

**From:** [Curtis, Christopher](mailto:Curtis.Christopher)  
**To:** [jacob\\_seitz@emerson.edu](mailto:jacob_seitz@emerson.edu)  
**Subject:** Your Public Records Request  
**Date:** Tuesday, January 28, 2020 3:55:00 PM  
**Attachments:** [Seitz PRA Cover - 01"28"20.pdf](#)  
[Seitz PRA Response.pdf](#)

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Dear Mr. Seitz,

Attached please find a response to your recent public records request.

Thank you for your interest in the Office of the Attorney General.

Best, Christopher

Christopher J. Curtis  
Chief, Public Protection Division  
Office of the Attorney General  
State of Vermont  
109 State Street  
Montpelier, VT 05609  
802-828-5586

**PRIVILEGED & CONFIDENTIAL COMMUNICATION:** This communication may contain information that is privileged, confidential, and exempt from disclosure under applicable law. **DO NOT** read, copy or disseminate this communication unless you are the intended addressee. If you are not the intended recipient (or have received this E-mail in error) please notify the sender immediately and destroy this E-mail. Please consider the environment before printing this e-mail.

**From:** donotreply@vermont.gov <donotreply@vermont.gov>  
**Sent:** Tuesday, January 28, 2020 2:23 PM  
**To:** Curtis, Christopher <Christopher.Curtis@vermont.gov>  
**Subject:** Attached Image

**THOMAS J. DONOVAN, JR.**  
ATTORNEY GENERAL

**JOSHUA R. DIAMOND**  
DEPUTY ATTORNEY GENERAL

**SARAH E.B. LONDON**  
CHIEF ASST. ATTORNEY GENERAL



TEL: (802) 828-3171

<http://www.ago.vermont.gov>

**STATE OF VERMONT  
OFFICE OF THE ATTORNEY GENERAL  
109 STATE STREET  
MONTPELIER, VT  
05609-1001**

January 28, 2020

Mr. Jacob Seitz  
The Berkeley Beacon  
172 Tremont Street  
Room 309  
Boston, MA 02111  
DELIVERED BY ELECTRONIC MAIL: [jacob\\_seitz@emerson.edu](mailto:jacob_seitz@emerson.edu)

Dear Mr. Seitz,

Thank you for your public records request dated January 23, 2020 and received January 24, 2020 (requests received after normal business hours are considered “received” the next business day). You requested: 1) “Any and all correspondence between employees, staff, and alumni of Marlboro College and the Vermont Attorney General’s Office between October 2019 and January 23, 2020”; and 2) “Any filings from Marlboro College to the Vermont Attorney Generals [sic] Office to un-restrict restricted assets in the College’s endowment”; and 3) “Any lawsuits filed against Marlboro College to [sic] the Vermont Attorney General’s Office since 2018.”

Attached please find responsive records related to your request. Please note that the responsive records we identified relate only to request number 1; as to requests number 2 and 3, we have no responsive records. Information contained in internal communications of the Attorney General’s Office that contains personal information is redacted pursuant to 1 V.S.A. § 317(c)(7).

If you feel information has been withheld in error, you may appeal to Deputy Attorney General Joshua Diamond.

Thank you for your interest in the Office of the Attorney General.

Sincerely,

A handwritten signature in black ink, appearing to read "C. Curtis".

Christopher J. Curtis  
Chief, Public Protection Division

**Curtis, Christopher**

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**From:** Curtis, Christopher  
**Sent:** Wednesday, January 22, 2020 1:16 PM  
**To:** [REDACTED]  
**Subject:** Thanks for your letter

Dear [REDACTED],

Thanks for your recent letter. I appreciate you reaching out and expressing your concerns. I'll take your comments under advisement.

Best, Christopher

Christopher J. Curtis  
Chief, Public Protection Division  
Office of the Attorney General  
State of Vermont  
109 State Street  
Montpelier, VT 05609  
802-828-5586

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## Curtis, Christopher

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**From:** Matthews, Deborah  
**Sent:** Friday, January 17, 2020 10:23 AM  
**To:** Curtis, Christopher  
**Cc:** Sudbay, William  
**Subject:** FW: Marlboro College Failing Fiduciary Duty

Deb Matthews  
Administrative Assistant  
Office of the Attorney General | GCAL  
109 State Street, 3rd Floor  
Montpelier, VT 05609  
Phone | 802-828-3689  
E-Mail \ deborah.matthews@vermont.gov

-----Original Message-----

**From:** [REDACTED]  
**Sent:** Friday, January 17, 2020 10:18 AM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Marlboro College Failing Fiduciary Duty

EXTERNAL SENDER: Do not open attachments or click on links unless you recognize and trust the sender.

