes.

24 Q. And so as of August 8, it was communicated to
25 the Corporation Commission that you would have separate

SHAWNA CHITTICK HEUER, 8/22/2018

1 counsel, separate from David Beauchamp, as it related to
2 dealing with the company matters and all those kinds of
3 things?

4 A. Yes.

5 Q. 244. Your email to David Beauchamp, dated
6 August 8, 2016?

7 A. Yes.

8 Q. Let's go to 245.

9 If we look at the top email on the first page of
10 Exhibit 245, it's an email from David Beauchamp to Kurt
11 Johnson.

12 A. Uh-huh.

13 Q. Did you understand Kurt Johnson had been the
14 statutory agent for the company?

15 A. I didn't know that, but I learned that.

16 Q. Today you know that?

17 A. I know that now, yes.

18 Q. All right. The -- David is describing to Kurt
19 Johnson, he says to him: I have very limited
20 representation of the company until Wednesday when I turn
21 over everything to the ACC Securities Division. There is
22 no officer or director of the company. The Family has
23 been advised by other counsel not to have any family
24 member to become an officer or director of DenSco.

25 Did I read that correctly?

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1 A. Yes.

2 Q. Did -- do you think that David is -- that's an
3 accurate description of what had happened as of that date?

4 A. Yes.

5 Q. And I'm not asking for privileged
6 communications, but there was somebody advising you as it
7 related to whether you wanted to take on --

8 A. Yes.

9 Q. -- a formal role in the company or not?
10 Okay. Let's look at 247. This is a
11 communication to Craig and Samantha Hood.

12 Do you know them?

13 A. No, I do not.

14 Q. Let's look at 248. Communications with -- there
15 is an email that begins halfway down on that first page of
16 248 from David Beauchamp to investors.

17 Do you see that?

18 A. Yes.

19 Q. I don't know, sitting here today, whether you
20 recall reviewing this before it went out or not.

21 A. I don't remember exactly.

22 Q. Is it likely you would have reviewed an email to
23 the investors that was sent by David --

24 A. Yes.

25 Q. -- before it went out?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Probably, yeah. I don't think he sent anything
2 out without me reading it or at least acknowledging it.

3 Q. The paragraph 2 talks about this advisory board,
4 and you mentioned earlier that Tim Crown had spoken to you
5 about the idea of having an advisory board.

6 In at least some of the emails, there is a
7 reference to the creation of an advisory board, but an
8 advisory board never got created after your brother's
9 death, did it, because the Corporation Commission stepped
10 in?

11 A. Exactly.

12 Q. Okay.

13 A. It was an idea that kind of gained some traction
14 and then stopped --

15 Q. Do you know --

16 A. -- at the ACC.

17 Q. -- whether prior to your brother's death there
18 was any organization within the investors, like an
19 advisory group or investment group?

20 A. Not formally. I think Denny had told me once
21 that he had some investors. He had this group he called
22 the MOM's group, Meeting of the Minds, and I think it was
23 more borrowers than it was investors, but he -- you know,
24 he would run things by people and talk to people, and he
25 had some large investors that he trusted their advice on

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1 and their business sense, and so he had maybe a handful of
2 people he would communicate things with.

3 I think he was probably very professional in not
4 divulging specifics, but yet would get, you know, your
5 recommendation or your opinion on things like that, but I
6 don't know of who was in that group or what -- I don't
7 think there was like a formal group, like I said, but
8 there were people that he would talk to.

9 Q. Is -- did you ever learn that any of the
10 investors had learned about the Menaged-related problems
11 before your brother's passing?

12 A. No.

13 Q. Let's look briefly at this Exhibit 248. If you
14 could look at paragraph 4, which is on the second page.
15 Again, this is an August 8, 2016, email from David
16 Beauchamp to the investors.

17 In it he references, he says: We have asked the
18 Securities Division to avail itself of the FBI or any
19 other public investigatory body that has subpoena power to
20 research and uncover the potential fraud in this case.
21 However, the Securities Division is pushing the matter on
22 its own.

23 Does that refresh your memory at all about there
24 being a suggestion that perhaps the FBI ought to be
25 brought in or not?

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1 A. I think there was always a question on whether
2 or not they needed to be notified. And like I said
3 earlier, we had talked about it. Because of fraud, of
4 course, it all needed to be looked at. And I don't
5 remember reading this exactly, but I'm not surprised. And
6 it kind of was assumed that once the ACC stepped in, that
7 there would be further investigations by other entities
8 for sure, because of the depth of the fraud.

9 Q. The issue.

10 A. Yeah.

11 Q. Let's look at paragraph 5. It reads: Specific
12 questions concerning personal tax issues and IRA issues
13 and other individual investor questions cannot be
14 researched and answered right now. The Securities
15 Divisions has made it clear that I am only to collect
16 information for the Securities Division and keep the
17 investors informed. They do not want me to be taking any
18 other action for DenSco or its investors right now.

19 Did I read that correctly?

20 A. Yes.

21 Q. And would that be a fair description of David's
22 role after the corporation got involved --

23 A. Yeah.

24 Q. -- the Corporation Commission got involved?

25 A. Yeah, from my understanding.

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1 Q. And they got involved, as we remember, roughly
2 the August 3rd or 4th?

3 A. Uh-huh.

4 Q. Yes?

5 A. Yes. Sorry. Yes.

6 Q. That's all right.

7 Let's look at Exhibit 251. This is a telephone
8 conference, the notes of a telephone conference by David,
9 of a conversation with Pete Erbland.

10 Do you see that?

11 A. Yes.

12 Q. Mr. Erbland is your -- the lawyer friend --

13 A. Friend.

14 Q. -- in Idaho?

15 A. Correct.

16 Q. It says: Pete has known Shawna for years.

17 That was a true statement, right?

18 A. Yes.

19 Q. Shawna explained the saga. Pete looked up Kevin
20 Merritt. Recommendation, I guess, r-e-c, Kevin to
21 represent Shawna as personal rep.

22 Does that fit in your timeframe, roughly, that
23 around the 9th there was discussion about getting you --

24 A. Yes.

25 Q. -- counsel?

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1 A. Yes. And it was imminent, as in, like, we need
2 to do this quickly. We need to find and confirm, yes.

3 Q. Look at Exhibit 257. Another communication to
4 the investors from David Beauchamp, dated August 9.

5 Do you see that?

6 A. Yes.

7 Q. Do you think this would have been a
8 communication you would have reviewed before it went out?

9 A. Yes, probably.

10 Q. Let's look at Exhibit 258. If you can look at
11 the email that begins mid -- mid --

12 A. Yes.

13 Q. -- way in that first. It's to Kevin, and I
14 believe that's to Kevin Merritt. And it reads: The
15 probate was filed right away under the original thought to
16 have Shawna appointed personal representative (five day
17 wait period) and let her control the DenSco stock. Then
18 we found the problems and have recommended that she pass
19 on the DenSco stock.

20 Did I read that correctly?

21 A. Which -- sorry. Which page are you on?

22 Q. I'm on the first page of Exhibit 258. Are you
23 there? It begins about halfway down.

24 A. Oh, I have an email from -- to Jim Polese from
25 me.

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1 Q. Maybe it's a different exhibit. Okay.

2 MR. FAIRBOURN: It's in the book without a
3 number on it. Ours doesn't have a number.

4 MR. DeWULF: So the one that I am talking about
5 doesn't have a number. Not marked. Got it. Okay. So
6 thank you.

7 Q. (BY MR. DeWULF) Well, let me just ask
8 generally, when the Clark Hill firm identified that there
9 might be conflict issues, they wanted to make sure you got
10 separate counsel in your role as personal representative?

11 A. Correct.

12 Q. Do you remember an investor named Glenn Davis?

13 A. Yes.

14 Q. What do you remember about him?

15 A. He received a letter from my brother that was
16 one sentence long and it made us wonder who he was, and I
17 was just told he was an investor. And I found out later
18 that he had gone to lunch with my brother a week or two
19 before his passing, but I don't know him.

20 Q. Do you remember what was said in the short
21 letter?

22 A. Yeah. Something about "I did it, but I didn't
23 use a gun," and I -- obviously referencing committing
24 suicide. And I don't remember how it was worded, but it
25 insinuated that -- not that they had had a discussion, but

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1 just that I don't know if Denny was trying to get the last
2 word. I don't know. It just was concerning, the
3 sentences were.

4 Q. Were you able to figure out what the back story
5 was?

6 A. No, I never did. I never spoke to the person.

7 Q. Let's look at 261. I want to reference just the
8 heading about halfway down that says investor file.

9 If you see that there is a conversation with the
10 Corporation Commission individuals as of August 10, and
11 you are on the phone.

12 Do you see that?

13 A. Yes.

14 Q. And do you recall a conversation between David
15 Beauchamp, Wendy Coy, and Gary Clapper at the Corporation
16 Commission, with you listening in?

17 A. Yes.

18 Q. And was it having to do with responding to the
19 subpoena?

20 A. Yes.

21 Q. And if -- it goes down, it looks like it says
22 investor file.

23 So investor files were turned over as a part of
24 the documents?

25 A. Not originally. I found them, I think, the

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1 day -- I had found a drawer that I hadn't cleaned out and
2 looked at. My brother had referenced, I believe, in his
3 letter to me that it was where the boys -- boys' files
4 were, and when I looked at it after, I think the night
5 after I met -- I found it after the fact.

6 And so I told them I still have a box of files,
7 or I need to put them in a box, but they were like the
8 permanent files for the investors, their original, you
9 know, they were numbered in order of time, I imagine.
10 Denny was number 1, number 2 were my parents, number 3 was
11 the next investor, so from the age of investors. And it
12 was copies of their -- or probably the original private --

13 Q. Documentation?

14 A. -- yeah, private offer memorandums and --

15 Q. Understand.

16 A. -- communications. Whatever forms he had them
17 fill out, whatever documentation he needed to keep, it was
18 kind of the permanent files. And so I had later brought
19 that box to David's office.

20 Q. Understand.

21 The next reference is to the 51 boxes. It says:
22 Need to inventory these boxes.

23 Do you remember who was making that comment
24 about inventorying?

25 A. I think it was agreed upon in the meeting that,

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1 yeah, it needed to be inventoried. And before David was
2 going to hand them over to them, he wanted to be able to
3 inventory them, I believe.

4 I think I said that before, that, you know, we
5 needed to know, keep track of what we were giving away and
6 knowing what we were handing over, because I hadn't looked
7 through the boxes, and neither had he.

8 Q. And then the next reference it is to computers.
9 It says all electronic records for DenSco.

10 The Corporation Commission wanted all the
11 electronic records, and you did your best to give it to
12 them?

13 A. Yes.

14 Q. 265. And I may have asked you about this
15 earlier, I apologize if I have, but there is, starting
16 halfway down on this page, an August 10 email from David
17 to the investors.

18 Do you see that?

19 A. Yes.

20 Q. Is it likely he would have spoken to you about
21 this before it went out?

22 A. Yes.

23 Q. And then at the top he is sharing that
24 information with the Corporation Commission?

25 A. Yes.

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1 Q. Exhibit 266 are notes dated, I think that that's
2 the 15th of August, but it references a conference call
3 between you, Jim Polese, and Kevin Merritt. Mr. Polese
4 and Merritt, Messrs. Polese and Merritt were counsel to
5 you --

6 A. Yes.

7 Q. -- as personal representative. And there is
8 some reference to a privilege log and other things.

9 This was, when they first got involved, there
10 was a concern about what had been provided and what of
11 that might need be to be clawed back or at least
12 identified for whether there was a privilege or not.

13 Do you recall that?

14 A. Yes, yes.

15 Q. Okay. And do you remember David Beauchamp
16 trying to help with regard to making sure that whatever
17 might be privileged was protected?

18 A. Yes. I mean, this -- I remember being in this
19 meeting with this conference call, and we were talking
20 about where the documents were, how best they could -- the
21 cheapest, least amount of time trying to figure out how to
22 decipher between what's privileged, what's not. They had
23 to explain to me about privilege, because I didn't
24 understand it. I remember that. And if I remember
25 correctly, the ACC didn't take the boxes from David's

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1 office for a while.

2 Q. Okay.

3 A. And so then Kevin and Jim were saying, well,
4 maybe we should catalog them, go through stuff, you know,
5 whatever hadn't been handed over.

6 So there was -- they wanted me not to hand
7 everything over without knowing what we have given them,
8 knowing what the privilege was with everything, yeah, so
9 there was a lot of talk about figuring that out --

10 MR. CAMPBELL: John, it's about 12:15.

11 MR. DeWULF: In terms of the time I have, you
12 mean, versus the time --

13 MR. CAMPBELL: I mean for lunch.

14 MR. DeWULF: Let's go off the record for a
15 minute.

16 VIDEOGRAPHER: The time is 12:13 p.m. We are
17 going off the record, ending media number three.

18 (A recess was taken from 12:15 p.m. to
19 1:00 p.m.)

