

1.) How many special meetings have been called by the membership of the ACNA? Do you know many signers, on average, were on those requests?

**Answer:** No special meetings have been called in the entire existence of the ACNA.

2.) How many membership proposed bylaws amendments have there been?

**Answer:** There have been zero bylaws either proposed or enacted by the membership.

3.) How many meetings have taken place where a membership quorum was required?

**Answer:** Not a single meeting has ever taken place that required a membership quorum.

4.) How many members do we currently have in the ACNA?

**Answer:** Approximately 9500.

5.) How many of those members voted in the ACNA general elections in each of the last three years?

**Answer:** In 2005, approximately 400 members voted  
In 2004, approximately 1200 members voted.

**Addendum:** Number of signatures that would be required to call a special meeting, have a voting quorum or propose a bylaw amendment, under Proposals 1, 2 and 5:  
Approximately 500.  
Note that this figure is 25% higher than then entire number of votes cast in last year's election.

6.) If Proposal 4 passes, what happens if there's a split vote by the Executive Committee?

**Answer:** Keith Anderson has stated that the Executive Director will not have a vote on the Executive Committee. (See question 13)

7.) Who decides on salaries? Is it a board level decision, or Executive Committee decision?

**Answer:** Salaries, including that of the Executive Director, have been decided by the President, with recommendations from the BOD, and then reviewed by the Executive Committee.

8.) How many years has each member of the current ACNA board been on the board? Whom, if anybody, would the proposed term limits directly affect?

**Answer:**

Keith Anderson = 3

Mike Collier = 3

Kent Anderson = 1 or 2

Craig Leitchy = 8 or 9

Mike Fisher = 9+

Mark Sampson = 2

Mike Vaila = 1

Dean Esmail = 3

Don Grunler = 5+ maybe as much as 8

The directors 'at risk' are Craig Leitchy and Mike Fisher.

9.) As there does not seem to be any sunset provision, would those members be immediately removed from the board? If so, who would nominate replacements? What is the procedure for qualification of the replacement board members?

**Answer:** Keith Anderson stated that no directors would be removed from the board as a result of the bylaw amendment. However, this remains contrary to what the language of the amendment states. If the amendment passes and the directors are not removed, it could be a violation of the bylaws. Even if the directors are not immediately removed, they could still be removed without reprisal at any time during the remainder of the terms.

10.) According to the by-laws, the list of nominees to the board of directors must be posted on the web site.

**Answer:** This was promptly and properly rectified. I was very impressed with the speed at which it was taken care of.

11.) The bylaws state that the nominating committee shall strive for an even geographic distribution of ANCA board nominees. Where do they hail from, and what chapters are the current board members from?

**Answer:** Current Board

Keith Anderson – Glacier Lakes Chapter (up for re-election)

Kent Anderson – Glacier Lakes Chapter

Mark Sampson – Glacier Lakes Chapter

Craig Leitchy – Ohio Valley Chapter  
Mike Fisher – Ohio Valley Chapter  
Dean Esmail – Colorado - Rocky Mountain Chapter (up for re-election)  
Don Gruenler – Colorado - Rocky Mountain Chapter  
Mike Veglia – Golden Gate Chapter  
Mike Collier – North Atlantic Chapter (up for re-election)

New Director Candidates

John Horner – Michigan Chapter  
Matt Hull – Potomac-Chesapeake Chapter  
Roc Linkov – New Jersey Chapter  
Giovanni Tomasi – Northeast Chapter  
Dean Treadway – Golden Gate Chapter

**12.)** What are the ballot collection procedures and who is in charge?

**Answer:** The ballots will be sent to ACNA headquarters, as per the ACNA bylaws. They will be placed in a lockbox and handled by an independent CPA firm. (Again, it appears swift and correct action was taken in this instance.)

**13.)** The email from Keith Anderson that further clarified the Executive committee proposal leaves me perplexed. It states that the Executive Director will not have a vote on the executive committee. According to the current ACNA bylaws and Robert's rules of Order, anybody who is a member of an ACNA committee has a vote on that committee. There are currently no provisions for an exception to this, no matter the committee. Without language specifically excluding the Executive Director from the voting procedure, it would be a direct violation of the ACNA bylaws to not grant the Executive Director a vote on the Executive Committee. How does the board of directors plan to work around this conundrum without violating any of the bylaws that are currently in place?

**Answer: ??**

**14.)** I know the ACNA board is a group of intelligent, business savvy Audi enthusiasts, yet every time I read the proposed bylaw amendments I keep coming back to these questions. Frankly, they make wonder how proposals that provoke such questions could have been written and voted upon by a group of intelligent business-savvy individuals. Could you provide the names of the authors of the proposed amendments? Additionally, could you provide the names of the board members who proposed and seconded each amendment? Could you also provide the names of the board members who voted for and against each proposal?

**Answer:** There are no minutes from the meeting where the bylaw amendments were either discussed or voted upon. Therefore, the discussion and voting did not take place

during the course of a normal BOD meeting in the presence of a quorum. I do not know when they took place or who was involved, nor do any other members.

Thank you very much,

I look forward to your prompt reply.

Regards,

Jonathan Porath  
Member 18443