

IN THE SUPREME COURT OF THE STATE OF NEVADA

JAMES W. JONES AND KRISTIE
JONES,
Appellants,
vs.
TERRA CONTRACTING, INC., A
NEVADA CORPORATION,
Respondent.

No. 52924

FILED

SEP 14 2010

TRACIE K. LINDEMAN
CLERK OF SUPREME COURT
BY *[Signature]*
DEPUTY CLERK

ORDER OF REVERSAL AND REMAND

This is an appeal from a district court post-judgment order in a contract action. Eighth Judicial District Court, Clark County; Eighth Judicial District Court, Clark County; Lee A. Gates, Senior Judge.

Having reviewed the briefs and appendices, we agree with appellants that the district court was without jurisdiction to enter a post-judgment order against them as the underlying action was against the corporation, not appellants as trustees of the now dissolved corporation. NRS 78.615 specifically provides:

If any corporation organized under this chapter becomes dissolved by the expiration of its charter or otherwise, before final judgment obtained in any action pending or commenced in any court of record of this State against the corporation, the action shall not abate by reason thereof, but the dissolution of the corporation being suggested upon the record, and the names of the trustees or receivers of the corporation being entered upon the record, and notice thereof served upon the trustees or receivers, or if such service be impracticable upon the counsel of record in such case, the action shall proceed to final judgment against the trustees or receivers by the name of the corporation.

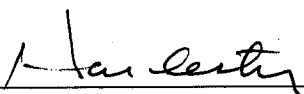
(Emphasis added.) We have clarified that the party suing the corporation must give notice under NRS 78.615 and rejected the argument that it is the corporation's responsibility to "suggest dissolution on the record, name the directors as dissolution trustees, and give notice." Kelly Broadcasting Co, Inc. v. Sovereign Broadcast, Inc., 96 Nev. 188, 191, 606 P.2d 1089, 1091 (1980), superseded by statute on other grounds as stated in Countrywide Home Loans v. Thitchener, 124 Nev. 725, 741, 192 P.3d 243, 254 (2008). Here, nothing in the record indicates that respondent attempted to suggest dissolution on the record, name appellants as dissolution trustees, or give notice to appellants that the action was proceeding against them as trustees of the dissolved corporation.¹ Thus, the district court was without jurisdiction to enter a post-judgment order against appellants, as the proper procedures under NRS 78.615 were not followed to effectively make appellants parties to the final judgment as trustees of the dissolved corporation.² Cf. Callie v. Bowling, 123 Nev. 181, 183, 185, 160 P.3d 878, 880-81 (2007) (holding that a motion to amend a

¹We perceive no merit to respondent's claim that appellants, "by their own deception," kept the fact of the corporation's dissolution secret until after final judgment was entered. Final judgment was entered in November 2006. In June 2006, the corporation's attorney filed a motion to withdraw as counsel, citing the corporation's dissolution.


²Appellants also challenge the validity of the November 2006 final judgment. Only an aggrieved party has standing to appeal. See NRAP 3A(a); Valley Bank of Nevada v. Ginsburg, 110 Nev. 440, 446, 874 P.2d 729, 734 (1994). Appellants were never parties to the action below as trustees of the dissolved corporation. Therefore, they are not "aggrieved parties" under NRAP 3A(a) and do not have standing to challenge the final judgment.

judgment was not the correct procedure to allege an alter ego claim when the defendant who is subject to the alter ego claim was not part of the original complaint, as procedural due process safeguards required notice and an opportunity to be heard). Accordingly, we

ORDER the judgment of the district court REVERSED AND REMAND this matter to the district court for proceedings consistent with this order.


_____, J.
Hardesty


_____, J.
Douglas


_____, J.
Pickering

cc: Eighth Judicial District Court Dept. 8, District Judge
Lee A. Gates
Howard Roitman, Settlement Judge
Law Offices of Bohn & Morris
Shumway Van & Hansen
Eighth District Court Clerk