20 VIDEOGRAPHER: The time is 1:00 o'clock p.m. We
21 are now back on the record, beginning media number four.

22 Q. (BY MR. DeWULF) Shawna, when we broke I was
23 asking about Exhibit 266, I believe --

24 A. Yes.

25 Q. -- which were some handwritten notes. I think

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1 this is in this context of trying to produce information
2 to the Corporation Commission.

3 Do you remember some conversations with David --
4 oh, I'm sorry -- it looks like it's mainly conversations
5 with David, Jim Polese, and Kevin Merritt?

6 A. Yes, yes.

7 Q. And let's look at 267.

8 Do you remember your lawyers and David
9 communicating with the Corporation Commission about the
10 privilege issue and whether something might need to be --

11 A. Yes.

12 Q. -- brought back to be analyzed?

13 A. Yes.

14 Q. Okay. Let's look at Exhibit 268. This was a
15 communication with Thomas Byrne.

16 I think we -- you didn't recognize Thomas Byrne,
17 right?

18 A. No.

19 Q. Okay. Let's look at 275.

20 Did -- did you ever resist there being a
21 receiver appointed over the DenSco entity?

22 A. No. I don't remember thinking that I could.

23 Q. Right.

24 A. Yeah, I don't.

25 Q. Was there concern, do you remember, about the

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1 cost or the expense of a receiver and how those costs
2 might reduce the amounts that could be --

3 A. Oh, yes.

4 Q. -- provided to the investors?

5 A. Yes. We had a discussion about that, and the
6 free rein that the receiver was given, and that they would
7 turn over every stone possible. And, yes, that it would
8 absolutely lessen what would eventually go back to the
9 investors if there was anything to go back to the
10 investors.

11 And Jim Polese actually was the one that
12 explained to me in detail how it worked. His
13 experience --

14 Q. Okay. Don't -- I don't need that kind of
15 detail.

16 A. Okay.

17 Q. I was just remembering or looking at some of
18 these communications, that there was some concern about
19 whether that individual who was appointed might chew up
20 some of the monies that might otherwise be provided to the
21 investors.

22 A. Yes.

23 Q. Let me ask you to look at Exhibit 275. This is
24 an email from Jim Polese to -- now, this email is
25 Shawna --

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1 A. Shawnaseverest@gmail.

2 Q. Shawnaseverest --

3 A. Uh-huh.

4 Q. -- @gmail.com?

5 A. Right.

6 Q. And that's your email address at that time?

7 A. It was an email address I created for

8 correspondence with Jim and Kevin.

9 Q. Are you a climber?

10 A. No. Peter Erbland is.

11 Q. Oh, okay.

12 And so Gary Clapper is a representative of the
13 Arizona Corporation Commission, and he is in on the
14 communication. And then Ms. Coy, it's directed to Wendy
15 Coy at the Corporation Commission?

16 A. Yes.

17 Q. The first sentence reads: As my letter made
18 clear, we are counsel for the estate. As we understand
19 it, Mr. Beauchamp remains as counsel for DenSco, if for no
20 or reason than there is no mechanism in place to make any
21 change.

22 Did I read that correctly?

23 A. Yes.

24 Q. Do you remember that there was -- that the
25 Corporation Commission had asked David Beauchamp to stay

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1 on for some period of time because they needed someone as
2 an administrative person at the company?

3 A. Yeah. I had remembered knowing that he was
4 going to stay, you know, as a person of probably
5 assistance to them.

6 Q. Okay. Let me ask -- ask you to look at this
7 fourth paragraph of this --

8 A. Okay.

9 Q. -- email communication.

10 It says: The reason the estate has taken the
11 lead with respect to compliance with the subpoena is that
12 Mr. Beauchamp and Clark Hill find themselves in somewhat
13 of an awkward position, given the wild allegations being
14 made.

15 A. Uh-huh.

16 Q. Mr. Beauchamp is caught between continued
17 representation and not wishing to be accused of acting in
18 a way that compromises the company in any way, such as the
19 loss of the attorney/client privilege.

20 Did I read that correctly?

21 A. Yes.

22 Q. Do you remember anything about that subject,
23 sitting here today, or do you know what he is talking
24 about there?

25 A. I think that it's still kind of going along with

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1 that conflict of interest from the very beginning, trying
2 to separate himself. That -- we talked about that a lot.
3 And once they, once Jim and Kevin were the estate's
4 attorneys, then there was a separation and, yeah, I do
5 remember this.

6 Q. Okay. Let me look at 277 with you. If you look
7 at about a third of the way down, there is an email from
8 David Beauchamp to Kevin Merritt, copied to Jim Polese,
9 Trinity Osborne. And in it he is saying to Kevin: Robert
10 is sending me a list of addresses for the houses to have
11 lien releases filed.

12 Did I read that correctly?

13 A. Yes.

14 Q. And do you remember that Robert Koehler even
15 then was still involved to some degree in trying to help
16 with getting liens released and getting loans collected
17 on?

18 A. Yes. He -- yes.

19 Q. I'm sorry.

20 A. I do. He was the one that could look at the
21 documents and know what he was looking at, yes.

22 Q. And David in this email is trying to work with
23 you and your counsel, the estate counsel, with regard to
24 still gathering money into the company?

25 A. Yes.

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1 Q. Exhibit 279. The email at the top of the page,
2 Shawna --

3 A. Yes.

4 Q. -- is from you, August 12th, to Jim Polese, with
5 a copy to Wendy Coy and Gary Clapper at the Corporation
6 Commission, you and Kevin Merritt and David Beauchamp.

7 Do you see that?

8 A. Yes.

9 Q. And this is your communication to them about
10 Denny's laptop and some of the information contained on
11 the laptop?

12 A. Yes.

13 Q. In the second, or the third paragraph of that
14 email, it reads: Yes, there is personal and DenSco
15 information on the computer in David's office. I was
16 clear in the meeting on Wednesday expressing that. Wendy
17 or Gary mentioned "taking a ghost copy" of the hard drive.
18 I would like Jim and Kevin to decide how best to get the
19 information to you from the laptop.

20 When you talk about DenSco information and
21 personal information, is this your concern, that there are
22 things in there that are sensitive to the Chittick family
23 that you are worried about?

24 A. Yes.

25 Q. Is there anything else you are communicating

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1 there that I'm --

2 A. No. You know, pictures. He used his computer
3 for personal and business, and so the separation was
4 nearly impossible.

5 Q. Let me ask you to look at Exhibit 283. About
6 halfway down there is an email from David Beauchamp to
7 Gary Clapper, dated August 15. In it he says: Gary, I
8 only have access to some of DenSco's files. Despite my
9 requests, Denny Chittick did not request for All of
10 DenSco's previous files to be transferred to me. In
11 addition, Denny stopped our efforts to do an updated
12 offering memorandum in 2013, so the initial work on that
13 was never finalized. Denny also did not engage us to
14 prepare an amendment to the offering document or to
15 prepare a new disclosure document despite several
16 conversations about that issue.

17 Did I read that --

18 A. Yes.

19 Q. -- correctly?

20 A. Yes.

21 Q. Do you remember anything about that subject,
22 back in that date, about David's limited involvement or
23 any information about the POM, anything like that?

24 A. Yes. I remember that was his explanation for
25 not having heard from my brother in that time period, you

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1 know, the year and a half or whatever time period since he
2 had spoken to my brother, until his passing and me
3 contacting him, that these were the things that they had
4 worked on previously and had not completed.

5 Q. Did you -- do you remember him telling you that
6 he had terminated the relationship with DenSco at some
7 point in time?

8 A. I don't remember him saying he had terminated,
9 but just that he had not spoken to Denny in a long time
10 and he didn't know of what had been going on.

11 Q. And you mentioned that that was a year and a
12 half or two years? Do you remember that?

13 A. I think it was a year and a half, but I wouldn't
14 know exact, the time, but it had been quite a while.

15 Q. Did you take from the fact that he had not
16 communicated with Denny that he would not have served as
17 his lawyer for that period of time either?

18 A. I didn't really make that connection, because --

19 Q. In order to be Denny or DenSco's lawyer,
20 wouldn't he have had to communicate with Denny for that
21 period of time?

22 A. If Denny would have needed it, I guess.

23 Q. You just didn't really think about it at the
24 time?

25 A. No, I didn't really put the connection together.

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1 Q. Okay. Let's look at 286.

2 The second paragraph, this is a communication to
3 a Chris Hyman.

4 Do you know who that is?

5 A. I don't think so.

6 Q. I don't either.

7 But in it -- and it's copied to the Corporation
8 Commission people and your estate counsel.

9 Do you see that?

10 A. Yes.

11 Q. And it -- the second paragraph says: Since I
12 have previously represented DenSco Investment Corporation
13 ("DenSco"), I have been asked to continue to work on
14 behalf of DenSco with respect to certain administrative
15 matters on an interim basis until a Receiver is appointed
16 for the company.

17 A. Okay.

18 Q. Was that an accurate depiction of what was going
19 on in that timeframe?

20 A. Yes.

21 Q. Let's go to 294. If you look at about halfway
22 down in the first page of Exhibit 294, there is an email
23 from Kevin Merritt to David Beauchamp.

24 Do you see that?

25 A. Yes.

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1 Q. And in the -- there is, in the note to him, it
2 says: We spoke with Securities Division yesterday. We're
3 given to believe that the complaint in this matter will be
4 filed shortly. You told me that DenSco's stat agent
5 resigned. I presume no replacement has been appointed.
6 Do you believe that you're in a position to accept service
7 of the complaint, since the Division has asked you to
8 continue as corporate counsel in this interim period, or
9 do we need to have Shawna authorize us to accept service
10 on the corporation's behalf?

11 Did I read that correctly?

12 A. Yes.

13 Q. Is this consistent with your memory that in this
14 timeframe, the Corporation Commission was asking David to
15 stay on at least in an administrative capacity?

16 A. I don't remember knowing that they had done
17 that. It was kind of assumed, because he was still
18 involved, but now that I see this email, I don't remember
19 seeing this email before, but I wasn't involved in --
20 yeah, it wasn't to me or cc'd to me, so...

21 Q. You are not disagreeing with the fact that he
22 was asked --

23 A. No.

24 Q. -- by the division to stay on.

25 A. No, I'm not.

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1 Q. You just perhaps weren't focusing on it at the
2 time?

3 A. Right. Correct.

4 Q. All right. Let's look at 305. That's -- I'm
5 sorry. That's going to be in a new binder.

6 A. Is that just the next volume?

7 Q. It's -- yeah. It should be Volume 6.

8 So this is an email to a Rob Brinkman from David
9 Beauchamp, dated August 21, 2016.

10 Are you familiar with a Mr. Brinkman? Does that
11 ring a bell?

12 A. I know of him, yes.

13 Q. Do you remember that he was an investor?

14 A. I do.

15 Q. In it, David is describing some of the
16 chronological events that had occurred in 2013, 2014.

17 Have you ever seen this email before, do you
18 know?

19 A. Not until I saw it the other day when we
20 provided it.

21 Q. Okay. Did it refresh your memory at all or did
22 you have any knowledge of these events, do you remember?

23 A. Not specifically that it was Rob Brinkman
24 bringing the point across about the, you know, POM not
25 being completed. I think we had talked about that, that

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1 it hadn't been completed, but I didn't know that he had
2 sent this email.

3 Q. Did you -- do you remember David sharing with
4 you that he had been trying to work with Denny Chittick
5 about updating the POM, but they hadn't been able to get
6 that done?

7 A. Yes, I do remember that.

8 Q. It goes on and talks about: We stopped him,
9 withdrew as securities counsel for DenSco.

10 You don't recall having been told about the
11 termination or the withdrawing as securities counsel?

12 A. No, I don't remember --

13 Q. All right.

14 A. -- if he did or not.

15 Q. If you could look at 313. This -- this series
16 of emails is not copied you to. It involves a
17 communication between Ryan Anderson, who was counsel for
18 the receiver or is counsel for the receiver, and David
19 Beauchamp.

20 Let me ask, as of August 23rd, were you aware
21 that David Beauchamp was still helping with trying to
22 coordinate on bringing monies in to the company?

23 A. No.

24 Q. I ask you to look at Exhibit 314. Let me just
25 ask a general question and maybe I can short circuit this.

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1 Exhibit 314 that begins about -- well, the email
2 I am focusing on is an email from David Beauchamp to Jim
3 Polese.

