

**APFA  
SPECIAL BOARD OF DIRECTORS MEETING  
NOVEMBER 13, 2002**

Y = Yes  
N = No  
P = Pass  
A = Abstain  
N/A = Absent  
PXY = Proxy Vote

**Resolution Tally Sheet**

**Resolution: #4**  
**Maker: Edwards**  
**Second: Trautman**  
**Date: 11/14/02**  
**Time: 1435**

		Y	N	P	A	N/A
BOS	Brawley (V. Chair)	√				
BOSI	McCauley		√			
DCA	Valenta		√			
DCAI	Madison		√			
DFW	O'Kelley		√			
IDF	Watson		√			
JFK	Nasca	√				
LAX	Nikides		√			
LAXI	Mitchell	√				
LGA	Edwards	√				
MIA	Washbish		√			
IMA	Trautman	√				
ORD	Mallon	√				
IOR	Moehring		√			
RDUI	Turley	√				
SFO	Syracuse		√			
SFOI	LeWinter		√			
STL	Bertolini (V. Chair)				√	
ISL	Hajicek				√	
PRES	Ward (Tie Breaker)					

**YES: 7      NO: 10      ABSTAIN: 2      ABSENT:**  
**STATUS: PASSED ( )      FAILED (√)      TABLED ( )      WITHDRAWN ( )**

**WHEREAS**, a lawsuit 402CD01566DDN has been filed against APFA.

**BE IT THEREFORE RESOLVED**, that the Board of Directors request that an Independent Legal Opinion of the pending lawsuit be obtained.

**APFA**  
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**Resolution #4**

**BE IT FURTHER RESOLVED**, that this opinion will be a separate legal opinion from a law firm other than our current APFA General Counsel or the law firm currently defending APFA.

**BE IF FURTHER RESOLVED**, that a consensus of the Board of Directors will decide the selection of the firm.

**BE IT FURTHER RESOVLED**, that this be accomplished by December 15, 2002 and the Board of Directors be reconvened either by Teleconference or at APFA Headquarters.