

The transmission on Mount's car failed while making the trek to Marlboro. Luckily, her family was along for the ride. Mount's brother was on his way to New York University. The next challenge lies ahead: Mount's running for Select Board at the school.

Mount also applied but did not receive the Renaissance scholarship.

"But they give very great financial aid," Mount said. "Everyone's been friendly. Everyone's nice."

Snyder Center for the Visual Arts

Tim Segar, visual arts professor, said construction on the center had taken about a year and a half to complete. Discussions around design began three years ago. The building was dedicated last May.

"Then we spent the summertime moving into it, equipping it, making sure it worked before students arrive," said Segar. "Obviously, it's going to evolve the longer we're in the building. Right away, it's given a focal point to the importance of visual arts in the curriculum at Marlboro. We have a large number of students who come to Marlboro, who have artistic intentions when they go to college. It's the type of student we attract."

Charlie and Sue Snyder were the main donors of the approximately \$5 million, 12,594-square-foot facility, which Quigley called "a fabulous space." He sees it bringing "great breadth" to the college as it will connect the rest of the campus to the arts. Meetings and classes can be held in the building. A special room was designed just for that purpose.

The facility is a lot healthier to work in than the old one, said Segar. Ventilation and safety systems were improved.

"It's easy to clean," Segar said. "It's organized and I think it's going to encourage students to feel capable of making more ambitious work while they're here."

Segar considers the new facility "a quantum leap bigger and better" than the former one, which was built as a summer project by students and staff members in the 1960s. He said the new building at least doubles the previous space and it is now handicap accessible, where in the past it had not been.

The incoming freshmen will be the first to spend all four years using the center for sculpture and ceramics, digital arts, film and photography editing, and two-dimensional arts. Segar has seen a jump in enrollment in the arts classes but also acknowledges the uptick all around.

"It's great to be attracting bigger classes of students," Segar said. "I have a couple more years until I retire. It's certainly going to be a pleasure working those years in this great environment. It has definitely reinvigorated my teaching life. There's no question about it. And it will certainly help attract new faculty members."

Gensler Architects of Boston designed the building. They "were good collaborators," said Segar. And the Snyders donated some extra money to help restore two other buildings that sit in front of the visual arts center.

<https://vtdigger.org/2017/04/02/marlboro-college-consolidates-campuses/>

Marlboro College consolidates campuses  
By Mike Faher

MARLBORO – Marlboro College’s undergraduate and graduate campuses are only about a dozen miles apart.

But when college President Kevin Quigley was interviewing for that job in early 2015, he noticed a much greater divide.

“It was quite striking to me to think of two programs, part of the same institution, but there seemed to be this enormous cultural gap,” Quigley recalled.

Marlboro administrators hope that’s about to change, as the two campuses are scheduled to officially unite next weekend. They say moving the graduate school from Brattleboro to the main campus in Marlboro makes sense financially, academically and administratively.

At the same time, administrators are working to find a buyer for the graduate school’s former home – a prominent downtown Brattleboro office building that carries an assessed value of more than \$3 million.

“That’s a process we’re in the midst of,” Quigley said. “We have some strong interest from a buyer who’s deep into their due diligence.”

Marlboro College was founded in 1946. Its graduate school, officially called the Graduate and Professional Studies program, didn’t come along until 1997.

The graduate program, Quigley said, “really was designed to be separate” – a space apart from the main campus, created to foster academic innovation and pioneer the use of distance learning.

But times have changed.

Quigley, who took over as president in 2015, said early in his tenure that he wanted to find ways to better connect the two campuses. It didn’t start as an effort to pull out of Brattleboro, but that’s how things ended up after much deliberation.

One factor, Quigley said, was space: There was plenty available in Marlboro, and possibly too much in Brattleboro. The graduate school occupied about 30 percent of the Brattleboro building, and the program’s “low residency” model meant that students often weren’t on site.

“One of the things that became clear is, we didn’t use that space in Brattleboro very efficiently,” Quigley said.

There are a variety of other tenants in the Brattleboro building at 28 Vernon St. But Quigley notes that “being a landlord to all those tenants is not our core business.”

At the bucolic main campus, Marlboro officials say they’ve had no trouble making room for graduate operations.

Administration and faculty are settling into a building near the president's house. And the college's graduate classes in teaching and management, which happen on weekends and over the summer, will be hosted at facilities including the library and the college's new Snyder Center for the Visual Arts.

While administrators aren't concerned about space or scheduling conflicts between graduate students and undergrads, they believe some overlap will be a good thing.

Some of that could happen in structured ways – for instance, graduate students teaching a workshop, or undergrads taking a graduate-level course.

Kate Jellema, the college's associate dean for graduate and professional studies, said she's also excited about less-formal connections that could benefit both sets of students. Until now, it wasn't uncommon for graduate students to never see the undergraduate campus, and vice versa.

"There's been very little chance for the easy, informal interactions to happen," Jellema said. "Just the fact that we will now be having lunch together opens up so many conversations that we weren't having before."

Jellema co-chaired an Integration Committee formed after Marlboro's trustees decided to combine the campuses late last year. The group sought ideas and concerns from students, staff and alumni.

Most of the response was positive – in part because of the availability of more amenities at the main campus. After some graduate students visited the campus recently for their "first residency on the hill," reviews included praise for the library, dining hall and classrooms.

The committee did hear concerns about adding time to graduate students' commute. "It's not that many (extra) miles, but they are Route 9 miles," Jellema said, referring to the winding, mountainous highway that leads toward Marlboro.

The campus' remove, however, was a positive for others. Jellema said many of Marlboro's graduate students come from urban areas, and "there was excitement about the ready access to the great outdoors" on the mountain.

She also thinks there will be benefits in giving graduate students – most of whom are working professionals – a quieter spot for their studies. "Being up on this hill allows us to deepen the sense of retreat," Jellema said. "We give people time and space to think."

The combined campus concept gets its first official test on April 7-9, the first graduate residency weekend when undergraduate students will be on campus. Marlboro administrators are planning a variety of events on April 8, including a community dinner.

Quigley said it's possible that the school could retain some sort of physical presence in Brattleboro.