4 Do you see that?

5 A. Yes.

6 Q. It's dated August 26th. And in it there is a
7 reference being made to the tape or the recording of the
8 conversation between Menaged and your brother.

9 In that conversation, there is a reference being
10 made to an entity called Auctions.com. Does that name
11 ring a bell? Do you remember that coming up at all in
12 August of 2014 or 2016?

13 A. Just that it was in the investor letter and that
14 was the first I read about what it was --

15 Q. Did --

16 A. -- but not -- not before that.

17 Q. Was -- was there ever a determination made, to
18 your knowledge, about whether Auctions.com existed or
19 didn't exist or what involvement it may have had?

20 A. There was talk, but I don't know what was ever
21 found, and I -- I didn't go looking myself.

22 Q. Have you ever read the corporate journal that
23 your brother kept?

24 A. No.

25 Q. And by corporate journal, I mean a series of

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1 entries.

2 A. I knew that it was there, but I didn't look --

3 Q. There --

4 A. -- in it to read it.

5 Q. There appears to have been a long extended
6 period of time where DenSco was loaning money to
7 Mr. Menaged or his entities.

8 Were you aware of that?

9 And by "long," I mean starting in 2007 and
10 continuing in through, it looks like 2016. Does that --
11 do you know that to be a fact?

12 A. Now, after the fact, yes.

13 Q. Okay.

14 A. I didn't realize at the time.

15 Q. Right.

16 Do you -- did you learn that there were loans
17 made to Mr. Menaged by DenSco after 2014?

18 A. Was I aware later on?

19 Q. Well, let me ask a different way.

20 Were you ever provided information about when
21 loans to Mr. Menaged were made by DenSco?

22 A. No.

23 Q. No?

24 There -- Mr. Menaged appears to have had a
25 relationship with Mr. Chittick that -- where Denny

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1 Chittick trusted him --

2 A. Uh-huh.

3 Q. -- it appears.

4 Do you -- sitting here today, do you have any
5 idea -- I'm being inartful and I'm sorry.

6 It appears that your brother in most ways was
7 strong, smart, good businessman, but as it relates to
8 Menaged, there was something odd there. Some sort of an
9 influence or relationship there.

10 Do you have any idea today how Mr. Menaged may
11 have had this kind of an influence or this ability to
12 deceive Mr. Chittick?

13 MR. FAIRBOURN: Objection to the form.

14 MR. STURR: Join.

15 Q. (BY MR. DeWULF) Did you understand my question?

16 MR. FAIRBOURN: The objections are just made for
17 the record. Some judge or a judge will ultimately have to
18 rule on that, but that should not bother you from going
19 ahead and answering the question.

20 THE WITNESS: Okay. I was not aware of Denny's
21 relationship with Mr. Menaged. Didn't know his name.
22 Didn't know who he was. He was probably referenced to me
23 any -- at any time as just a borrower. If he was telling
24 me something, a story or something, it was a borrower. He
25 didn't -- he didn't -- he rarely identified individuals by

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1 name unless I knew them personally.

2 So I didn't -- was not aware of Menaged. And
3 why he trusted Scott and what the relationship was like, I
4 don't -- do not know, because he obviously is not the type
5 of person that Denny would admire or like or associate
6 with. And I don't think he was a social friend. I think
7 it was strictly business. And why my brother trusted him,
8 I do not know. Because he didn't trust people easily, so
9 I don't know. You know, I could only just speculate and
10 guess.

11 Q. (BY MR. DeWULF) I don't want you to do that.
12 Let me ask one follow-up question and then I'm finished.

13 Is the -- you mentioned that when you spoke to
14 your brother about DenSco business, he wouldn't identify
15 specific borrowers, right?

16 A. No. No. Very rarely he, you know, if it was a
17 neighbor across the street that maybe was a borrower or an
18 investor, he might reference their name, but very rarely.

19 I didn't know names. You know, went through the
20 investor list, went through the borrower list. I didn't
21 know the people. Hadn't heard many of the names.

22 Q. So prior to your brother passing away, had he
23 ever mentioned to you, without naming names, that he was
24 having any problems with any borrowers or was having a
25 hard time collecting money or anything like that?

1 A. No.

2 MR. DeWULF: Okay. Thank you. I appreciate you
3 being here today and your patience with my questions.

4 THE WITNESS: You are welcome.

5 MR. STURR: Should we -- I have got to mark some
6 exhibits. Should we switch? I don't mind doing it from
7 here.

8 why don't we take a real quick break. I have
9 got some exhibits I can pre-mark and that will speed
10 things up. Just take five minutes.

11 VIDEOGRAPHER: The time is 1:22 p.m. We are off
12 the record, ending media number four.

13 (A recess was taken from 1:22 p.m. to 1:30 p.m.)

14 (Deposition Exhibits No. 448 and 450 through 451
15 were marked for identification.)

16 VIDEOGRAPHER: The time is 1:30 p.m. We are now
17 back on the record, beginning media number five.

18

19 EXAMINATION

20

21 Q. (BY MR. STURR) Good afternoon, Shawna. We met
22 earlier.

23 A. Yes.

24 Q. I'm Geoff Sturr. I represent the receiver in
25 this case.

SHAWNA CHITTICK HEUER, 8/22/2018

1 I want to go back and, as quickly as I can,
2 chronologically just fill in some of the time periods that
3 Mr. Dewulf has been asking you about today --

4 A. Okay.

5 Q. -- just to make sure I have a full understanding
6 of your recollection.

7 So on July 31, Saturday, was the first time you
8 ever heard of or spoke to David Beauchamp, is that right?

9 A. Sat -- yeah, I think it was the 30th. July
10 30th --

11 MR. DeWULF: The 30th.

12 Q. (BY MR. DeWULF) The 30th. Excuse me.

13 A. -- is a Saturday, yes.

14 Q. You were in shock at that time and overwhelmed
15 with all that was going on?

16 A. Yes, true.

17 Q. You have talked about that call that you had
18 with him.

19 A. Uh-huh.

20 Q. And your one purpose of the call was to schedule
21 a meeting with Mr. Beauchamp?

22 A. Uh-huh, right.

23 Q. And Mr. Koehler?

24 A. Yes.

25 Q. On the following Monday, is that right?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Yes.

2 Q. And you met with Mr. Beauchamp and Mr. Koehler
3 on the following Monday at Mr. Beauchamp's office?

4 A. Yes.

5 Q. Was anyone else at the meeting?

6 A. Yes.

7 Q. Who was there?

8 A. David, he brought in Michelle Tran. She was the
9 estate attorney that helped me, you know, do the estate
10 paperwork initially. She was an associate of his. And
11 then my girlfriend Helen Williams was with me.

12 Q. And Helen was there for emotional support?

13 A. Yes.

14 Q. Okay. Is she an attorney or does she have any
15 professional --

16 A. No. She is a nurse.

17 Q. Okay.

18 A. She was a close friend.

19 Q. Let me, if I could just go back, what's your
20 best memory of how long that meeting lasted?

21 A. It was a few hours. I don't know how many. It
22 was lengthy. Maybe two to three hours, I'm guessing.

23 Q. And was Ms. Tran in the meeting the entire time?

24 A. No. She was just there for a short introduction
25 and she explained what she would do for me, as, you know,

SHAWNA CHITTICK HEUER, 8/22/2018

1 regarding the estate, and then she left the room.

2 Q. Was the -- was the idea of having you appointed
3 as personal representative your idea or did Mr. Beauchamp
4 or Ms. Tran say that that's something that you should do?

5 A. It was Denny's request. And so I think I read
6 the will and he had told me that in -- I'm not sure how it
7 all came together, but I knew that I was the person that
8 was to be the executor.

9 Q. Uh-huh.

10 A. And so they were just letting me know Michelle
11 would be the one that would help me with the paperwork
12 that was needed to do that.

13 Q. Okay. Tell me what else you can recall about
14 that part of the discussion in that meeting about Michelle
15 and her role in helping you be appointed as personal
16 representative.

17 A. Just that she was an associate in the office and
18 she was -- this was what she did, like her specialty.
19 And, you know, I think she explained to me that we needed
20 to get EIN numbers for the estate, and there is a process
21 and there is a timing to it. When you submit it, it takes
22 a few days. You know, just explained to me the process of
23 actually becoming the PR and getting it recorded. And I
24 was not familiar with any of that, so she kind of, from
25 the beginning, step one through ten, explained to me the

SHAWNA CHITTICK HEUER, 8/22/2018

1 process that it would take to be appointed as the PR.

2 Q. Okay. Can you recall anything else you
3 discussed with Ms. Tran while she was in the meeting?

4 A. I think she might have told me that I had to
5 watch a video and understand the video, and then sign a
6 paper that I had watched the video, and it was educating
7 me on being a personal representative to an estate and
8 what my responsibility was.

9 Q. Is that about it?

10 A. I think so. It was not a lot of information.

11 Q. Okay.

12 A. Yeah.

13 Q. Before the meeting, do you recall sending an
14 email to -- Mr. Dewulf asked you to look at earlier an
15 email to Mr. Beauchamp, attached to which was the
16 investors doc, which -- the investors letter which wasn't
17 attached to that exhibit?

18 A. Yes.

19 Q. Can you take -- let me just, so we have it in
20 the record --

21 A. Sure.

22 Q. -- let me hand you what's been marked as
23 Exhibit 448.

24 A. Yes.

25 Q. And can you confirm this is the email you sent

SHAWNA CHITTICK HEUER, 8/22/2018

1 to Mr. Beauchamp the morning of August 1, correct?

2 A. Yes.

3 Q. 10:00 a.m.?

4 A. I think this was before our meeting.

5 Q. Correct.

6 A. Okay.

7 Q. The meeting, I think, was in the afternoon. And
8 in fact you said: Can you read before --

9 A. Okay.

10 Q. -- we meet you today --

11 A. Yeah.

12 Q. -- correct?

13 Okay. And I just want to confirm this is what
14 you sent to Mr. Beauchamp?

15 A. Yes.

16 Q. Did you bring any documents with you to the
17 meeting, that you can recall?

18 A. I don't know if I brought my binder. I created
19 a binder at home from all of the information that was sent
20 to me in the Dropbox. I printed out my letter, my Iggy
21 letter.

22 Q. Okay.

23 A. And I printed out the investor letter in my
24 binder. And because I hadn't read the investor letter and
25 I hadn't read completely the Iggy letter to me 100 percent

SHAWNA CHITTICK HEUER, 8/22/2018

1 and comprehended it, so I read it on the airplane flying
2 down there Saturday morning.

3 Q. Okay. You read both the investor letter and the
4 Iggy letter?

5 A. Yeah, on the airplane.

6 Q. So when you were up in Idaho, you had the
7 Dropbox, you received these documents, you printed them,
8 and you took them with you?

9 A. Yes.

10 Q. And I think you told us earlier that when you
11 got to Denny's house and opened the computer in his
12 office, there was an updated version of the Iggy list and
13 that's what you wrote "updated" on, correct?

14 A. Yes. I wrote "newest" at the top.

15 Q. Newest. All right.

16 A. Yes.

17 Q. Thank you.

18 And Mr. Dewulf was showing you a copy of that
19 document.

20 Do you recall giving it to Mr. Beauchamp at that
21 meeting?

22 A. I don't think I gave it to him at that meeting.
23 I might have given it to him in a later meeting, but I
24 don't -- I don't know if I gave it -- I told him about it,
25 that Denny had written me a letter --

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. Okay.

2 A. -- giving me instructions, telling me in a
3 roundabout way. I remember sharing that with him, but I
4 don't think I had it. I could have gone back to the house
5 and then sent it in an email. I don't --

6 Q. But you don't remember -- at that meeting, you
7 don't remember bringing it to the meeting?

8 A. No, I don't. I know that, you know, we brought
9 a legal pad and were writing things down, but I don't
10 remember if I had it with me or not.

11 Q. Okay. But you did send the investor letter to
12 him by email beforehand?

13 A. Right, because I had thought that he had already
14 received it and hadn't, and so yes.

15 Q. Did you -- did you discuss, do you remember
16 discussing the investor letter -- well, you read it on the
17 flight down.

18 How much of that did you comprehend or retain,
19 given your state of mind?

20 A. Not a lot, because it, as you read it or as I
21 read it, it's confusing. It's not written in a way that
22 me, as not knowing how everything worked in his business,
23 I didn't follow it very well. And I'm sure it was partly
24 because my brain wasn't --

25 Q. Okay.

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. -- quite functioning. I didn't understand it.
2 I didn't understand some of the things that were in it,
3 and it was confusing to me.

