

**MINUTES OF A CLOSED SESSION OF THE COLUMBIA ASSOCIATION
BOARD OF DIRECTORS**

May 24, 2005

CA Headquarters

**Minutes made Public by Vote of Columbia Association Board of Directors
June 9, 2005**

The Columbia Association (“CA”) Board of Directors (“Board”) commenced a closed session at 6:55 p.m. The Directors present were Joshua Feldmark, Phil Marcus, Jud Malone, Miles Coffman, Pearl Atkinson-Stewart, Barbara Russell, Patrick von Schlag, Henry Dagenais, and Wolfger Schneider. Also present were President Maggie Brown and DLA Piper Rudnick Gray Cary attorneys David Bamberger and Ted Segal. Mr. von Schlag moved to close the meeting and Mr. Coffman seconded the motion. The meeting was closed by a unanimous vote pursuant to Section 11B-111(4)(iii) of the Homeowners Association Act (“HOA”) for “Legal advice”.

Mr. Bamberger and Mr. Segal addressed the following:

- 1) The pros and cons of the usage of the name “Columbia Council” for the CA Board of Directors
- 2) The pros and cons regarding the disenfranchisement (voting privileges) of commercial properties
- 3) The pros and cons of giving the Village Boards “veto powers” over changes to CA’s Charter and By-Laws

In addition, there was a discussion on “reserve powers” and the language in the Villages’ Covenants.

The following action items were assigned to the attorneys by unanimous consent of the Directors:

- 1) Review the two legal opinions from the Owen Brown Village Board and Oakland Mills Village Board attorneys
- 2) Answer the question: “Can the CA Board of Directors change the “Members Only” section of the purpose clause in the CA Charter?”

Mr. Coffman moved to open the meeting. Mr. von Schlag seconded the motion. The motion passed by a unanimous vote.

Mr. Coffman moved to adjourn the meeting. Mr. Malone seconded the motion. The motion passed by a unanimous vote.

Respectfully submitted,

Joshua Feldmark, Chair
Columbia Association Board of Directors

Approved by Columbia Association Board of Directors June 9, 2005