But it will be much smaller than the current graduate center, which the college bought for \$3.5 million in 2000, according to town records.

Quigley wouldn't disclose the name of the potential buyer.

Selling the structure could be a financial lift for Marlboro College, which has been [working to reverse] an enrollment decline and raise its profile.

[https://vtdigger.org/2018/09/30/marlboro-college-confident-despite-scrutiny-accreditors/?fbclid=IwAR1KUJHfFSn\\_z8t\\_h3ruELoTFi5lrNp5aBOUumO2WAcCQdvHaGiPHppxOik](https://vtdigger.org/2018/09/30/marlboro-college-confident-despite-scrutiny-accreditors/?fbclid=IwAR1KUJHfFSn_z8t_h3ruELoTFi5lrNp5aBOUumO2WAcCQdvHaGiPHppxOik)

Marlboro College confident despite scrutiny from accreditors  
By Lola Duffort

Sep 30 2018 |

As enrollments in the region's colleges dwindle, accreditors are checking in. And Marlboro College – where headcounts are again down this fall – will be getting a visit from the New England Commission on Higher Education this November.

Still, Marlboro College president Kevin Quigley sounded a confident note this week, and said that NECHE, the federally-recognized regional accreditor for the six-state region, had “with some frequency” looked in on the small liberal arts college over concerns about its enrollment and finances.

“This is not new to us in our 45-year history with our accreditors,” Quigley said.

Enrollment numbers in liberal arts schools and programs are sagging across the country, but the problem is particularly acute in New England, where demographic changes are compounding the problem. Accreditors have taken note, and are visiting several Vermont schools to make sure colleges are on solid ground. Earlier this summer, they placed the College of St. Joseph in Rutland on probation, giving the school two years to shore up its finances.

But where many colleges the size of Marlboro have almost no endowment – and therefore little financial cushion – the small liberal arts school stands apart. Its endowment stood at about \$40 million at the end of fiscal year, Quigley said.

The school had a successful fundraising year, Quigley added, and received a significant infusion of cash earlier this summer when it sold a downtown Brattleboro property for \$3 million. The facility was the former home of the school's Graduate and Professional Studies program, which relocated to the main campus in March 2017. It also recently penned a deal with the Marlboro Music Festival, which will add buildings worth \$10 million to the college's campus.

“I'm a glass half-full guy. And I look and say, ‘we've got some remarkable assets.’ And to just say we're ‘struggling’ suggests we're in a place where I don't think we are,” he said.

Under Quigley, Marlboro made a bold move three years ago in a bid to shore up enrollment with a program called “Renaissance Scholars”. The initiative offered four years, tuition-free, to one student from each of the fifty states, plus Washington D.C. and Puerto Rico.

“It raised our profile in ways that were helpful. It helped expand our geographic diversity from 26 states to 34 states. It helped attract a great group of students,” Quigley said.

The Renaissance program has been discontinued, Quigley said, because too many other small colleges were using similar free-tuition programs to distinguish themselves.

And while the program helped, briefly, to reverse an enrollment decline, headcounts are down again, dropping to 155 this fall. The college is quite small by design, with an ideal population between 250 and 300 students. It hit a high of 350 students in 2004.

Marlboro did see about 25 percent more freshmen this year than it did last fall. But retention numbers dropped, and overall enrollment numbers declined again.

“Like lots of things in life, it might seem like you take a step or two forward and you take a step or two back,” Quigley said.

<https://vtdigger.org/2018/03/22/despite-financial-and-enrollment-woes-marlboro-college-president-optimistic/?fbclid=IwAR1tPdLSzuZsgSKMCKAYKQbvly88Zc4Y1JtjQ6cSrNqhcJet4dg0bitfcs>

Despite financial and enrollment woes, Marlboro College president optimistic  
By Brattleboro Reformer

Mar 22 2018 | no reader footnotes

This story by Bob Audette was published in the Brattleboro Reformer on March 22, 2018.

BRATTLEBORO — Marlboro College expects an operating deficit this year of \$3 million to \$4 million, according to college President Kevin Quigley.

But Quigley, who has been president of the college since 2015, said the shortfall was expected.

“This shouldn’t be a surprise. I have been quite candid with our community about this structural deficit,” he said. Since 2005, when undergraduate enrollment peaked at 356, said Quigley, it has fallen to approximately 170 this year.

Marlboro College is not unique in this quandary, said Quigley.

“We are living in really turbulent times,” he said. “There are challenges across the United States affecting higher education, especially small liberal arts colleges like ours.”

While Marlboro College’s enrollment is down, said Quigley, it has a very strong endowment per capita that is healthy and has been covering the college’s deficits. “Our endowment has performed remarkably well historically.”

Nonetheless, said Quigley, Marlboro College does have a structural deficit in that revenues through tuition and fundraising do not cover the college’s operating expenses — which, he reiterated, has not been a secret for many years. But Quigley believes the college is well-positioned to weather the storm.

“This past year, we had the highest retention rate of first-year students, increasing from 75 to 85 percent,” he said. “This cohort, while it may be small in number, is awesome. These are some of the best students we have seen in a decade. They are thoughtful, dedicated, smart and hard-working. Would we like our enrollment rate to be higher? Sure. Would we like a smaller operating deficit? Yes, and we are working toward that.”

One of the ways Marlboro College has been addressing its deficit is by eliminating a temporary retirement program for tenure-track faculty. In that program, which was established in 2005 during peak enrollment, faculty who had taught for 15 years or more and were 62 or older received three-quarters of their salary.

“It was understood that that program would only last as long as the college had the financial wherewithal,” said Quigley. “We agreed to end this program with a year’s notice and during an interval when nobody else would be eligible for another three years.”

He said that during the period of the retirement program, seven of eight eligible faculty members took the offer. “The average tenure of those seven was close to 30 years,” he said.

Quigley also acknowledged that staff turnover has been high at Marlboro, but not higher than peer institutions.

“At Marlboro College, like other small liberal arts colleges, we are limited in what we can pay and offer for professional development opportunities. Vermont can be a very hard go for a number of different reasons.”

While three of the school’s nine senior team members have left in the last nine months, said Quigley, the average tenure of two of those three — three and five years — far exceeded the norm.