4 Q. When you sent it to Mr. Beauchamp that morning,
5 you asked him to read it before the meeting --

6 A. Uh-huh.

7 Q. -- correct?

8 Do you recall discussing the investor letter
9 with Mr. Beauchamp at the meeting?

10 A. Maybe not at that first meeting, but maybe the
11 next day when we had another meeting.

12 Q. Okay.

13 A. I know we didn't go line by line and talk about
14 it in that way. He read it, and it was news to him, you
15 know, new information to him. And I remember that we
16 talked about just kind of trying to figure out what Denny
17 was involved in. You know, we talked about the letter,
18 but not line item by line item, but I'm not sure if it was
19 that first day or the second day.

20 Q. Okay. That's what I want to be clear about, so,
21 and let me -- let me focus on that for a minute.

22 A. Okay.

23 Q. So you had this two- to three-hour meeting on
24 Monday the 1st?

25 A. Uh-huh.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. And you came back the next day, I think you
2 testified earlier you signed the documents to be appointed
3 as the personal representative?

4 A. Right.

5 Q. How long did the meeting on the 2nd last?

6 A. It was shorter. Robert was not involved in that
7 second meeting. And by then David, we had found out a
8 little bit more information, trying to figure things out,
9 what had happened, who was contacting us, things like
10 that. I mean, a lot more had -- was going on.

11 Q. And who was at the second meeting, the meeting
12 on the 2nd?

13 A. It was just David and Helen and I.

14 Q. So she, Helen was back with you for the second
15 meeting?

16 A. Yeah. She was staying with us, yes.

17 Q. And is it possible at that second meeting, you
18 gave David copies of the Iggy list?

19 A. Yeah, I think I might have done that. I don't
20 remember when I gave it to him, but I believe he -- I gave
21 it to him at some point --

22 Q. Okay.

23 A. -- either, you know, via email or I handed it to
24 him.

25 Q. And did you ever have a discussion with David

SHAWNA CHITTICK HEUER, 8/22/2018

1 about the Iggy list, that you can remember?

2 A. No, I don't remember about if we discussed it in
3 detail.

4 Q. Okay. At the first meeting, you testified
5 earlier that David raised some -- had a discussion with
6 you about a potential conflict.

7 A. Uh-huh.

8 Q. I just want to make sure we have your full
9 recollection of that. So tell me, as best you can, sort
10 of from start to finish what you remember him telling you.

11 A. Just that he was unsure of his status of what he
12 was, who he was in this situation. And I didn't
13 understand what his confusion or conflict was, and he just
14 stated, you know, DenSco, sole proprietor, or, you know,
15 corporation, one person, Denny was the one and only
16 director/member, and unsure of now me representing his
17 estate, that's the personal side, you know, the conflict.
18 He just was unsure of his position in all of it. I just
19 remember him, you know, letting me know that he was unsure
20 how long this would have to be that he could help me.

21 Q. Did he give you -- you are not a lawyer. Have
22 you ever hired a lawyer before or been involved with
23 lawyers before --

24 A. No.

25 Q. -- this circumstance?

SHAWNA CHITTICK HEUER, 8/22/2018

1 Okay. Did he give you any kind of an
2 explanation of what a conflict of interest is and what a
3 lawyer's ethical obligations are?

4 A. I don't know about the ethical obligations, but
5 he just talked about the conflict of interest and, you
6 know, he was bringing in Michelle to help on the estate
7 side. You know, that wasn't his strength, that wasn't
8 his -- maybe his forte in the office, it was hers, so he
9 was kind of trying to separate that.

10 Q. And I think I heard you say that when you -- you
11 discussed the investor letter with David, it was news to
12 him. Is that -- did I understand?

13 A. He hadn't seen it before I had given it to him.

14 Q. And so he had -- you sent it to him before the
15 meeting?

16 A. Correct.

17 Q. What, if anything, did he say to you about the
18 investor letter during that meeting?

19 A. That it had a lot of information in it, but he
20 was unaware of the happenings. Some of the happenings in
21 it, you know, that it was new to him. He didn't know all
22 of what was going on in the investor letter.

23 Q. Did -- did at any time he share with you what he
24 knew about Denny's relationship with Scott Menaged in that
25 first meeting, that August 1 meeting?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. I don't remember if it was in the first meeting
2 or the second meeting, but he explained that the last time
3 he had spoken to Denny, and that there was a Forbearance
4 Agreement that they had been working on.

5 I remember -- and I didn't know what a
6 Forbearance Agreement was and I remember asking, and he
7 explained that, you know, that there were some issues they
8 were working out and it was a workout agreement.
9 That's -- I think before I heard forbearance, I heard the
10 word workout agreement

11 Q. Did -- in the first or second meeting --

12 A. Uh-huh.

13 Q. -- did David Beauchamp tell you that he knew
14 that Denny had, when he was loaning money to Scott Menaged
15 and other borrowers, he had just loaned the money, given
16 them the money directly instead of to a beneficiary or an
17 escrow, a trustee or an escrow company?

18 A. No, I don't remember him saying that.

19 Q. Did he highlight the statement in the investor
20 letter where Denny admitted to doing it?

21 A. Did he highlight that?

22 Q. Yeah. Did he talk to you about that?

23 A. No, I don't remember.

24 Q. Did he tell you that he had advised Denny not to
25 do that and Denny had disregarded his advice?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. I don't remember if specifically he said it that
2 way, but he had mentioned that Denny hadn't listened to
3 him. You know, that they had disagreed. They -- yeah,
4 that there was some disagreement.

5 Q. Did he tell you that he was of the opinion that
6 Denny had mismanaged DenSco's lending practices and had
7 allowed the fraud with Menaged to occur?

8 A. No.

9 Q. Did he tell you that -- did he talk with you at
10 all about the advice that he gave to Denny about Denny's
11 decision to continue loaning money to Scott Menaged in
12 January of '14?

13 A. No, I don't remember him giving me any details
14 about that.

15 Q. Did he -- did he talk with you at all about his
16 interactions with Denny in January of 2014, when Denny
17 told him that DenSco had been defrauded by Scott Menaged
18 through his cousin?

19 A. Is that considered the first fraud?

20 Q. It's what has now been described as the first
21 fraud. I am asking you what you can remember of your
22 conversations with David Beauchamp on August 1, 2016.

23 A. I don't remember David ever giving me, you know,
24 details of conversations he had with Denny and what he had
25 told him and what they had discussed. I don't remember in

SHAWNA CHITTICK HEUER, 8/22/2018

1 those meetings a lot of detail, him telling me that, no.

2 Q. Did he tell you on August 1 that he was of the
3 belief that Denny had committed securities fraud by
4 raising money from investors without disclosing facts to
5 them?

6 A. On August 1st?

7 Q. That meeting.

8 A. That was the first meeting.

9 Q. Yes.

10 A. I don't remember that.

11 Q. You don't remember him telling you that he had
12 resigned from representing DenSco because Denny would not
13 follow his advice and issue a new updated private offering
14 memorandum?

15 A. No, I don't remember him saying that he had
16 resigned. No.

17 Q. What was Mr. Koehler's role in the August 1
18 meeting? What did he say?

19 A. He wasn't there for very long. We talked with
20 him first about what -- he was hoping to have the time to
21 look through the records of those open loans that, you
22 know, were outstanding, and then he would get back to
23 David and let him know, you know, what he found.

24 Q. Okay. And I want to make sure where you are. I
25 know you were under great stress, because you had to deal

SHAWNA CHITTICK HEUER, 8/22/2018

1 with all of these issues.

2 But as I understand it, you knew nothing about
3 DenSco's operations before -- before this time, before
4 August 1, correct?

5 A. Not nothing.

6 Q. Well --

7 A. You know, I understood how --

8 Q. You knew what the business was --

9 A. Right, right.

10 Q. -- but you hadn't had any recent discussions or
11 any discussions with your brother about the business, it
12 was having trouble, how it was being run?

13 A. No.

14 Q. You knew very little about the balance sheet and
15 the books and records and what kind of shape DenSco was
16 in?

17 A. Correct.

18 Q. Mr. Koehler was going to provide that
19 information to you?

20 A. Well, he was going to -- yeah. He was looking
21 more at the loans. I don't know if he was going to be
22 looking at the balance sheet and the whole company. His
23 focus, I thought, was that he was looking at the open
24 loans, what was out there that was to be received that
25 wasn't a part of the Menaged --

1 Q. Okay.

2 A. -- loans.

3 Q. And that -- and you understood that he was -- he
4 was doing that as part of the written agreement that he
5 had shown you on Saturday that he had with Denny?

6 A. Correct.

7 Q. Okay. And I just want to be clear about what
8 else Mr. Beauchamp told you.

9 I think you testified earlier that he said that
10 he hadn't spoken with or had any dealings with Denny for a
11 year and a half or so?

12 A. I think the year and a half was what he had
13 said. In quite a long time. And I don't -- we would have
14 to go back and figure out what that was, but --

15 Q. Did he tell you that he was -- had done work for
16 DenSco in connection with an investigation by the Arizona
17 Department of Financial Institutions?

18 A. He had told me that there was, yes, an issue
19 with the state that he helped him with, yes.

20 Q. But you understood that was sometime in the
21 past?

22 A. Right.

23 Q. It had been at least a year and a half?

24 A. It had been a while before that. I don't know
25 if I ever knew when that had happened.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. And to be -- so I understand, again, at that
2 August 1 meeting, Clark Hill was going to assist you in
3 being appointed the personal representative?

4 A. Uh-huh.

5 Q. Did you have a conversation in that meeting
6 about the representation being only for a short period of
7 time?

8 A. As the PR?

9 Q. Yes.

10 A. Not necessarily. I think initially in that
11 meeting, talking about the corporation and what position
12 that put the estate in, in relation to the corporation.

13 So I was like, wait. If I am the personal
14 representative of the estate, that doesn't make me DenSco.
15 And he is like, well, you know, so we had a discussion
16 about what position being the PR meant in relation to
17 DenSco, and --

18 Q. Did Mr. Beauchamp ever give you advice about the
19 risks to you of assuming any control of DenSco, assuming
20 ownership of stock or anything like that?

21 A. Yeah, we had a brief discussion.

22 Q. What did he tell you?

23 A. Well, I think at that point we didn't know a
24 lot. We didn't know where things sat. And he basically
25 said, well, because Denny was the largest or a stockholder

SHAWNA CHITTICK HEUER, 8/22/2018

1 in the corporation, you would take that position, but you
2 would be amongst, you know, with the other investors,
3 because there was all the investors as well as Denny were
4 in -- you know, part of the company, or that's who you
5 would be with, pooled into that group.

6 And even though Robert may be able to help, you
7 know, I would be a responsible party. And that kind of
8 scared me, and so I remember thinking I don't know, should
9 we do this, I shouldn't do this. We -- you know, we had a
10 discussion about whether or not I should do it.

11 Q. And what was the conclusion that you reached
12 after that discussion?

13 A. Well, that first meeting it was we were still
14 pondering it. And we were unsure about how it would
15 happen, and so we didn't -- as things progressed that
16 week, obviously, it didn't happen and it was a good thing
17 it didn't happen, because that wouldn't have been -- I
18 wouldn't have been in a good situation, and it was better
19 not to, so...

20 Q. But it was David Beauchamp who was advising you
21 of the risk that you personally faced if you assumed an
22 ownership interest or the estate faced if it assumed
23 control of the corporation?

24 A. In a roundabout way, yeah. I don't think he
25 probably gave me all of the information at that time about

SHAWNA CHITTICK HEUER, 8/22/2018

1 what, but it was discussed.

2 Q. Let me go back to what you -- I think you said
3 earlier what you understood from that meeting David
4 Beauchamp's role would be.

5 I think, if I heard you correctly, you were
6 primarily looking to him to help communicate with
7 investors.

8 A. Yes.

9 Q. Okay. What was your understanding about any
10 duties, if any, that you had to investors?

11 A. Well, that was the thing. I was unsure of my
12 position, but I didn't know what I was talking about. I
13 didn't -- you know, I couldn't just step into his shoes
14 and communicate with the investors with all of this going
15 on, so I needed guidance and I needed his help, and so...

16 Q. Did David Beauchamp explain to you what his role
17 was in communicating with investors?

18 A. Yeah, I think he -- he told me that he could
19 communicate to them on behalf of DenSCO.

20 Q. So as company counsel, he could communicate to
21 the investors?

22 A. Yes.

23 Q. Okay. Did he talk with you about -- about any
24 fiduciary duties that were owed to investors?

25 A. Yeah, we talked about fiduciary duties. Yes.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. What did he tell you?

2 A. I don't remember exactly what he told me, but I
3 understood the fiduciary duties. And I knew that Denny
4 had fiduciary duties that obviously had been broken, by
5 reading, at least from my opinion, from reading what had
6 happened; but the fiduciary duties of what my position
7 became or any of that was confusing.