Dear AG

I am writing to make you aware of the current failure in fiduciary duty by the board of trustees and leadership of Marlboro College in relation to its proposed merger with Emerson College.

Legally, as you know, a fiduciary relationship is one of trust or confidence between parties. A fiduciary, in our case the President and board members, have special responsibilities in connection with the administration, investment, monitoring, and distribution of property: the assets of Marlboro College. These assets include not just the buildings and grounds and endowment, but also intangibles, such as the reputation of the institution, the value of its alumni, the value of its degree, and the college's role in the community.

I and other alumni argue that Marlboro's fiduciaries have failed to adhere to accepted principles of good governance in particular when it comes to acting in accordance with the stated fiduciary duties of care, loyalty, and obedience.

A duty of care generally requires the President and board members to carry out their responsibilities in good-faith using a degree of diligence, transparency, and skill in the best interests of the institution. This involves clear and timely communication, sound judgment and necessarily requires a careful balancing of interests and priorities appropriate to the college's mission and strategic priorities.

A duty of loyalty requires the president and board members to act in a manner that is reasonably believed to be in the interests of the college rather than their own interests or the interests of another person or organization(s). The fiduciaries must not act out of self-interest or expedience.

Lastly, a duty of obedience requires Marlboro's President and board members to ensure that the college is operating in furtherance of its stated purposes, as set forth in its governing documents, and is operating in compliance with the law.

To finish my answer to your question, I have lost trust and don't believe Marlboro's fiduciaries have paid sufficient attention or looked after as best as possible the college's employee interests, student interests, physical assets, fiscal assets, the alumni and community interests. I question their loyalty to Marlboro College and have doubts on the operating procedures followed in this whole Emerson ordeal.

Regards,

██████████ Class of 95 Marlboro College

**Curtis, Christopher**

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**From:** Matthews, Deborah  
**Sent:** Monday, December 9, 2019 3:08 PM  
**To:** Curtis, Christopher  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General

*Deb Matthews*

Administrative Assistant  
Office of the Attorney General | GCAL  
109 State Street, 3<sup>rd</sup> Floor  
Montpelier, VT 05609  
Phone | 802-828-3689  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Wednesday, November 27, 2019 8:49 PM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Contact Form submitted on Office of the Vermont Attorney General

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|--|--|
| <b>Name</b>  | ██████████                               |
| <b>Last</b>  | ██████████                               |
| <b>Email</b>   | ████████████████████                     |
| <b>Phone Number</b>                                      | ██████████                               |
| <b>Mailing Address<br/>(required for a<br/>response)</b> | ██ |
| <b>Subject</b>   | Marlboro College Endowment               |

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**Message** I'm a graduate of Marlboro College. I have serious concerns that Marlboro's proposed merger with Emerson College involves a misuse of Marlboro's \$30 million-plus endowment, and I urge your office to investigate. "Gifting" the endowment to an out-of-state institution is clearly not the reason the endowment was established or the purpose for which the funds were given. My understanding is that a major portion of the endowment is restricted, underscoring my concerns about misuse. The impact of Marlboro's closing on the town and the region will be significant, and the loss to future students is immeasurable. One last note: several viable alternatives to this merger have been proposed all of which would leave the campus open and the endowment intact. Many thanks.

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**Curtis, Christopher**

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**From:** Matthews, Deborah  
**Sent:** Tuesday, January 28, 2020 10:14 AM  
**To:** Curtis, Christopher  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General

*Deb Matthews*

Administrative Assistant  
Office of the Attorney General | GCAL  
109 State Street, 3<sup>rd</sup> Floor  
Montpelier, VT 05609  
Phone | 802-828-3689  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

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**From:** Matthews, Deborah <[Deborah.Matthews@vermont.gov](mailto:Deborah.Matthews@vermont.gov)>  
**Sent:** Wednesday, November 27, 2019 9:22 AM  
**To:** Sudbay, William <[william.sudbay@partner.vermont.gov](mailto:william.sudbay@partner.vermont.gov)>  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General