Despite this, Quigley noted that a majority of tenure-track faculty remains at Marlboro College, with 14 of 22 tenure-track faculty members hired over the past decade remaining.

“Our faculty and staff generally serve the college for many years, and in some case for multiple decades,” he said.

The college also has been trying to sell its graduate center on Vernon Street in Brattleboro, and while there has been some prospective interest from buyers, there has been no real serious offers, said Quigley. “What we’ve done in the interim is rent most of the space there. It is a great resource for the community.”

In November, the college will get a visit from the New England Association of Schools and Colleges. When the school was accredited in 2015, NEASC and the college agreed to regular visits to evaluate the college’s strategies to address enrollment and finances.

The college will also continue its successful collaboration with the Marlboro Music Festival, said Quigley.

“They have been tenants on this campus for 67 years,” he said. “For many years there was an overlap in personnel but it hasn’t happened recently. While nothing has been finalized,

we are now well into a conversation about a much deeper partnership and a long-term commitment between the two organizations.”

Part of that commitment could include construction of two new buildings on campus that the Marlboro Music Festival would fund and then gift to the college, he said.

Moving forward, higher education around the nation will have to evolve in significant ways to survive, said Quigley. “Marlboro College has to evolve while remaining true to its mission, its roots and its distinct place in the broad and complex landscape of higher education.”

Quigley also noted that Marlboro College will remain transparent in its efforts to reduce its structural deficit while developing a strategy for its long-term success.

“This is going to require that we do things differently. We need to clearly identify what those changes might be and communicate that to our key stakeholders. My view is pretty simple. Yes, we have challenges, we know what they are and no one person can address them all alone. It will take all of us working together. My door is always open. I welcome all viewpoints with suggestions on how best to make this very special college survive and thrive.”

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Wednesday, June 17, 2020 10:24:19 AM  
**Importance:** High

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## *Deb Matthews*

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**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Tuesday, June 16, 2020 5:17 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>	Shaw Izikson
<b>Last</b>	Izikson
<b>Email</b>	[REDACTED]
<b>Phone Number</b>	[REDACTED]
<b>Mailing Address (required for a response)</b>	[REDACTED] Winsted, Connecticut 06098
<b>Subject</b>	Marlboro College/Emerson merger

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**Message** From the Berkley Beacon - Emerson College's newspaper  
<https://berkeleybeacon.com/marlboro-students-to-lose-financial-options-if-they-defer/>

Marlboro students to lose financial options if they defer entry for fall semester  
By Jacob Seitz, Assistant News Express Editor  
June 14, 2020  
Marlboro College students attending Emerson as a part of the proposed Emerson-Marlboro merger will lose the Marlboro tuition rate guarantee and housing scholarship if

they defer entry to the college in the fall, according to a college official.

Director of Undergraduate Admission Michael Lynch said in a May Zoom session that Marlboro students who attend Emerson starting spring 2021 will be labeled transfer students and excluded from the financial aspects of the merger terms. They would be required to pay full tuition and full room and board, nearly \$20,000 more per year than the original deal.

Lynch said in the Zoom session that the college expects students to attend Emerson in the fall so they get the full benefit of the merger agreement. He did not respond to repeated requests for comment.

The stipulation regarding entry deferral was not originally released in the terms of the Emerson-Marlboro merger agreement in November, but the two institutions set up working groups to hammer out specifics of the merger over the last eight months.

Marlboro and Emerson announced in November that Marlboro students entering Emerson would be guaranteed equal tuition to what they paid at Marlboro. These students would still be subject to year-to-year tuition increases, according to the announcement. Emerson has increased its attendance cost at an average of 2.8 percent per year in the last decade.

Marlboro College also put together a fund to cover the difference in room and board costs for students entering Emerson—an average of \$5,555 per student.

The news comes against the backdrop of the COVID-19 pandemic, which has thrown colleges' plans for the fall semester into uncertainty as the risk of potentially spreading the virus within learning communities looms. Emerson announced Wednesday that the fall semester would take place both online and in person, with classes going fully online after Thanksgiving break.

Felix Bieneman, a Marlboro student planning to attend Emerson in the fall, said her decision now feels risky.

"I'm worried that Marlboro students are faced with no other option than to transfer to Emerson or no better option," she said in a phone interview. "We have students who are immunocompromised, or disabled, or just don't think it's safe to go back in the fall, and I'm worried that some students will feel the need to compromise their safety because they don't think they'll be able to afford Emerson if they defer."

Marlboro students have been excluded from opinion surveys about the College's plan for the fall semester sent to prospective, students, continuing students, and parents, according to an email statement to The Beacon from President M. Lee Pelton. He said Emerson Polling conducted the surveys without Marlboro students because "they have a conditional admission at this point and a full acceptance was a filtering criteria." Marlboro students also received the email about Emerson's fall semester plans two hours after it was sent to current Emerson students.

Bieneman said the lack of communication with Marlboro students is frustrating.

"Emerson students and maybe other prospective students have been getting

communication that hasn't been sent to Marlboro students and that nobody at Marlboro has gotten," Bieneman said. "We've had to hear about it second or third hand."

Emerson joined a string of schools in Boston and across the country that have released plans for modified fall semesters. This month, Northeastern University announced a plan for a hybrid education model that will allow students to decide whether to attend classes in person or remotely. Five Harvard graduate schools announced a fully online fall semester earlier this week, with a sixth—The Harvard Graduate School of Education—announcing it would go online for the entire year.

A handful of other colleges, like The University of Notre Dame, announced a plan to start their semester two weeks early and also end the semester before Thanksgiving to prevent a possible spread of COVID-19.

Bieneman said that she heard students would be willing to defer if Emerson returns in the fall or holds courses online.

"I know a lot of people have various learning disabilities or just preferences where they have a harder time online. I know people with ADHD are really concerned so I know there are people who feel very strongly about it," she said. "It's an accessibility issue as well, going online. So I would say that people who are suffering because of online classes should also be able to do that."