8 Q. Let me just step back for a second.

9 You said based on what you read, you thought
10 fiduciary duties had been broken. You thought Denny had
11 broken his fiduciary duties.

12 A. Well, by reading his investor letter, that's the
13 way it sounded to me, by not informing the investors of
14 things.

15 Q. And concentrating loans in one borrower?

16 A. Yeah, I guess so.

17 Q. Not documenting loans well?

18 MR. DEWULF: Object to form.

19 THE WITNESS: No, I don't think I thought of it
20 that way, because I didn't know that the loans hadn't been
21 documented well at that point.

22 Q. (BY MR. STURR) But in your mind, you reached
23 the conclusion after reading the investor letter that
24 Denny had breached fiduciary duties owed to investors?

25 MR. FAIRBOURN: You can --

SHAWNA CHITTICK HEUER, 8/22/2018

1 MR. DeWULF: I'll object to form.

2 MR. FAIRBOURN: I'll -- I'll join. I'll join in
3 the objection.

4 You can go ahead and answer.

5 THE WITNESS: Okay.

6 Q. (BY MR. STURR) Had you reached any conclusions,
7 after reading the investor letter, as to whether or not
8 Denny had fulfilled his fiduciary duties?

9 A. Yes, they were in question. Yes.

10 Q. And did you talk to David Beauchamp about your
11 concerns about whether Denny had fulfilled his fiduciary
12 duties to DenSco?

13 A. I don't know if I asked him directly about that,
14 but we did talk about the fiduciary duties.

15 Q. Did you and David Beauchamp talk about what
16 information should be given to investors?

17 A. In regards to just anything?

18 Q. What you and he knew about DenSco, its current
19 state of affairs, what had happened to the company.

20 THE WITNESS: Yeah.

21 MR. DeWULF: Could we hold on.

22 THE WITNESS: Sure.

23 MR. DeWULF: Could you read that back, please.
24 I got lost.

25 (The requested portion of the record was read.)

SHAWNA CHITTICK HEUER, 8/22/2018

1 THE WITNESS: Yeah, we -- yeah. We discussed
2 what we thought needed to be relayed to the investors.

3 Q. (BY MR. STURR) And what was that?

4 A. Just to communicate what we knew. And on
5 Monday, that first day, we didn't know a whole lot, but
6 yes, we wanted to keep the investors informed to the best
7 of our capabilities.

8 Q. And following that Monday meeting, if you could
9 take a look at Exhibit 207, if that book is near you.

10 A. Which -- oh, is that volume 5? Okay.

11 Q. These are Mr. Beauchamp's notes from the meeting
12 that took place on August 1.

13 Do you see that?

14 A. Yes.

15 Q. Towards the bottom, there is a -- it says:
16 Wednesday communication (DGB to do).

17 Did you task Mr. Beauchamp with drafting a
18 communication to investors?

19 A. In our discussion on -- in that meeting, we
20 talked about, I don't know who suggested it, but 48 hours
21 came up and so that was kind of the deadline, I believe.
22 Or, no, maybe it was in the letter that, or the email that
23 I sent out Sunday night that said within 48 hours we will
24 let you know. We kind of set a timeline to communicate to
25 the investors.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. But it was -- it was to be -- just to be clear,
2 it was your understanding that Mr. Beauchamp would be
3 drafting the communication?

4 A. My understanding, I probably asked him to draft
5 it.

6 Q. You asked --

7 A. Not that I wanted to draft it, right.

8 Q. You were counting on his guidance and assistance
9 on what should be communicated to the investors?

10 MR. DEWULF: Object to form.

11 THE WITNESS: I wanted him to help communicate
12 to the investors. As to what exactly it was going to be,
13 we hadn't decided that, but we had communicated with them
14 Sunday night that we would be letting them know that we
15 would be communicating again.

16 MR. STURR: Mark this one next.

17 (Deposition Exhibit No. 452 was marked for
18 identification.)

19 Q. (BY MR. STURR) I'm going to hand you what's
20 been marked, and this may have been previously marked, as
21 Exhibit 452. Exhibit 452 are Mr. Beauchamp's notes from a
22 call with you on August 3/20/16.

23 Do you see that?

24 A. Yes.

25 Q. And in the middle of the page, it says: Status

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1 with letter to investors. Cannot focus on defending
2 Denny. Just need to lay out the facts.

3 Do you see that?

4 MR. DeWULF: For the record, it looks like it's
5 the back end of 220, Exhibit 220, just so you know.

6 THE WITNESS: Oh, let me look at that one.

7 Q. (BY MR. STURR) Well, just you can stick with
8 that one. It's a standalone exhibit.

9 A. What about -- which note?

10 Q. In the middle of the paragraph he says -- he
11 wrote: Status of letter to investors. Cannot focus on
12 defending Denny. Just need to lay out the facts.

13 Do you see that?

14 A. No. Maybe I'm not looking at the right one.

15 MR. DeWULF: It's not on my document either.

16 THE WITNESS: You said 220?

17 MR. STURR: Did I hand you the wrong document?
18 Forgive me. John, this is part of what, two --

19 MR. DeWULF: This is the back part of 220. It
20 isn't what you are looking for, I think.

21 MR. STURR: Forgive me.

22 MR. DeWULF: No. That's all right. I might be
23 able to help you.

24 Q. (BY MR. STURR) Sorry. In the interest of speed
25 and getting you out of here in a hurry, I think I --

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1 A. That's okay.

2 Q. I think I -- I thought I had copied this.

3 Here it is. This is what I meant to mark.

4 Forgive me.

5 (Deposition Exhibit No. 252 was marked for
6 identification.)

7 Q. (BY MR. STURR) 252.

8 A. Status of letter to investors. Okay. I see
9 that paragraph now.

10 Q. Okay. You see that paragraph?

11 A. Yes.

12 Q. Does that refresh your recollection that in a
13 call with Mr. Beauchamp on August 3, you talked about the
14 need to -- you need to lay out the facts to investors and
15 not try to defend Denny?

16 A. Now that I see it, yes. I remember we talked
17 about that, yes.

18 Q. All right. The -- and I won't revisit these
19 exhibits, because Mr. Dewulf asked you before about them.

20 This was the day, I think, you were flying back
21 to Idaho, and you were in the process of Mr. Beauchamp was
22 drafting an investor, excuse me, a communication to the
23 investors?

24 A. Yes.

25 Q. He sent it to both you and Mr. Koehler?

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1 A. Correct.

2 Q. And Mr. Koehler, in those email exchanges, said
3 that he didn't want to have his name --

4 A. Correct.

5 Q. -- on the document, and it was finalized?

6 A. Right.

7 Q. Okay. Let me -- let me take you to, if you look
8 at Exhibit 214. That's the final version that went out to
9 the investors, correct?

10 A. On August 3rd.

11 Q. Okay. Now, before I get to that, I just want to
12 talk a little bit about Mr. Koehler.

13 You said this morning, if I heard correctly,
14 that you spoke with Mr. Koehler and he didn't want to
15 be -- he wanted to have limited involvement because there
16 was fraud.

17 Do you recall saying that?

18 A. Probably, yes.

19 Q. Just let me -- tell me everything you can recall
20 about that conversation with Mr. Koehler.

21 A. Well, I think initially on that first Saturday
22 that I met Robert and before we knew the extent of the
23 fraud, he was a willing participant in doing what he had
24 agreed to do, and then we went to the meeting with David,
25 what, a day and a half later, and he hadn't -- I don't

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1 believe he had finalized his review or had time yet to
2 look through things, and then once he did, which was later
3 in that week, he was pulling back.

4 Q. Well, no.

5 Do you remember a specific conversation with him
6 where he used the word "fraud"?

7 A. I don't remember if he used the word "fraud,"
8 but I remember he was just like: This is over my head.
9 This isn't what we thought we would find. You know, this
10 is -- I think I need to step back, so...

11 Q. And you communicated with Mr. Beauchamp about
12 Mr. Koehler's decision to step back, correct?

13 A. I don't -- I think he might have talked to David
14 first. I think I was told after the fact.

15 Q. Did -- did Mr. Beauchamp tell you that he had
16 been told by Mr. Koehler that Mr. Koehler felt he had a
17 conflict and shouldn't stay in this role and there should
18 be an independent person involved?

19 A. I don't -- I don't remember that, but that very
20 well could have been.

21 Q. And Mr. Beauchamp by this point didn't tell you
22 that he thought he had a conflict and shouldn't be
23 advising you about how to communicate with investors, did
24 he?

25 A. The --

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1 MR. DeWULF: Object to form.

2 THE WITNESS: Can you repeat -- can you repeat
3 that? David was --

4 Q. (BY MR. STURR) David, as he was -- as he was
5 communicating with you about what to say to investors, he
6 did not tell you that he thought he had a conflict and
7 someone else should assist you?

8 MR. DeWULF: Object to form.

9 MR. FAIRBOURN: Go ahead.

10 THE WITNESS: Okay. No, he didn't tell me that
11 at the time that we were creating the communication with
12 the investors.

13 Q. (BY MR. STURR) August 3rd, yes.

14 A. No.

15 Q. Let's go -- let's look at Exhibit 214. This is
16 the, as Mr. Beauchamp says, the revised and final email to
17 DenSco's investors that went out on August 3.

18 A. Okay.

19 Q. This is the middle of the week. This is
20 wednesday. If you go to the second page, the end of that
21 first full paragraph says: we believe that this
22 preliminary view of the Good Loans will be done by Friday
23 of this week and we will share that information with you.

24 A. Okay.

25 Q. At the same time, we are also trying to good

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1 estimate -- trying to get a good estimate of the balance
2 of the principal amounts owed to Investors and any unpaid
3 or accrued interest that is owed, correct? That's the
4 work that Mr. Koehler was doing at that time, correct?

5 A. Well, right, correct.

6 Q. Doing the analysis of the portfolio?

7 A. Right.

8 Q. The next paragraph talks about your appointment
9 as the personal representative, correct?

10 A. I haven't read this. Yes.

11 Q. It says: Shawna is an accountant and has both
12 the experience and the skill set from her every day
13 position to work with the necessary people to recover
14 proceeds owed to DenSco and to return the recovered
15 proceeds to the investors, correct?

16 A. Yes, I see that.

17 Q. And you had told Mr. Beauchamp in response to an
18 earlier draft, which said that you would take an active
19 role in that process, that you didn't want to do that.

20 Do you recall that?

21 MR. DeWULF: Object to form.

22 THE WITNESS: No, I don't recall that. What --
23 what are you referring to?

24 Q. (BY MR. STURR) He sent -- do you remember that
25 he sent you a draft earlier that day that said that you

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1 would have a more active role in the actual handling and
2 management of the company, and you wrote back saying: I'm
3 not going to do that?

4 A. Yes, I saw that email. Yes.

5 Q. And after you told him you are not going to do
6 that, he revised this to say that you would be working
7 with the necessary people to recover proceeds, correct?

8 A. Yes.

9 Q. The email that Mr. Beauchamp drafted goes on to
10 say: The probate filing is necessary so that Shawna could
11 have the necessary authority to control DenSco and to have
12 the authority to make decisions on behalf of DenSco, with
13 the input of Investors as we propose below, correct?

14 A. Correct.

15 Q. It goes on to say that if a determination is
16 made that the recoverable proceeds are likely to be
17 significantly or materially insignificant to return the
18 Investors' capital to the Investors, then you are unlikely
19 to assume the control of DenSco, and then we will work
20 with the various state authorities to have a receiver
21 named for DenSco, correct?

22 A. Okay. Yes.

23 Q. Now, is that consistent with your state of mind
24 on August 3?

25 A. I -- yes, I believe so.

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1 Q. In other words, if there wasn't any money in the
2 company to refund money to the investors, you were at that
3 point prepared to turn it over to the ACC and let them --
4 or put the company into some form of receivership?

5 A. I don't remember understanding it that way. We
6 were still in the process of figuring it out, and I think
7 he was trying to explain that the receiver was a
8 possibility. We didn't --

9 Q. Well, let me take you to the third page.

10 A. Okay.

11 Q. The third paragraph, the bottom third: Again,
12 if we determine that DenSco's recoverable proceeds are
13 likely to be significantly or materially insufficient to
14 return the Investors' capital to the Investors, then
15 Shawna is unlikely to assume the control of DenSco, and we
16 will work with the various state authorities to have a
17 receiver named for DenSco.

18 A. Okay.

19 Q. That's what -- that's what you and Mr. Beauchamp
20 told the investors?

21 A. Yes.

22 Q. If you go to the second page, Shawna, the third
23 paragraph that begins: This problem with DenSco's
24 Troubled Loans developed over time and it will take some
25 time to understand those Troubled Loans, how those loans

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1 came into existence as well as how to maximize the return
2 on those loans to maximize the return of capital to the
3 investors, period. Right?