*Deb Matthews*

Administrative Assistant  
Office of the Attorney General | GCAL  
109 State Street, 3<sup>rd</sup> Floor  
Montpelier, VT 05609  
Phone | 802-828-3689  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Wednesday, November 27, 2019 9:18 AM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Contact Form submitted on Office of the Vermont Attorney General

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Name

██████████

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Last

██████████

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Email

████████████████████

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Phone Number

██████████

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**Mailing Address**  
(required for a  
response)



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**Subject** Emerson takeover of Marlboro College

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**Message** To Attorney General Donavon,

I attended Marlboro College from 1995-2000 and was elected by my class, senior speaker. In my commencement speech I spoke of the college's origins, how WWII veterans built the college by hand out of three farms donated by the town of Marlboro.

I spoke on the integral responsibility of stewardship of our college and it's pedagogical culture. When news of the college's imminent closure, hit the news cycle, it coincided with the week of Veterans' Day, honoring the service & sacrifice of soldiers both living and deceased.

There was no palpable acknowledgement of the service and sacrifice of Marlboro College's founders during WWII, much less substantive coverage of their contributions in the creation of such a unique and valued institution of higher learning.

This omission in college outreach and both local & national press was a gut punch like none I've ever experienced, even during the most painful years of my youth in the 70's & 80's, the only black person in unambiguously racist John Bircher country in the eastern Sierras.

It revealed to me just how far the college has moved from its origins and how institutional memory has been obscured and erased over these last 20 years.

That this administration and board of trustees came to the conclusion that Marlboro college, (its 35 million dollar endowment and storied campus built by veterans from 3 farms donated by residents and the town of Marlboro), announced this awful news during the week of Veterans' Day, with insignificant acknowledgement of the veterans and G.I. bill, evidences just how poor Quigley and Saudek's judgement is and has been throughout this juncture.

They are clearly incompetent and unfit to represent our institution of higher learning.

What is more, their reckless decision threatens to bankrupt the town of Marlboro that lent the college its name. And perhaps most unconscionable of all is even the notion of removing 35 million dollars from the state of Vermont, which is essentially a gift to Emerson for taking the college off their hands. These were desperate, short-sighted moves lacking in ethics, civic responsibility & imagination. The planning of this "merger" was undertaken and executed without sufficient oversight or consideration of town, tenured faculty and alumni's much less administrators of the college's past.

I must demand as a 25 year resident of Vermont that you represent the interests of my beloved Windham county and Vermont as a whole. Reject this untenable hand off and illustrate once and again how our state stands apart from the rest. We would never let corporate over reach devour such a significant cultural landmark and example of progressive education.

Thank you

Sincerely

**Curtis, Christopher**

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**From:** Curtis, Christopher  
**Sent:** Tuesday, November 5, 2019 3:04 PM  
**To:** Kevin Quigley  
**Subject:** Re: Marlboro news

Hi Kevin,

Just tried calling you. Please give me a call at your earliest convenience. I am at a conference but can be reached at: 802-279-5496. Thanks.

Best, Christopher

Sent from my iPhone

On Nov 5, 2019, at 11:56 AM, Kevin Quigley <[kevin@marlboro.edu](mailto:kevin@marlboro.edu)> wrote:

Christopher,

I called your office to discuss this but learned that you are away at a conference. Thus, this email.

Tomorrow, we will announce that we have taken the first step towards an alliance with an institution that we are truly excited about. While this alliance meets our objectives around identity, pedagogy and support for our students and faculty, it will involve moving from Potash Hill.

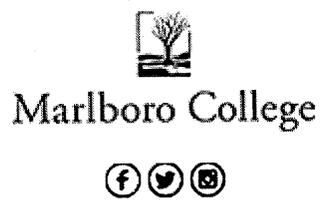
In exchange for the transfer of our assets (endowment and campus), the alliance partner will rename an Institute and take all of our faculty and staff. As we discussed before, we will work closely with your office on the possible transfer of these assets.

Do you have some time later today or tomorrow that we might discuss this? If that doesn't work for you, I will send

you a copy of the announcement and will be glad to talk about our plans at your convenience.

Warm regards,

Kevin Q.



**Kevin F. F. Quigley**  
President

802.258.9245 | [kevin@marlboro.edu](mailto:kevin@marlboro.edu)  
[www.marlboro.edu](http://www.marlboro.edu)  
Twitter: @PrezKQ