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Marlboro College  
**Date:** Monday, June 15, 2020 9:17:53 AM  
**Importance:** High

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**From:** Randy Knaggs [REDACTED]  
**Sent:** Saturday, June 13, 2020 10:09 AM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>; [REDACTED]  
[REDACTED]  
**Subject:** Marlboro College

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

Attorney Donovan,

As many I am distraught by the sequence of events unfolding rapidly around Marlboro campus. As an alum and an employee for 27 years I know the heart of the School and it's Unique place in the world. While I am slightly consoled by a feasible path forward, I am still deeply concerned. The dialogues and facts do not add up. Transparency has been almost nonexistent. Shadows of strong-arm tactics seem plausible. Conflicting interests of those in power are concerning. I wish I was hearing a better story. I am not. I am writing this request with sincere hopes that a review by you would clarify the story and validate the purported facts. I am not sure due diligence was practiced. I also question the machinations that has delivered us to this awkward point. Not only a huge endowment leave the state, but jobs, services, tradition, resources, and a hope for a better future. I realize this is a difficult and awkward time for such a request but with the lack of intervention thus far by the state, I perceive that the options are now or never. Please step to the task at hand.

In growth and learning  
Randy Knaggs

[REDACTED], Wilmington, VT 05363

**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Thursday, June 25, 2020 11:09:59 AM  
**Importance:** High

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**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Wednesday, June 24, 2020 5:01 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>	Andrea
<b>Last</b>	Lerner
<b>Email</b>	[REDACTED]
<b>Phone Number</b>	[REDACTED]
<b>Mailing Address (required for a response)</b>	[REDACTED] Marlboro, Vermont 05344
<b>Subject</b>	request your thorough review/due diligence/public statement on Democracy Builders Fund proposed sale agreement with Marlboro College Trustees

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**Message** A former Marlboro College staff member (bookstore manager [REDACTED]), town resident [REDACTED], writes to you in support of the June 18th letter signed by six individuals, and all prior letters, asking that your office investigate this pending sales agreement.  
All requests in good faith for concrete information about the plan have been shunted aside by both parties to the agreement, the questioners dismissed (one sample in the June 18th letter) as naysayers or worse.

Democracy Builders' talking points are laudable on the face of it. In theory, the proposal would seem to support John Dewey's principles, also formative for Marlboro College, which among other things state that a prime function of education is to help individuals grow to be mature participants in democracy.

Therefore please assist us all -- the state of Vermont, Windham County, the town of Marlboro, and current and former members of the Marlboro College Community -- in obtaining the public information and financial details and in setting up a thorough and transparent review process before any irrevocable decisions are made.  
Thank you.

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Marlboro College needs to be saved!  
**Date:** Wednesday, June 17, 2020 3:15:13 PM  
**Importance:** High

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**From:** derek p. lorrigan [REDACTED]  
**Sent:** Wednesday, June 17, 2020 2:50 PM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Marlboro College needs to be saved!

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

Mr. Donovan-

I am writing to you regarding my concern about the the liquidation of Marlboro College. Although I am not alumni I have strong feelings about my three years as a staff member. I'm sure that by now you have received letters detailing just how shady the sale of the school and the 'gifting' of its endowment appears to be. I'm sure the alumni who have written have explained that statement in articulate detail in the manner that only a Marlboro graduate can fashion. Suffice to say that the school's mission of administrative transparency and self governance is being trampled under foot by the current administration and quite a few well thought out proposals as to how to save the place have been rejected with hostility. I would humbly request that Attorney General's office place a hold on the sale of the school and investigate what myself and many of my alumni friends consider to be malfeasance on the part of the Marlboro administration. Thank you for your attention to this matter.

Derek P. Lorrigan  
Get [Outlook for Android](#)

**From:** [Save Marlboro College](#)  
**To:** [REDACTED];  
**Cc:** [Adrian Segar](#); [AGO - Info](#); [Curtis, Christopher](#)  
**Subject:** Marlboro College brochure from 1st year and NY Times article from 1949 (FYI)  
**Date:** Thursday, June 25, 2020 2:50:05 PM  
**Attachments:** [Outlook-horizontal.png](#)  
[20200625\\_135924.PDF](#)  
[20200625\\_140403.PDF](#)  
[20200625\\_143215.PDF](#)  
[Foreign Business Registration.pdf](#)

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

Hello Marlboro Town Select Persons,

I attach to this email a copy of the first Marlboro College Brochure and a NY Times article with Walter Hendricks for some background information, just in case you have not yet seen these items.

I would also like to direct your attention to copy of the 1946 deed when Walter and Flora Hendricks gifted their farm to the Corporation of Marlboro College for use as a College.

I believe that that this Gift of Deed comes under the rules of the Uniform Prudent Management of Institutional Funds Act and cannot be sold as the College is attempting to do. I feel the Gift of Deed, original Articles of Incorporation, testimony from Walter Hendricks family members, news articles and interviews with Walter Hendricks, and other documents and information may all play an important role in establishing the future of the Marlboro College Campus relative to the Uniform Prudent Management of Institutional Funds Act.

I also attach a copy of the email from the Marlboro Town lawyer in which he concludes there is not any action that the Town of Marlboro VT can take in regards to the Marlboro College situation. I wish to express my concern to the Town that the lawyer did not address the situation that this is a Vermont Nonprofit Corporation for Public benefit. I feel the nature of this corporation is different than a business that has not 501c3 tax exempt status. If the college closes the assets must be handled in a certain way under the law. Although the Marlboro College Board of Trustees occasionally refer to this transaction as a merger, it smacks more or a closure and distribution of assets for the short term private benefit of less than 100 teachers and students that might transfer to Emerson.

I have also attached information on Foreign Business Registration in Vermont. It is my interpretation of the law that this entity called Democracy Builders, Inc and the separate entity called Democracy Builders Fund, Inc. should have both registered as a Foreign Business in Vermont before entering a purchase and sale agreement to buy real estate. I think this registration should occur prior to meeting with any Town or State officials in Vermont. I

inquired with the AGO, but they were not able to respond at the time.

I would like to suggest that the town postpone any meeting with Seth Andrew, Democracy Builders Inc, and Democracy Builders Fund, Inc before these businesses are legally registered in Vermont or before the Select board is able to get further clarification from either the Vermont AGO or Vermont Secretary of State.