4 A. Yes.

5 Q. Now, there is nothing -- one cause of the
6 problem that DenSco faced was its lending relationship
7 with Scott Menaged, correct?

8 A. Yes. Yes.

9 Q. And had you come to the conclusion, based on the
10 investor letter, that one problem that DenSco faced was
11 Denny's breach of fiduciary duties?

12 MR. DeWULF: Are you talking about at the date
13 of this letter?

14 Q. (BY MR. STURR) As of August 3.

15 MR. FAIRBOURN: Objection to the form.

16 MR. DeWULF: Join the objection.

17 THE WITNESS: I don't know if on August 3rd if I
18 was positive of that. I just knew that there was a lot
19 wrong.

20 Q. (BY MR. STURR) Did -- did you talk with
21 Mr. Beauchamp before this email went out about whether the
22 investors should be told --

23 A. Oh, about the fiduciary.

24 Q. -- about your conclusion, preliminary as it may
25 be, or Mr. Beauchamp's conclusion that Denny had breached

1 fiduciary duties?

2 A. No.

3 MR. DeWULF: Object to form.

4 Q. (BY MR. STURR) Did Mr. Beauchamp talk with you
5 about what he knew about DenSco's lending history with
6 Mr. Menaged before you finalized this email?

7 A. I don't remember in great detail of learning
8 about that, no.

9 Q. You were depending on Mr. Beauchamp to tell you
10 what -- what should go in the letter and what he knew, is
11 that right?

12 MR. DeWULF: Object to form.

13 THE WITNESS: I was relying on him to formulate
14 communication, yes. And what I did know and didn't know
15 about Scott Menaged at that date, I am unsure exactly what
16 I knew at that point or what they knew or what David knew.

17 Q. (BY MR. STURR) But you knew that as between you
18 and David Beauchamp, Mr. Beauchamp would know a lot more
19 about his representation of DenSco over the years --

20 MR. DeWULF: Object to form.

21 Q. (BY MR. STURR) -- correct?

22 A. Well, certainly he would know more about his
23 representation than I would.

24 Q. And he would know, based on that representation,
25 more about the company's operations and his relationship

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1 with Scott Menaged than -- than you would?

2 MR. DeWULF: Object to form.

3 THE WITNESS: At that point he knew more than I
4 did about it, yes.

5 Q. (BY MR. STURR) And you told me that on Tuesday,
6 the previous day, he brought up the Forbearance Agreement,
7 correct?

8 A. Right. Monday or Tuesday we talked about the
9 Forbearance Agreement, yes.

10 Q. Is there any disclosure in this letter to the
11 investors about the Forbearance Agreement and how it came
12 about?

13 A. I haven't read all of this. Do you want me to
14 read it and say yes or no?

15 Q. Well, do you recall discussing with
16 Mr. Beauchamp whether the Forbearance Agreement should be
17 included in the communication to the investors?

18 A. No, I don't remember talking to him about
19 whether it should be included or not.

20 Q. If you could turn to Exhibit 218.

21 Exhibit 218 is an email that Mr. Koehler sent to
22 Mr. Beauchamp and to you on August 4, correct?

23 A. Correct.

24 Q. This is Mr. Koehler's analysis of the books and
25 records of -- or the financial statements, financial

1 position of --

2 A. Those loans.

3 Q. -- DenSco, correct?

4 A. Right, correct.

5 Q. And his conclusion was that there was a
6 significant number of loans, approximately 28 million,
7 that were not secured, correct?

8 A. Unsure of security is what he has, right.

9 Q. What was your conclusion after reading this?
10 You have some knowledge of financial matters. Did it
11 appear to you that --

12 A. I was disheartened.

13 Q. Does it appear to you from this that DenSco was
14 insolvent?

15 MR. DeWULF: Object to form.

16 THE WITNESS: Oh, I don't know if I could be the
17 one to determine his insolvency, but it's certainly not
18 positive information.

19 Q. (BY MR. STURR) Did you ever form a conclusion
20 at this point about whether or not there would be
21 sufficient recoverable proceeds to return investors'
22 capital?

23 MR. DeWULF: Object to form.

24 THE WITNESS: I don't remember my thought at
25 that time of when I saw this, but the unsure of security,

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1 the \$28 million in question, that was the big unknown.
2 The secured, the secured with required collections
3 involving Menaged and then the unsecured part, yeah, there
4 was still a lot of unknown.

5 Q. (BY MR. STURR) So the following day, the 5th,
6 was a Thursday, and Mr. Dewulf was asking you about that.
7 That's when Mr. Beauchamp called to relay the call that he
8 had had with Wendy Coy of the Arizona Corporation
9 Commission, Securities Division, correct?

10 A. Yes.

11 MR. DEWULF: I think the 5th is a Friday.

12 THE WITNESS: You are right. The 1st was
13 Monday.

14 Q. (BY MR. STURR) You are correct.

15 A. Yes.

16 Q. Forgive me. Thank you.

17 So we are now on Friday, you met with
18 Mr. Beauchamp on Monday, the investor communication went
19 out on Wednesday, you received Mr. Koehler's analysis on
20 Thursday, and we are now to Friday.

21 What was your concern -- when Beauchamp talked
22 to you about the call from the ACC, what is your
23 recollection of what he told you of the significance of
24 that?

25 A. Just that he explained who they were, what their

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1 position was, and that they were going to be stepping in.
2 They had heard from investors and they were alarmed and
3 wanted to know what was going on.

4 Q. Did Mr. Beauchamp advise you that in light of
5 Mr. Koehler's analysis, it made sense and was probably in
6 the investors' best interest to simply let the ACC appoint
7 a receiver and take over the company?

8 A. Again, I don't think that I felt like there was
9 a choice. I think it was common knowledge maybe to David,
10 or I can't say that, I guess, but they were going to be
11 taking over. I think it was the very first phone call and
12 communication from them letting David know that we are
13 stepping in and this is what's going to be happening in
14 the future.

15 Q. Did Mr. Beauchamp discuss with you whether, in
16 light of the company's financial position and the ACC's
17 intent to serve a subpoena in interest in the matter, that
18 it didn't make any sense for you to proceed as being
19 appointed as personal representative and trying to manage
20 the affairs of the company?

21 MR. DeWULF: Object to form.

22 THE WITNESS: I don't remember him saying for me
23 not to be the personal representative of the estate. As
24 for the position having to do with DenSco, he thought --
25 if I remember correctly, it was a good thing to happen

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1 that they would be taking it over and looking into all of
2 this.

3 Q. (BY MR. DeWULF) And that conversation did
4 not -- is that the conversation where you recall he
5 brought up the question of a conflict again, after being
6 told the ACC was going to be serving a subpoena?

7 MR. DeWULF: Object to form.

8 Q. (BY MR. DeWULF) Or did you have any -- Excuse
9 me. Let me restate the question.

10 On August 5th when he informed you the ACC would
11 be issuing a subpoena, did he raise with you the question
12 of whether or not his firm had a conflict in continuing to
13 represent you as personal representative and provide
14 services to the company?

15 A. I don't remember in that conversation if that's
16 when he talked about the conflict of interest, but -- when
17 was that phone call? That phone call was on Friday. I
18 was at home. I don't remember if we had a conflict of
19 interest discussion on that phone call.

20 Q. Okay. Take a look at Exhibit 443, which should
21 be not in the book, Shawna, but it was marked earlier
22 today.

23 MR. DeWULF: 443?

24 MR. STURR: 443.

25 THE WITNESS: 443?

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1 Q. (BY MR. STURR) Yes.

2 A. Okay.

3 Q. This is the -- do you have the right document?
4 This is the email that Mr. Beauchamp sent to you August 5:
5 This is what I just sent?

6 A. Yes.

7 Q. Did you -- this was the email that in which the
8 information Mr. Koehler had provided was conveyed to
9 investors, correct?

10 A. Yes.

11 Q. At the bottom of the second page, it says:
12 Based upon all of the new information set forth above,
13 please understand that we now believe that a different
14 strategy might be more effective with respect to the
15 collection of the money owed to DenSco, the liquidation of
16 DenSco and the return of funds to DenSco's Investors.
17 That is why we have reached out to the State of Arizona to
18 determine if the Securities Division can lend assistance
19 in the collection of the money owed to DenSco.

20 Do you see that?

21 A. Which paragraph?

22 Q. Sorry. On the bottom of page 2.

23 A. As noted above in my previous email to you?

24 MR. STURR: Am I on the right page, Greg?

25 MR. FAIRBOURN: I don't think so. This is 443.

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1 Q. (BY MR. STURR) Oh, forgive me. You know what?
2 I have a different -- excuse me.

3 Sorry. Go to the last page. I'm sorry.

4 A. Okay.

5 Q. I am off by --

6 A. Oh: Based upon all the new information?

7 Q. Yes.

8 A. Yes. Okay.

9 Q. Why don't you read that paragraph for a minute.

10 A. Yes.

11 Q. Was it accurate to tell the investors that: We
12 had reached out to the State of Arizona to determine if
13 the Securities Division can lend assistance in the
14 collection of the money owed to DenSco?

15 A. Yeah, I'm not sure what he is referring to
16 there, to say "we."

17 Q. Isn't it true that you were told by
18 Mr. Beauchamp earlier that day that he had received a call
19 from the --

20 A. From them --

21 Q. -- Securities Division?

22 A. -- yeah. We have reached out to them. That may
23 not be entirely accurate, since if he received a phone
24 call from them, then it wasn't him calling them.

25 Q. Take a look, if you would, please, at exhibit --

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1 now I'm going to go to the next workday, Monday,
2 August 8th.

3 would you look at Exhibit 240, please?

4 Are you there?

5 A. Yes.

6 Q. This is an email from -- from Mr. Beauchamp to
7 you, and he is summarizing -- he is reporting that a
8 subpoena was received from the ACC and he is summarizing
9 his conversations with Ms. Coy of the ACC, correct?

10 A. Yes.

11 Q. And you knew then that there would be a meeting
12 on Wednesday in his offices with ACC representatives,
13 correct?

14 A. Yes.

15 Q. If you look at the last paragraph: I have told
16 them that after Wednesday's meeting with the Director of
17 Enforcement, you will be either retaining counsel for this
18 or you will be turning everything over to the Securities
19 Division and the Securities Division will be handling this
20 going forward.

21 Do you see that?

22 A. Yes.

23 Q. Did you talk with Mr. Beauchamp as of Monday,
24 August 8th, about the possibility of simply not retaining
25 counsel and just turning everything over to the ACC?

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1 A. I don't remember the either/or. I believe I was
2 already going to be meeting with Kevin Merritt and get --
3 you know, seeking them as the estate's attorneys, and
4 knowing that it was going to be turned over to the
5 Securities Division eventually.

6 I didn't realize it was either/or. The way it's
7 written in here, maybe I didn't understand either, that
8 you will either be retaining counsel for this or you will
9 be turning everything over.

10 Q. Okay. well, let's go to -- let's --

11 A. I did both.

12 Q. -- if you look at Exhibit 241.

13 A. Uh-huh.

14 Q. Exhibit 241, Mr. Dewulf was asking you about. I
15 just have a couple of follow-up questions.

16 This is -- at the bottom is an email that you
17 sent to Mr. Beauchamp on the afternoon of August 8th,
18 correct?

19 A. Okay.

20 Q. And it -- as Mr. Beauchamp says: Your email
21 came in as I was sending the other email.

22 So you are sort of crossing emails at that
23 point, right?

24 A. Right.

25 Q. You said in the second paragraph: I met with an

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1 attorney here in town this morning. He is going to refer
2 me to someone in Phoenix that can be my personal attorney
3 and hold my hand thru this all.

4 Do you see that?

5 A. Yes.

6 Q. Okay. I don't want to have you divulge any
7 information that you discussed with the attorney, but the
8 attorney here is the gentleman you spoke of earlier, Pete,
9 Peter --

10 A. Erbland.

11 Q. -- Erbland.

12 A. Yes.

13 Q. You met -- you met with him on the morning of
14 August 8th.

15 Without discussing what you talked with him, why
16 were you -- why did you think you needed to have an
17 attorney at that point?

18 A. David had told me I needed to find an attorney.

19 Q. When did he tell you that?

20 A. A couple days before that. I think the week --
21 the end of the week before that.

22 Q. And did he tell you that you needed to have an
23 attorney because you or the estate could face some
24 personal or potential liability from the ACC?

25 A. No, I don't remember him telling me that was the

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1 reason. I just needed to have representation separate
2 from him and his office to represent me as the PR for the
3 estate.

