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January 20, 2019

Attorney Jason J. Kohout
Foley and Lardner Law Firm
777 E. Wisconsin Avenue
Milwaukee, WI. 53202-5306

(sent by email and regular mail)

RE: YMCA of Northern Rock County

Dear Mr. Kohout,

I represent Paul Murphy, Eric Beck, Brian Donnelly and Rob Theisen, members of the YMCA of Northern Rock County, relating to their past and ongoing requests for various documentation and information concerning the governance of the YMCA in Janesville, Wisconsin.

My clients are all active and involved members of the community and have been members of this YMCA for over 30 to 50 years. They include a past Board member. I have personally been an active member of this YMCA since 1970 and have served multiple terms on its Board of Directors, including President.

We trust you have reviewed the following past written communications of my clients and other current members of the YMCA:

The December 20, 2018 letter, expressing serious concerns and requesting specific documents
The January 4, 2019 letter, repeating concerns and requesting documents
Attorney Moore's letter of January 10, 2019, highlighting documentation still not provided

Our YMCA has been and remains a vital component of our Northern Rock County communities. Its ongoing programs and services to area youth and adults are both essential and important. The Y's survival depends on both the support and confidence of its members, donors and the public. Community trust and confidence in its operations and the transparency of those operations are critically important. No non-profit organization can survive without it. That trust and confidence of the membership and public in our YMCA has been damaged, and it is critical that such trust and confidence be renewed.

My clients are requesting that the existing YMCA Board of Directors elect to the Board four (4) new Board members. These new Board members should be current active YMCA members with a history of community commitment and expertise. We ask that his election of Directors and Officers should occur as soon as possible. The election of such new Board members would

do much to affirm the good intentions of the existing Board members and reassure the Y membership, employees and public of a positive and new direction being taken by our YMCA.

My clients do not want to take the step of instituting a stockholders derivative action lawsuit under Wisconsin Statutes sec. 181.0740, et seq. Further, I do not want to place the YMCA in a position where it is not only paying your attorneys fees but also facing a court award for my attorney fees and expenses as provided under the statutes.

The YMCA of Northern Rock County is an organization which my clients truly value. It is their hope that their requests for the election of new Directors will be honored, allowing the renewal of trust and confidence in the Y operations. Our community needs a strong and trusted YMCA.

I would ask that you promptly let me know the outcome of my requests. Thank you.

Sincerely,

Larry W. Barton

copy: The Janesville Gazette (email)

Jon Agnew- Associate Resources, YMCA of the USA (email and regular mail)