Sincerely,

Martin Heck  
Director  
Save Marlboro College Corporation



**Martin Heck**  
Save Marlboro College, Director



June 14, 2020

Attorney General TJ Donovan  
109 State Street  
Montpelier, VT 05609

Dear A.G. Donovan,

I am a [REDACTED] graduate of Marlboro College, and I write today to apprise you of a matter that I believe reveals why the school's present leadership should not be allowed to succeed in its goal of transferring its assets to Emerson College.

Ironically, less than a year ago today, President Quigley stood in my backyard in Scarborough, Maine, holding forth to a group of some 30 alums on the wisdom to merging the college with University of Bridgeport. He was not originally expected to be in attendance at this alumni gathering; once this merger was announced (to the immense surprise of the entire community), he repurposed this event to convey the surprising message that the college was in dire financial straits.

Six years ago, I spearheaded an effort to raise an endowed fund to support an annual award that would honor a recently passed classmate, Jed Fels '92. This group, known as "JALF," is comprised of some 275 people and formed a tight community that remains intact to this day. (JALF is an acronym of our deceased classmate's name.) We raised over \$15,000.00 in a matter of months .

This was the same year that President Quigley began his job the college. At no point did he, as President, speak personally to the leaders of our group about widening our goals and assisted the college at a greater level. We had no idea the college was in jeopardy. If we had, would we have strived to create an endowed fund to fuel our prize so that it might be awarded throughout the future life of the college? No.

Last November, after learning of the college's intent to gift its endowment to Emerson, we politely requested that the College return these funds. Rennie Washburn, then the chief officer of development (but now, coincidentally perhaps, an employee of Emerson College) confirmed the receipt of our request, stating that the college would reply soon. We never heard from her again. In fact, the administration has never responded in the negative or the positive to our request. They have simply ignored us. Mind you, there were over 100 donors to this particular fund. For a college of Marlboro's size, that is a significant number of invested alumni.

Early on after the announcement of the "merger" (a misnomer if there ever was one), the alumni director Maia Segura queried JALF about applying our endowed fund to assist with the costs current Marlboro students might incur in relocating to Boston, MA. We politely declined. She then suggested we repurpose our scholarship for an Emerson journalism student. Both of these suggestions were, to put it mildly, insulting. We did not want reframe

our award in haste. The “merger” itself was moving forward far more quickly than any of us could have anticipated.

I am disappointed by the manner in which the college has handled our simple request. Moreover, I find the way the administration and board has coordinated the “merger” and its fall-out to be shockingly unprofessional. Alumni were blamed for not giving enough money (the insinuation being that the closure of the college is implicitly our fault); alumni were accused of harassment when they expressed dismay that the college was closing on social media forums. Alumni were scolded when they suggested strategies for keeping the college open. Alumni were ultimately blamed for the dysfunction of the current college community, something they knew little about prior to this situation.

I don’t recognize Kevin Quigley’s Marlboro College. It is truly not the school I attended, and I believe that has much to do with the erosion of the laws of self-governance upon which the institution was founded. I hold Kevin responsible for the disappearance of fair representation of all voices, of Marlboro’s trademark transparency, and I don’t think he understands the central ethos of the college. Marlboro was never a fancy little college. It is meant to be a tough, almost rustic, idealistic place where, given its isolation from the larger world, you are allowed focus solely on your studies and contributing to the community of which you are a part.

When I attended Marlboro, there were fewer buildings; we didn’t have a library café (we didn’t need one); we didn’t have the fancy Snyder building; and there did not exist a small fleet of little white cars with the Marlboro College insignia emblazoned on their sides. You don’t need a car on the Marlboro campus. You can walk across it in three minutes. The cars themselves demonstrate an utterly unnecessary expenditure. Frankly, all the amenities the college has gathered to its breast over the past decade strike me as ridiculous. You want to know where the college’s money went? Look no further.

Finally, my Marlboro story is pretty simple. When I showed up on the campus in 1988, I was a singularly dismal student, and it would be fair to say I had yet to learn how to appreciate the life I was given. Marlboro taught me how to love, how to be a contributing member of a community, how to be genuinely happy, and how to study. I soon went on to be accepted into University of Edinburgh’s Full Honours Programme (in Scotland) for my Junior year. After graduating in 1993, I went on to receive two M.F.A.’s in creative writing, the first in poetry at the University of Houston, and then in fiction at the Iowa Writer’s Workshop; I would then go on to receive a Ph.D. in English in 2003, at which point I began my teaching job at the City University of New York, where I now serve as a full professor in English and Creative Writing. I take my Marlboro experience with me everywhere, but most especially into the classroom, where I teach underserved populations. How do I bring Marlboro with me? I ask students to think for themselves. I direct them to find their passions and to pursue their higher callings, and I assist them in discovering opportunities they may not have known were available to them. I try to do for them what Marlboro did for me, which is ultimately embodied by a highly personal form of mentorship.

On another note, I am attaching with this letter the packet that our lawyer, James Valente, recently sent to the Kevin Quigley and the Board of Trustees to respectfully demand they return the endowed JALF fund. We have yet to hear back.

I appreciate your taking the time to read this. It has been my aim to demonstrate the value of Marlboro College, and to, more importantly, make the argument that its fate should not be in the hands of such inept leadership. I urge you to put a stop to the transfer of Marlboro College's assets to Emerson College.

Yours sincerely,

A solid black rectangular box redacting the signature of Cate Marvin.

Cate Marvin, Ph.D.

**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Letter for TJ Donovan Regarding Marlboro College  
**Date:** Monday, June 15, 2020 10:44:08 AM  
**Attachments:** [Marvin AG Letter Marlboro.pdf](#)  
[Valente JALF Marlboro Letter.pdf](#)  
**Importance:** High

---

## *Deb Matthews*

Administrative Assistant  
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---

**From:** Cate Marvin [REDACTED]  
**Sent:** Sunday, June 14, 2020 1:38 PM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Letter for TJ Donovan Regarding Marlboro College

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

Greetings,

I have attached two letters for Mr. Donovan's review.

Thank you,

Cate Marvin

--

Cate Marvin  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

**From:** [Curtis, Christopher](#)  
**To:** [Jacob Seitz](#)  
**Subject:** Re: Your PRA Request  
**Date:** Thursday, June 18, 2020 2:32:01 PM

---

Hi Jacob,

20 days notice of a proposed transaction is what is statutorily required so that our office has time for review.