4 Q. Did he tell you that if the ACC -- the ACC could
5 make allegations that DenSco had engaged in securities
6 fraud? Did you have that conversation?

7 MR. DeWULF: Object to form.

8 Q. (BY MR. STURR) When you talked about the ACC
9 subpoena.

10 A. I don't remember directly having that
11 conversation.

12 Q. Let me go back. I just want to make sure I have
13 your full memory, Shawna.

14 Tell me about the conversation on conflicts.
15 what do you remember that he said and what did you say to
16 him?

17 A. On conflicts?

18 Q. That caused you to have a meeting with
19 Mr. Erbland on the morning of August 8th.

20 A. I went to go see Peter because I wanted somebody
21 to give me advice on how I find an attorney in Phoenix to
22 represent me as the PR of the estate.

23 Q. Okay.

24 A. Or if I was given names, how do I double-check
25 who these people are. You know, I wanted support to find

1 the right person.

2 Q. I understand that, but I think you told me what
3 prompted your visit to Mr. Erbland was the conversation
4 you had with Mr. Beauchamp about conflicts.

5 MR. DEWULF: Object to form.

6 Q. (BY MR. STURR) So tell me again, what did
7 Mr. Beauchamp say to you about conflicts?

8 A. About his conflict as --

9 Q. His conflict --

10 A. -- being --

11 Q. -- yes.

12 A. -- about being DenSco's attorney and the
13 situation with the estate.

14 Q. And to be clear, that conversation occurred the
15 previous Friday --

16 A. Right.

17 Q. -- in the context of the call from the ACC, is
18 that right?

19 MR. DEWULF: Object to form.

20 THE WITNESS: I don't know if it had to do with
21 that call. We had talked about conflict before that, so I
22 knew that there was a possibility --

23 Q. (BY MR. STURR) Well, you told me that you
24 discussed conflicts at the first meeting on Monday,
25 August 1.

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1 A. Yes.

2 Q. Okay. When is the next time you discussed
3 conflicts with Mr. Beauchamp?

4 A. I'm not positive. It was throughout. I knew
5 that there was that issue, so I don't know exactly what
6 date, but --

7 Q. So apart from the first meeting on Monday
8 August 1 in Mr. Beauchamp's office, you don't have a
9 specific memory of a second conversation with
10 Mr. Beauchamp about conflicts?

11 MR. DeWULF: Object to form.

12 THE WITNESS: No.

13 Q. (BY MR. STURR) Not today?

14 A. Not right now, no.

15 Q. Okay. But we do know that the following Monday,
16 August 8th, you went to meet with Mr. Erbland?

17 A. Right.

18 Q. And you shared that information with
19 Mr. Beauchamp, right?

20 A. Yes.

21 Q. And he wrote back -- and now I'm back to
22 Exhibit 241 -- he wrote back to you and said: I talked to
23 Kevin Merritt at Gammage & Burnham over the weekend to
24 possibly represent you.

25 A. Yes.

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1 Q. Correct?

2 A. Yes.

3 Q. And you said I think -- he went on to talk a
4 little bit about Mr. Merritt and provide information. He
5 said: You can pass his name to Peter --

6 A. Yes.

7 Q. -- or I can give his contact information.

8 A. Yes.

9 Q. Now, you testified earlier that you may have
10 gotten other recommendations or referrals from
11 Mr. Beauchamp.

12 Apart from this email, have you seen any other
13 document in which Mr. Beauchamp recommended an attorney
14 other than Mr. Merritt?

15 A. He recommended his law firm and then mentioned
16 Kevin's name. I -- there was somebody else, but I don't
17 remember the person's name, and I don't know if I wrote it
18 down. But there were options, and he wasn't saying this
19 is who you need. You know, he wanted me to --

20 Q. Okay.

21 A. -- research, and that's why I was asking for
22 Peter's assistance.

23 Q. Well, the next paragraph, Mr. Beauchamp, the one
24 that begins "he may be calling you." And this is about
25 Mr. Beauchamp speaking to Mr. Erbland?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Yes.

2 Q. And Mr. Beauchamp wrote: You will need legal
3 counsel to keep the aggressive attorneys at bay, which is
4 why I talked to Kevin Merritt.

5 what -- did you have a conversation with
6 Mr. Beauchamp around this time about aggressive attorneys
7 pursuing you or the estate?

8 A. My recollection is that was the -- after the
9 Cody Jess conversation about him threatening, you know,
10 the situation with the documents and all of that and the
11 security of the house.

12 Q. At this point in time, had you had any
13 conversations with Mr. Beauchamp about the possibility of
14 a DenSco investor or investors making claims against
15 DenSco for securities fraud?

16 A. Not specifically about securities fraud, but we
17 had talked about investors suing DenSco.

18 Q. When is the first time you talked with
19 Mr. Beauchamp about investors suing DenSco?

20 A. Probably that first meeting or the second
21 meeting, it was just discussed that this could turn ugly.

22 Q. Who said it could turn ugly?

23 A. Probably me.

24 Q. What did Mr. Beauchamp tell you about the
25 possibility of suits against DenSco?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. I just remember that was part of the concern
2 about the conflict, you know. Just he was unsure about
3 his position, where this all sat, what this all entailed.
4 I mean, we -- I obviously should have taken better notes,
5 but I didn't.

6 Q. Okay.

7 A. But, yeah. I mean, maybe it was the underlying
8 thought that this could be bad, and every day we were
9 learning new information, so it was constantly changing.

10 Q. Take -- I'm going to -- just for the record, if
11 you could please take a look at what's been marked as
12 Exhibit 450. Mr. Dewulf showed you a transmittal email
13 without the attachment.

14 Can you confirm that this is an email that
15 Mr. Beauchamp sent to you on Monday afternoon, August 8,
16 attached to which is a subpoena?

17 A. Yes.

18 Q. Do you recall receiving and reviewing the
19 subpoena?

20 A. I remember seeing it, yes.

21 Q. Take a look at Exhibit 244. This is another
22 email exchange you had with Mr. Beauchamp on Monday,
23 August 8th. And you said that you had some questions
24 about the subpoena.

25 I just want to go back to the questions

SHAWNA CHITTICK HEUER, 8/22/2018

1 Mr. Dewulf asked you earlier about people wanting your
2 address "to send me lawsuit paperwork."

3 Do you see that in the middle of the email?

4 "Do you assume people want my address to send me
5 lawsuit paperwork?" Do you see that?

6 A. Yes.

7 Q. What was your concern there? Did you think that
8 at this point there could be lawsuits by investors or
9 others that would be directed to you?

10 A. Yes.

11 Q. Why?

12 A. Why did I feel that way?

13 Q. Yes.

14 A. Probably because I was told that that might
15 happen. I don't know if there was someone specific that
16 asked me for my address. There might have been somebody
17 that had contacted David asking.

18 Q. Did the possibility of a lawsuit being filed
19 cause you to sit down with Mr. Beauchamp and make sure you
20 understood that he had shared with you all information he
21 had about his knowledge of DenSco's past operating
22 practices and what the claims could be?

23 MR. DEWULF: Object to form.

24 THE WITNESS: Can you repeat that? It was so
25 long, I missed the beginning.

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. (BY MR. STURR) You had some discussions with
2 Mr. Beauchamp you said from the very initial meeting and
3 even a week later about lawsuits, correct?

4 A. Yes.

5 Q. A week later you were still -- that was still on
6 your mind --

7 A. Yes.

8 Q. -- that there could be a lawsuit?

9 A. Yes.

10 Q. As a result of conversations with Mr. Beauchamp
11 about the possibility of lawsuits against DenSco, did you
12 sit down and ask to sit -- to meet with Mr. Beauchamp and
13 say tell me everything you know about the history of this
14 company and what claims could be asserted against it?

15 A. No.

16 Q. Did he offer to do that?

17 A. No, but I didn't ask.

18 Q. Okay. I want to ask you now about the meeting
19 with the Securities Division.

20 So by Monday, you had been in touch with
21 Mr. Erbland up in Idaho and Mr. Beauchamp about the
22 possibility of retaining Gammage & Burnham to represent
23 you in your capacity as personal representative, correct?

24 A. Correct.

25 Q. There was a meeting planned with the -- with the

SHAWNA CHITTICK HEUER, 8/22/2018

1 ACC representatives on the afternoon of August 10,
2 Wednesday, August 10, correct?

3 A. Correct.

4 Q. And you described this morning or earlier today
5 how you and your, I think it was your cousin or your
6 brother --

7 A. My cousin.

8 Q. -- gathered all of these boxes and took them to
9 Clark Hill expecting they would be turned over to the --
10 to comply with the subpoena?

11 A. Correct.

12 Q. And you were in Clark Hill's office when
13 Mr. Beauchamp met with ACC representatives --

14 A. Yes.

15 Q. -- correct?

16 You were not in the room?

17 A. Not initially.

18 Q. Were you there initially?

19 A. No. Initially I was not in the room. They
20 brought me in later.

21 Q. That's what I -- I just want to go back, because
22 we didn't -- we may not have gotten your full memory about
23 what happened that day, so I want to -- want to ask you
24 about that.

25 what do you remember about -- why were you in,

SHAWNA CHITTICK HEUER, 8/22/2018

1 you said you were not initially in the room, you were in a
2 separate room, correct?

3 A. Uh-huh. Correct.

4 Q. And you were able to hear the conversation on a
5 speakerphone?

6 A. Correct.

7 Q. Why were you in a separate room, if you know?

8 A. I don't remember why exactly David told me, but
9 he thought it would be best if I was in a separate room
10 listening, and if they directed questions to me, I don't
11 know -- I don't remember exactly why I was put in a
12 separate room, but...

13 Q. Were you there by yourself?

14 A. No. I was with my cousin Sean.

15 Q. And how long you were in the separate room?

16 A. Quite a while. I would guess at least an hour
17 or longer.

18 Q. Do you have a memory of, while you were in the
19 separate room, what Mr. Beauchamp and the ACC
20 representatives were discussing?

21 A. They were talking about things that I didn't
22 totally understand about what the ACC's role was going to
23 be, how -- how they were going to move forward. I don't
24 remember everything that was discussed.

25 Q. Did you take any notes from that meeting?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. I might have. I don't remember if I did. I
2 would have to look back through my binder that I kept.

3 Q. And at some point you said you went and went to
4 the meeting and met the ACC representatives?

5 A. Yes. They wanted to meet -- well, they met me
6 before the meeting started. I was introduced to all of
7 them. There were quite a few people there, four or five,
8 maybe six. And then I was put in the other room, and then
9 we had this meeting, and then they asked to speak to me at
10 the end of the meeting, is what I was told, and so I came
11 in and answered their questions.

12 Q. And what questions did they ask of you?

13 A. They asked me about the box of cash, and they
14 asked me about Denny's boys. And if I remember, they kind
15 of wanted to know how he was found, you know, what
16 happened or the day that he was found, how that -- what
17 the timeline was.

18 Q. Okay. What else do you recall they asked of
19 you?

20 A. Just about those. Those -- the box of cash. I
21 forget -- I don't remember if it was Gary Clapper, one of
22 the gentlemen that was sitting to my right, asked me some
23 questions about the box of cash.

24 Q. Okay. Take a look at Exhibit 261. I'm sorry.

25 Is that all you can remember today, sitting here

SHAWNA CHITTICK HEUER, 8/22/2018

1 today, about the questions that were asked you of?

2 A. Yeah. They were upsetting.

3 Q. Why were they upsetting? Just because you had
4 to revisit those issues, those events?

5 A. Yeah.

6 Q. At that point you had -- had you retained
7 Gammage & Burnham at that point or were you in the process
8 of doing so?

9 A. I think I was in the process. I don't remember
10 the dates of when I first met. I remember the day, but I
11 don't know the date, I would have to look, of when my
12 first meeting was with them, but, you know --

13 Q. Okay.

14 A. -- it was right in that same timeline.

15 Q. And what happened at the conclusion of the
16 meeting? When they -- did you stay and speak with
17 Mr. Beauchamp after the ACC representatives left or did
18 you all leave at once?

19 A. No. He talked to me a little bit afterward with
20 my cousin.

21 Q. What do you remember him discussing?

22 A. Yeah. He told me I shared too much information.

23 Q. How so?

24 A. Probably because I explain things too well, like
25 I have done today. And, yeah, he just said -- I think he

SHAWNA CHITTICK HEUER, 8/22/2018

1 was surprised at their questions to me. I don't think he
2 expected them to ask, you know, about the boys and how are
3 the boys doing, and what -- you know, when was this, when
4 was he found and, you know, some of their questions, I
5 think he was surprised that they went that direction.

