

May 11, 2007

Dear Fellow Audi Club Leaders:

We are writing to you for a very simple reason. **We need your help as we attempt to save our Club.** The Audi Club North America presently suffers from a divisive stalemate within the Board of Directors. We, the undersigned, have attempted to resolve this issue amicably, but have found our efforts thwarted. Among our concerns are the following:

1. Keith Anderson and other members of the Executive Committee (Sampson, Veglia, and Esmail) have improperly attempted to remove two Directors (Mike Fisher and Craig Liechty) from their positions on the Board of Directors before the expiration of their elected terms. Although they now say this action is based upon their interpretation of the recently passed Bylaw amendment, you will probably recall that the same group, during the October 30, 2006 Chapter Representatives Teleconference, stated that the Bylaw amendment did not prevent elected directors from serving out their terms. More importantly, the Bylaws themselves clearly state that "a director shall hold office for the term for which he or she was elected." It is our position that Mr. Anderson and several other members of the Executive Committee violated the Bylaws and have acted outside their scope of authority (under Section 5.4, only the full Board is empowered to interpret the Bylaws).
2. There has not been a regular Board Directors meeting with a legal quorum present in 2007. New Club officers have not been elected (as called for in the Bylaws) and the business and activities of the Club have not been properly managed.
3. We are also concerned that contracts having a long term effect upon the Club may have been negotiated and executed by members of the Executive Committee, rather than the Board of Directors. Again, under the Club Bylaws, only the Board of Directors is empowered to take such actions.
4. Our Club's relations with our major benefactor, Audi of America, appears to be in jeopardy. Members of the Executive Committee, acting without notice and participation by the remainder of the Board, held a meeting with Audi of America Executive Management. We are concerned that if the meeting with Audi of America did not go well that our Club could lose this important financial support. None of the undersigned members of the Board were advised of this meeting, participated in the preparation for the meeting, or were asked to attend.

We are working to resolve these problems and we hope that our Club will not be further negatively affected, perhaps to the point of extinction. Recently, and after several attempts to work through these problems, a legal action was commenced to prevent Keith Anderson's attempt to remove Mike Fisher and Craig Liechty from the Board of Directors before the end of their elected terms. A copy of our legal counsel's letter to Keith Anderson accompanies this letter. We remain hopeful that this action will not have to proceed further and that this dispute can be resolved without subjecting the ACNA to the costs associated with a lawsuit. Clearly, we also do not wish to expend the effort or funds required for legal action, but are prepared to do so to save the Audi Club of North America. We have already formed and contributed to a legal action fund. This fund does not carry a tax exemption status. We are using non-tax deductible, personal funds because we believe the actions we are taking are the only way to save our Club. At the conclusion of the legal action, any remaining balance in the legal fund will be redistributed back to the fund contributors, proportionate to their fund contributions.

We are writing to you today to inform you of these dire circumstances, to encourage you to seek additional information, and to ask for your support. Any of the undersigned would be pleased to discuss this situation, the ways in which you can support our actions, or how you can contribute to the "Save Our Club" fund. Please call us at any time and help us to save the Audi Club North America.

Sincerely,

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