Hope that helps...

CC

Sent from my iPhone

On Jun 18, 2020, at 2:11 PM, Jacob Seitz [REDACTED] wrote:

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

Hey Chris,

Just a follow up question from yesterday, if I may.

I noticed in the records given to Mr. Heck that the Attorney Generals office requested "20 days to review both transactions starting from the time of formal notice of the Marlboro-Emerson transaction."

Does this mean that the transaction will be sent to the Attorney Generals Office 20 days prior to the announcement of it, or does this just mean that when its announced the Attorney Generals Office has 20 days to review the sale?

Thanks, hope you're well.

--

**Jacob Seitz (he/him/his)**

[REDACTED]  
Emerson College [REDACTED]  
[REDACTED]

On Jun 17, 2020, at 2:17 PM, Curtis, Christopher  
<[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)> wrote:

Thanks, Jacob. Duly noted.

CC

---

**From:** [REDACTED]  
**Sent:** Wednesday, June 17, 2020 1:24 PM

**To:** Curtis, Christopher <[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)>

**Subject:** Re: Your PRA Request

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

Hi Chris,

After reviewing the already available documents on the Vermont Attorney Generals website, I think they are sufficient enough to cancel my current public records request.

As we discussed, I would still like to put in a standing request with your office for documents pertaining to the Marlboro-Emerson agreement from this point forward.

Thanks,

--

Jacob Seitz (he/him/his)

[REDACTED]

Emerson College [REDACTED]

[REDACTED]

On Jun 17, 2020, at 12:21 PM, Curtis, Christopher  
<[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)> wrote:

Dear Mr. Seitz,

Thank you for taking my call today. After discussion, you agreed to review the publicly available material already posted to our website in response to your public records request in lieu of additional time or resources we might need to expend in response. In addition, you asked if I could provide you with the notice provided to our office relating to any proposed Marlboro-Emerson transaction. While we have not yet received that notice I will treat this as a standing request that provides us the statutory response time upon receipt of any public records received relating to that notice. Please let me know if you have any questions.

Thank you for your consideration, and for your interest in the Office of the Vermont 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:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Marlboro College  
**Date:** Friday, June 19, 2020 1:59:01 PM  
**Importance:** High

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## *Deb Matthews*

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**From:** Kimberly Mills [REDACTED]  
**Sent:** Friday, June 19, 2020 1:49 PM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** RE: Marlboro College

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

Dear Attorney General Donovan,

I am writing to request that you investigate and stop the unnecessary closure of Marlboro College, sale of the campus to Democracy Builders, and gift of Marlboro College's assets to Emerson College.

The proposed program at Emerson College will not replicate the singular form of education combining critical analysis, applied reasoning, artistic exploration, and intellectual rigor in a self-governing community. This place-based learning on a remote mountain hillside where the accountability of small town living and connection to the land play a central role will not transfer to an urban setting.

I believe this plan fails the test of equivalency in the transfer of assets between non-profit organizations. Further, the decision was enacted undemocratically and without transparency, contrary to the commitment to self-governance in the college's charter. Opposition to the plan, both on and off campus, was systematically silenced.

This plan would be an incalculable loss for Vermont, economically, culturally and historically.

The current Board of Trustees and President have an established track record of ineffective stewardship and should not be permitted to go forward with these two major decisions that will effectively end the institution.

Kimberly L. Mills, PhD

Atlanta, Georgia

Marlboro College



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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Friday, June 19, 2020 2:02:29 PM  
**Importance:** High

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**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Friday, June 19, 2020 12:29 PM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Contact Form submitted on Office of the Vermont Attorney General

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

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<b>Name</b>	Carol Murphy
<b>Last</b>	Murphy
<b>Email</b>	[REDACTED]
<b>Phone Number</b>	[REDACTED]
<b>Mailing Address (required for a response)</b>	[REDACTED] Akron, Ohio 44313
<b>Subject</b>	The Sale of Marlboro College

**Message** I am writing to share my concern about the sale of Marlboro College and the transfer of the College's endowment. As a stakeholder, alumni and donor, I am dismayed at how little was done to save the College by administrators and trustees prior to this merger and sale. There are financial difficulties in running any small liberal arts college nowadays, Marlboro is not uniquely in that situation. However, what is unique about the Marlboro situation is its' assets and endowment. I ask for you to intervene and look more closely at how this merger and sale has been handled. It currently feels like a fire sale by trustees and administrators who have no stake in what happens in the town of Marlboro and to its'

residents, many who were employees of the College. As a protection for Marlboro  
residents, I ask you to please review the sale and merger.  
Thank you

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Concerns with the Marlboro-Emerson Merger  
**Date:** Friday, June 19, 2020 3:55:03 PM  
**Attachments:** [Osborn-Marlboro.pdf](#)  
**Importance:** High

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**From:** J.R. Osborn [REDACTED]  
**Sent:** Friday, June 19, 2020 10:20 AM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Concerns with the Marlboro-Emerson Merger

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

Dear A.G. Donovan,

Please see the attached letter regarding the proposed Marlboro College-Emerson University Merger. **I urge you to examine the Marlboro-Emerson merger carefully, not only with regard to the specifics of this particular merger, but also regarding the implications that such a precedent sets for institutions of higher education in the state of Vermont and elsewhere.**

Thank you very much for your consideration. Please consider and file the attached as a formal statement regarding the merger.