6 Q. Okay. They asked about the cash?

7 A. Yes. The box of cash, yeah.

8 Q. Was that surprising to you? Were you expecting
9 that?

10 A. No. I was expecting that, yeah, because that
11 probably prompted them to be notified initially.

12 Q. How did you and Mr. Beauchamp leave things at
13 the end of the meeting?

14 A. We talked and after the meeting, and we probably
15 made plans to speak again, or I don't remember the
16 timeframe. That was on Wednesday.

17 Q. Okay.

18 A. I think I was leaving. I don't -- I think I was
19 leaving that next day.

20 Q. If you would take a look at Exhibit 261.

21 A. Sure.

22 Oh, okay. His -- his notes.

23 Q. These are Mr. Beauchamp's notes from that
24 meeting.

25 A. Okay.

1 Q. There is a 2.5 on the side.

2 Does that sound about right, two and a half
3 hours?

4 A. Two and a half hours, yeah. It probably could
5 have been, yes.

6 Q. And on the second page of the notes, there is a
7 reference to you on the side.

8 Do you see that?

9 A. Yes.

10 Q. Quote, out of our hands.

11 Is that a reference to something you said, if
12 you can recall saying something "out of our hands"?

13 A. "Out of our hands," I don't remember exactly if
14 I said that.

15 Q. And then below that, there is another reference
16 to -- I see your name in the left margin, and it says:
17 Denny left a detailed chronological history of the fraud
18 letter to investors. Fraud, letter to investors.

19 A. Uh-huh. Yes.

20 Q. Did you -- did the ACC ask for that?

21 A. I don't remember if they did, but they certainly
22 would have received it with the subpoena that they had
23 requested. I mean, it would have been included in that.

24 Q. Did you -- do you know for a fact if you
25 included in the documents that you compiled, did you

SHAWNA CHITTICK HEUER, 8/22/2018

1 include the investor letter?

2 A. I didn't compile documents. They took his
3 computer and --

4 Q. It was on the computer?

5 A. Right.

6 Q. When you brought documents to Clark Hill --

7 A. Uh-huh.

8 Q. -- did you include a copy of, a printed copy of
9 the investor letter?

10 A. Not a -- I don't believe I did a printed copy,
11 no.

12 Q. You had a copy, though, in your -- in that
13 binder that you gave them?

14 A. In my binder, yes.

15 Q. But you didn't make a copy of that?

16 A. Not that, no.

17 Q. You -- did you make a copy of the updated Iggy
18 list letter?

19 A. The newest?

20 Q. The newest. Excuse me, newest.

21 A. Yes.

22 Q. Did you -- did you put a copy of that in the
23 documents that went to the --

24 A. In those boxes, no.

25 Q. Why not?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Everything was on his computer. I didn't print
2 everything. You know, they took his computer, his backup,
3 his -- all of his electronic devices were included in that
4 subpoena, is my understanding, so everything was given to
5 them, so...

6 Q. And you would have wanted the ACC to have all
7 relevant information that was in your possession about
8 DenSco's operations and affairs?

9 A. Right. And I felt that I had given them
10 everything.

11 Q. Okay. And in part you felt because you thought
12 everything was on the computer and they were going to get
13 the computer?

14 A. Yes. Yes.

15 Q. If you could go to Exhibit 446.

16 A. Is that one of these?

17 MR. DeWULF: Is that one of the new marked?

18 Q. (BY MR. STURR) It's one that -- it's one that
19 Mr. DeWulf marked earlier.

20 A. It's right here.

21 Q. Exhibit 446 is the email that Mr. Beauchamp sent
22 to investors after the August 10 meeting, correct?

23 A. You say August 10th, and our meeting was -- the
24 one --

25 Q. Wednesday, August 10th.

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Okay. So this was after we had had the meeting
2 that day with --

3 Q. Yeah.

4 A. Okay.

5 Q. This was sent -- Mr. Beauchamp sent it at
6 7:26 p.m. to investors, and a minute later he sent it to
7 you.

8 A. Okay.

9 Q. Okay. So this was a report to the investors of
10 what occurred.

11 And if you look at the first bullet heading,
12 Today's Meeting with the Securities Division.

13 A. Yes.

14 Q. The second paragraph says: Based on information
15 from Denny's notes and files, we were able to provide the
16 Securities Division a preliminary assessment of how the
17 perceived fraud occurred and the timing of such fraud.

18 Do you see that?

19 A. Yes.

20 Q. Okay. Who provided that information, you or
21 Mr. Beauchamp?

22 A. The preliminary assessment, that was Robert
23 Koehler, wasn't it?

24 Q. Well --

25 A. Isn't that what they are referencing?

SHAWNA CHITTICK HEUER, 8/22/2018

1 Q. -- the preliminary assessment of how the fraud
2 occurred and the timing of such fraud, did you personally,
3 do you recall providing to the ACC a preliminary
4 assessment of how the perceived fraud occurred and the
5 timing of such fraud?

6 A. I would have -- I don't know if this is
7 referencing -- I am assuming -- the way I read this, I
8 would think this is referring to the investor letter,
9 which is the timing.

10 Q. Do you recall Mr. Beauchamp making any
11 statements, while you were in the other room listening to
12 the meeting, do you recall Mr. Beauchamp providing
13 information to the ACC representatives of how the fraud
14 occurred?

15 A. No. I don't think he talked about the timing.
16 No, I don't remember that.

17 Q. Do you recall Mr. Beauchamp telling the ACC
18 representatives that DenSco had lax lending practices that
19 had allowed the Menaged fraud to have occurred?

20 A. No.

21 Q. Do you recall Mr. Beauchamp telling the ACC
22 representatives that Mr. -- Denny had discovered the fraud
23 in November of 2013, and continued to loan money to Scott
24 Menaged?

25 MR. STURR: Object to form.

SHAWNA CHITTICK HEUER, 8/22/2018

1 THE WITNESS: I don't remember him giving
2 specific information like that, no.

3 Q. (BY MR. STURR) You don't remember Mr. Beauchamp
4 telling the ACC that he had -- he and his law firm had
5 advised DenSco about appropriate practices to document
6 loans to Mr. Menaged?

7 A. Not in that meeting, no.

8 Q. Do you recall Mr. Beauchamp telling ACC
9 representatives that he had resigned as securities counsel
10 in May of 2014, because he believed that Denny Chittick
11 was committing securities fraud?

12 A. I do not recall that, no.

13 Q. Take a look at 267, if you would, please,
14 Shawna.

15 MR. DeWULF: What number again?

16 Q. (BY MR. STURR) 267. Do you have that?

17 A. I have it in front of me.

18 Q. Okay. So this is -- this is the following day,
19 Thursday, August 11th. This is the day after the meeting
20 with the ACC.

21 You had a -- and Mr. Dewulf was showing this to
22 you earlier. You had a conference call earlier that day
23 with Mr. Polese and Mr. Merritt, is that correct?

24 A. Yeah. Yes.

25 Q. And then Mr. Beauchamp is now writing to the ACC

SHAWNA CHITTICK HEUER, 8/22/2018

1 representative, Mr. Clapper?

2 A. Uh-huh.

3 Q. And he is copying Mr. Merritt and Mr. Polese,
4 correct?

5 A. Correct.

6 Q. And he is discussing a -- in the first
7 paragraph: All of them want us to follow a different
8 procedure with respect to the DenSco documents.

9 Do you see that?

10 A. Yes.

11 Q. Before August 11, had Mr. Beauchamp talked to
12 you about the need to review the -- any DenSco files for
13 privilege before they were delivered to the ACC?

14 A. I do not remember specifically privilege. I
15 just remember the conversation about needing to document
16 what we were handing over, and not knowing what we had to
17 hand over.

18 Q. Is it -- is it correct to say that the first
19 time the concept of reviewing the documents for privilege
20 was raised by Mr. Polese and Mr. Merritt?

21 MR. DEWULF: Object to form.

22 THE WITNESS: I do not remember if I had
23 heard -- had a discussion about it before then.

24 Q. (BY MR. STURR) You don't recall a discussion
25 about that issue with Mr. Beauchamp before that?

SHAWNA CHITTICK HEUER, 8/22/2018

1 MR. DeWULF: Object to form.

2 THE WITNESS: I don't recall it, but we could
3 have talked about it.

4 Q. (BY MR. STURR) I'm almost done.

5 I'm going to hand you what has been marked as
6 Exhibit 451.

7 MR. STURR: John, this is -- just for the
8 record, this was a document that was provided by the
9 estate electronically. We put a receiver number on it.
10 We will add that to our list later, but it's the -- it was
11 one of those electronic documents that was in the document
12 depository.

13 Q. (BY MR. STURR) For the record, the document is
14 an email dated August 13, 2016, with an attached
15 memorandum.

16 Have you had a chance to review the exhibit,
17 Shawna?

18 A. Yes.

19 Q. Do you recognize this?

20 A. I do.

21 Q. This -- you sent this by email to all investors
22 on Saturday, August 13th, correct?

23 A. If that's -- it says it's August 12th, but if I
24 sent it, yeah, I guess up here.

25 Q. The email --

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. Oh, yes.

2 Q. -- the date is the 13th, and the attached is the
3 August, dated August 12th.

4 A. Yes.

5 Q. Is this a memorandum that you reviewed and
6 approved?

7 A. Yes.

8 Q. Do you believe it to be accurate?

9 A. Yes.

10 Q. So as of August 12th, 2016, Gammage & Burnham
11 was representing you as personal representative, and Clark
12 Hill's representation had ended as of that date, correct?

13 A. Yes.

14 Q. Going forward after this, the memo tells
15 investors that you had instructed the estate's counsel,
16 Mr. Beauchamp, to work with the Securities Division in
17 coming up with an acceptable list of receivers and
18 stipulating the appointment as soon as possible, correct?

19 A. Yes.

20 Q. What was your role after this point? Did your
21 role decrease with Mr. Polese and Mr. Merritt's retention?

22 A. Yes.

23 Q. Okay. What do you recall being involved in,
24 with respect to the receivership, after this memorandum
25 went out?

SHAWNA CHITTICK HEUER, 8/22/2018

1 A. They communicated with me about who was being
2 interviewed or, you know, the process.

3 Q. And I don't want you -- please don't divulge --

4 A. Okay.

5 Q. -- specific information you received.

6 A. Okay.

7 Q. I just, I'm trying to get a sense of if you
8 had -- what role, if any, you had apart from receiving
9 information from your counsel.

10 A. Little.

11 Q. Okay. Did you have any further discussions with
12 Mr. Beauchamp after -- after this date?

13 A. No.

14 Q. None at all?

15 A. None that I remember. Yeah, I think that the
16 phone call that we had as a group together that we talked
17 about earlier --

18 Q. Uh-huh.

19 A. -- where it was on a speakerphone with David and
20 I was with Jim and Kevin that first time, I think that was
21 the last time I had spoken to him. And then after this
22 happened, yes, that was the end. I haven't spoken to him
23 since.

24 MR. STURR: I don't have any more questions for
25 you. Thank you very much for your time.

SHAWNA CHITTICK HEUER, 8/22/2018

1 MR. DeWULF: Thank you. No further questions.

2 MR. FAIRBOURN: No questions. We will read and
3 sign.

4 VIDEOGRAPHER: The time is 2:51 p.m. We are
5 ending the deposition with media number five.

6 (2:52 p.m.)

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SHAWNA CHITTICK HEUER

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SHAWNA CHITTICK HEUER, 8/22/2018

1 BE IT KNOWN that the foregoing proceeding was
2 taken before me; that the witness before testifying was
3 duly sworn by me to testify to the whole truth; that the
4 questions propounded to the witness and the answers of the
5 witness thereto were taken down by me in shorthand and
thereafter reduced to typewriting under my direction; that
the foregoing is a true and correct transcript of all
proceedings had upon the taking of said deposition, all
done to the best of my skill and ability.

6 I CERTIFY that I am in no way related to any of
7 the parties hereto nor am I in any way interested in the
outcome hereof.

8
9 [X] Review and signature was requested.
[] Review and signature was waived.
[] Review and signature was not requested.

10
11 I CERTIFY that I have complied with the ethical
12 obligations in ACJA Sections 7-206(F)(3) and
7-206-(J)(1)(g)(1) and (2).

13
14 Kelly Sue Oglesby
15 Kelly Sue Oglesby
Arizona Certified Reporter No. 50178

9/3/2018

Date

16
17 I CERTIFY that JD Reporting, Inc. has complied
18 with the ethical obligations in ACJA Sections
7-206(J)(1)(g)(1) and (6).

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20 JD REPORTING, INC.
21 Arizona Registered Reporting Firm R1012

9/3/2018

Date