

May 23, 2008

Michael S. Neall
586 Bellerive Drive, Suite 2B
Annapolis, MD 21401

RE: 5/9/08 legal opinion relative duration and expiration of Board member terms of office

Dear Mr. Neall:

I realize you prefer I direct this to the Association, but that seems pointless since my complaint involves the Board and its president behaving illegally, possibly in concert with Comanco. I am therefore contacting you directly in hopes you will act in the Association's best interest, and not as Joe DeSantis' or Comanco's representative.

Are you aware the Board did not request this legal opinion, nor authorized its expense? You were asked by Joe DeSantis through Ruth Angell of Comanco on his own authority to provide your legal opinion regarding "the proper method for determining the duration of the terms for the current Board of Directors."

Are you aware that Joe DeSantis and Ruth Angell failed to inform the Board they were pursuing this opinion from you since at least 4/15/08? They did not include the Board in your email traffic, nor circulate your 5/9/08 letter to the Board on receipt, but delayed informing the Board for 2 additional weeks until three days before the 5/27/08 Board meeting. Meanwhile, I was attempting to review the Association's minutes and election records through 2007, but between 3/3/08 and 5/15/08 Ruth Angell withheld all or some of the records from me, noting on 5/1/08 and 5/2/08 that the 2007 records were lost in their entirety, and refused to inform the Board of this loss. On 5/15/08 Ruth Angell informed me the 2007 minutes of the Board were found or reprinted and permitted me to review them, but refused to disclose the whereabouts of the annual meeting minutes and election records. On 5/20/08 Ruth Angell responded I could review the 2007 election records no sooner than 5/30/08. This would be after the 5/27/08 Board meeting at which it has become evident Joe DeSantis intends to call a vote adopting your 5/9/08 recommendations. By withholding and delaying the viewing of records, it would appear to a reasonable person that Ruth Angell has been running interference for Joe DeSantis while he has surreptitiously pursued this legal opinion from you.

What records, if any, were provided to you in response to your 4/16/08 request to Joe DeSantis for "factual background information" so that you did not "make any incorrect assumptions of fact when reaching [your] conclusion"? Your assumptions and conclusion are indeed factually incorrect, and here's why:

- Are you aware the Board documented its failure to follow the election By Laws and restored staggered terms on 8/24/1993 and 9/24/2001? Comanco and Joe DeSantis were present 9/24/01 where Joe DeSantis was elected to a shortened term in order to reset the term stagger.

- Are you aware that, pursuant to the By Laws, Don Walton, Joe DeSantis and Linda Williams were improperly placed on the 2006 ballot since they were already elected to 3-yr terms in 2005?
- Are you aware it is documented that Joe DeSantis' current term expires in 2008?
- Are you aware it is documented that Carol Frankhouser was appointed 10/26/06 to fill the vacancy left by Linda William's resignation, and her 2007 election must be presumed to have filled the remainder of Linda Williams' 3-yr term, which expires in 2008?
- Are you aware it is documented that Tom Knighton, elected in 2006 to a 3-yr term pursuant to the By Laws, was unlawfully removed by Don Walton, Joe DeSantis and Carol Frankhouser at an illegal 4/3/07 special meeting of the Board? He remains legally entitled to this seat, which expires in 2009.
- Are you aware there is no documentation demonstrating Don Walton resigned, when or if his seat became vacant, or that the 2007 ballot did not specify that an electee would only fill the remainder of his term, which expires in 2008?
- Are you aware that the By Laws Article V Section 5 prescribes that the original term stagger is established cyclically in a 3-3-1+ pattern, which presumes both a 7+ member Board and at least one seat up for election every year? Since the members elected to have a 5-member Board, that pattern must necessarily reduce to a 2-2-1 pattern to obey the By Laws' intent that at least one seat is up for election every year. The 9/24/01 Board acknowledged this 2-2-1 pattern, as well. The 3-2-0 pattern you assume in your letter in fact has no basis in our By Laws.
- Are you aware Comanco notified the membership 6/12/07 that directors are elected to a 3-yr term, demonstrating Comanco and the Board plainly understand this simple By Laws' requirement?
- Are you aware the members of the Association elected Kathy Marek, Christopher McKeon and Mike Helpa in 2007 to the 3-yr term of office stipulated in the By Laws, and that the By Laws do not authorize the Board to amend at will the terms of office of directors, any more than the Board can vote at will to change its size?

Attached please find my review and analysis of the Association's records from 1979 through 2007, which documents the above facts and more, and which provides the factual foundation for my complaint regarding elections to the Office of the Attorney General and any other complaints that may be warranted by these facts.

I recommend that all Association business be tabled forthwith until this matter is fully and legally resolved in an open meeting.

Sincerely,

Christopher McKeon
 Vice President
 Board of Directors
 Charing Cross Townhouse Condominium, Inc.