Sincerely,

J.R. Osborn  
[REDACTED]  
[REDACTED]  
[REDACTED]  
Georgetown University  
[REDACTED]



**GEORGETOWN UNIVERSITY**  
COMMUNICATION, CULTURE & TECHNOLOGY  
3520 PROSPECT STREET, NW, SUITE 311  
WASHINGTON, DC 20057  
[cct.georgetown.edu](http://cct.georgetown.edu)  
Phone: 202-687-6618  
Fax: 202-687-1720

June 15, 2020

To: T.J. Donovan  
Attorney General of the State of Vermont  
109 State Street  
Montpelier, VT 05609

From: J.R. Osborn

[REDACTED]

[REDACTED]

[REDACTED]

I write to implore you to examine the imminent dissolution and sale of Marlboro College, and to prevent the passage of Marlboro College's endowment out of the state of Vermont. **Marlboro offers a very unique model of higher education, and it is incredibly important that multiple models of higher education co-exist if we are to support and serve a diversity of student communities.** This is especially important in the current moment, as colleges and universities across the country are struggling to adapt and remain flexible in response to the ongoing public health situation. **Recent trends toward the consolidation of higher education, of which the Marlboro-Emerson merger is but one example, constrain student options. A standardization of educational offerings—both within institutions and across the types of available institutions—places unnecessary barriers on the diversity and inclusiveness of students pursuing higher education.**

I also hold specific concerns with the structure of the Marlboro-Emerson merger deal, and the precedent it sets for college mergers in the future. The current deal posits faculty as mobile assets that can be transferred from one institution to another, as if individual faculty members are part of a college's endowment. Not only does this interfere with the traditional academic safeguard of tenure, it also interferes with standard hiring and labor practices established by the American Association of University Professors. The transfer of faculty as "assets" circumvents required procedures like job postings and national searches, and the right of departments to choose their own members. At the same time, such transfers undercut the hard-won gains of the growing number of contingent and non-tenure line faculty, who are provided no redress with the acquiring institution and have no voice in the negotiations. In such a model, academic mergers become yet another tool through which the corporatization of higher education undermines the union representation and individual voices of contingent and full-time faculty alike. **If a merger of this sort is allowed to proceed, it sets a dangerous precedent in which larger, richer, or more "prestigious" institutions can prey on smaller, struggling colleges in order to acquire assets, faculty, and endowments.**

I am also not confident that the current Marlboro administration has worked in good faith to preserve the college. Rather the current president appears to have enriched himself while disregarding multiple suggestions and efforts from faculty, staff, alumni, and students seeking to save Marlboro. **Despite the college's financial troubles, the current Marlboro administration did not pursue a major capital campaign, nor did they alter the disproportionate expenses and salaries requested by the upper echelons of the college administration.** This in turn, put additional strain on the college's operating budget. Despite the urging of alumni, faculty, former faculty, and Marlboro community members, the current president and trustees have not sought alternative solutions.

Instead, the merger with Emerson was negotiated in private and announced to the community almost as a *fait accompli*. If such precedent becomes the norm, I am highly concerned that multiple small colleges in Vermont and elsewhere stand to be approached with offers to be acquired. **When university acquisitions are privately negotiated in private by only the upper-levels of institutional administration, they risk becoming merely the transfer of capital from one corporate entity to another, without any concern for the important non-financial goals of higher education.** Since many Vermont colleges adhere to a model of smaller, focused institutions, they are particularly susceptible to the risks of large out-of-state predatory institutions, and such mergers raise the possibility of millions of dollars in endowments leaving the state.

I therefore urge you to examine the Marlboro-Emerson merger carefully, not only with regard to the specifics of this particular merger, but also regarding the implications that such a precedent sets for institutions of higher education in the state of Vermont and elsewhere. Thank you very much for your consideration, and please do not hesitate to contact me if you require further information or a formal statement.

Sincerely,



J.R. Osborn



**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Friday, June 19, 2020 1:33:12 PM  
**Importance:** High

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E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

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**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Friday, June 19, 2020 1:28 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>	Daniel
<b>Last</b>	Picker
<b>Email</b>	[REDACTED]
<b>Phone Number</b>	[REDACTED]
<b>Mailing Address (required for a response)</b>	[REDACTED] Haddonfield, New Jersey 08033-3410
<b>Subject</b>	Marlboro College Destruction by Quigley and Saudek
<b>Message</b>	Dear Sir: I lived in Vermont from 1979-83, and then from 85-87 + 92 Summers only. I graduated from Marlboro College in 1982 with a BA in American Studies; I also graduated from Middlebury College in 1992 with an MA in English. I have written before. It is with a sense of hopelessness that I write to you with the hope that you can thwart, stop, and or invalidate, or nullify the actions of Kevin Quigley and Dick Saudek at Marlboro College who over the last 4+ years have worked to destroy the college. First, both men have little experience with the traditions and founding ethos of the college. Second, the college graduates only about 50 students per year, so the fact that most of the 5000 alumni of the

college and 700+ Marlboro College alums have signed a petition to stop Quigley and Saudek is significant. Third, Early professors of the college: Roland Boyden, Dick Judd, and Bill Davison, all worked for virtually nothing, taking a salary of just \$1 per year, for over 30 years; the spirit of the college is that the faculty and administration sacrifice to preserve the college; Quigley and Saudek have done exactly the opposite; they are using the entire endowment of the college and the value of its beautiful campus, both together valued at roughly \$45 million to line their own pockets and line the pockets of their cronies: the people they hire to do what they wish. Fourth, the Tradition upon which Marlboro College was founded and which appears in every catalog is the Tradition of the New England Town Meeting where students and alums as members of the community have an important say and stake in the goings on at the College. Quigley and Saudek have ignored the voices of those with far more experience with Marlboro College, including former President Tom Ragle, who served as president of the College for 23 years, and was the longest-standing college president in the United States, when he stepped down. Others include T. Hunter Wilson, who taught at the college for nearly 50 years! and Will Wootton, an alumnus of the college, who like T. Wilson has manned various administrative posts at the college. In 1982 Marlboro College had a very small endowment, perhaps not more than \$1 million. Even in 1994 its endowment was small; students sacrificed and so did faculty and staff to perpetuate the college and it has survived for over 70 years. But Quigley and Saudek have taken an easy route to liquidation to line their own pockets and those of their cronies; they have refused to listen to reason. They have hired lackeys to dispose of the college as quickly as possible and acted rashly when they faced criticism. Marlboro College is wealthier and more substantial than it has ever been in its entire history, and yet Quigley and Saudek have quickly moved to give away the entire endowment and sell the entire campus so that overpaid, newbie faculty and themselves can enjoy cushy jobs at Emerson College, all at the expense of MARLBORO COLLEGE'S LOYAL ALUMS AND BENAFACTORS WHO HAVE DONATED MILLIONS OF DOLLARS to erect buildings and grant scholarships. \$1000 will buy you a seat and a vote as a Marlboro College Trustee, but it will not buy you intelligence or understanding of Marlboro College. In addition, there has been no Transparency of the Financial proceedings at Marlboro College. At Marlboro College, honest, open discussion of these important issues remain paramount. I sat in the Marlboro College Dining Hall on evening in the winter of 1980, and Tom Ragle entered and spoke honestly about the College; he said the College's economic situation was not strong and the college could close, but "the Faculty are taking a cut in pay again" to preserve and save the college. And the college thrived and survived for another 35 years until the takeover by Quigley and Saudek, who know nothing about Marlboro College; they think you can move a few faculty and pay their salaries with the entire endowment and the value of the campus merely to keep them working at Emerson College, who will gladly reap another \$50 million in endowment growth. THIS is wrong and tragic; these actions of Quigley and Saudek have undermined and destroyed the college; they have encouraged students to transfer over the past two years, furthering undermining the college's chance for survival; they have thought merely of themselves and their pet cronies and faculty lackeys, all newbies who care little for the Traditions and Struggles of Marlboro College since 1946. They simply do not understand and do not care. There are millions of adjunct professors and instructors in the United States who would gladly teach at Marlboro College for 1/4 of the salaries of the present faculty, where the average class size is 5-8 students tops. Where is Daniel Webster when we need him? "It is a small college, but there are those who love her." Webster's words in the famous Dartmouth College v. The State of New Hampshire; at one time Middlebury College and Dartmouth College and Harvard University and Lincoln College Oxford, all had only 180 students EACH! I also studied at Harvard and Oxford, as did Tom

Ragle, but I have no degrees from Harvard or Oxford, but I can boast of two degrees, a BA from Marlboro College and an MA from Middlebury College, two venerable VERMONT colleges, they should survive, perhaps in a new way, and certainly without Quigley and Saudek, but with Wilson and Wootton, and the wisdom of Tom Ragle behind them and her, the College itself. Marlboro College needs a new birth, another chance, not hasty liquidation by a bunch of outsiders, bent on destruction and vindication of their refusal to stand by the college, and with their unwillingness to admit that their way is not The Marlboro College way at all. I ask you to void and nullify the rash and vindictive actions of Quigley and Saudek who in four short years have destroyed a venerable Vermont institution founded on the idea that it is a place where IDEAS MATTER, and the most important founding principle is that of The NEW ENGLAND TOWN MEETING. Give Marlboro College the chance and hope it deserves; nullify the outrageous actions of those deaf ears of Quigley and Saudek, who have refused for over a year, to listen to reason, and who have spitefully signed documents, and shoved those signed documents in a spiteful manner in the face of alums whose criticism they could not swallow or fathom, and have gleefully had their faces and hands and signatures photographed and placed on the College website to deliberately break the spirits of their critics: The Town Meeting of The Marlboro College Community, whom they refuse to heed or hear. Yours, Daniel H. Picker, [REDACTED]  
[REDACTED] Marlboro College, MA English Middlebury College

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**From:** [David Williamson](#)  
**To:** [Curtis, Christopher](#)  
**Subject:** Re: Public Communication re: Marlboro College  
**Date:** Friday, June 26, 2020 6:55:14 PM

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

Dear Attorney General Donovan,

I am aware that you have received many letters of concern regarding the transfer of the assets of The Corporation of Marlboro College, but I ask you perhaps spend an extra moment of your time in considering this one.

I am a professor of management, an alumnus of Marlboro College, a former employee of the College, and a resident of the Town of Marlboro. I am also certified in non-profit Board Leadership. I have been thinking about the Board of Trustees of the College and their fiduciary responsibilities, as well as the guidance of The Uniform Prudent Management of Institutional Funds Act, and recent information suggests that The Board has failed to follow the UPMIFA.

It has recently made news that Emerson College, the proposed beneficiary of the endowment of The College, is treating the students of Marlboro as a second class. While current Emerson students, and students admitted through the regular process for first year and transfer students, will be allowed to defer attendance this Fall as a result of COVID-19, Emerson has decided to treat the Marlboro transfers differently. The President of Emerson has said that Marlboro students who defer will lose their special tuition rates, a value of \$20,000 per year. This causes concerns for the following reasons:

1. The Marlboro Board of Trustees has always claimed that their choice to gift the endowment to Emerson was based on a desire to do what was in the best interests of the students. While their decision to take that action was expeditious and raised questions of due diligence, they remained steadfast in their assertions that the Emerson deal was the only option and that Emerson was dedicated to the Marlboro ethos and the duty of care to its legacy and students.
2. This demonstrates a gross disregard for the safety of Marlboro students on the part of Emerson, which gives rise to questions of their motives in making the deal they have. In other words, it would have been easy to previously suggest that they're just in it for a money grab, but it would have been difficult to prove. This disregard for safety of the Marlboro students puts a pretty clear frame to that allegation.

The questions raised by the actions of The Marlboro College Board of Trustees, and the administration of Emerson College, speak to the "duty of loyalty" and "good faith," to donor intent as prescribed by Vermont statute, Title 14, Chapter 120, § 3413, (a), (b). There can be no question that the intent of the donors to the endowment of Marlboro College would be their monies to not be used in a manner that both endangers the students and sets them in a position of a secondary class, as per subsection (a) as cited above. Further, the UPMIFA is clear that funds must be invested in "good faith" and with the "care" of an "ordinary prudent person." Should the Board choose to move forward in transferring the assets of the College to Emerson,

surely a prudent ordinary person would question the actions of Emerson to deny safety to the incoming Marlboro students and would challenge the veracity of Emerson's duty of care and good faith.

Additionally, Title 14, Chapter 120, § 3415, (a), (2), (3), require that in selecting an agent to manage the fund the Board is required to ensure that the management of the fund is consistent with the purposes of the fund, which the Board has stated was in maintaining the best interests of the students, and the ethos of Marlboro College; and that the Board must review the agent's actions to maintain compliance with the scope of the delegation. Emerson's actions to disregard the safety of the Marlboro students, and to treat them as a secondary class, is inconsistent with the Board's stated purpose of transferring assets to Emerson. The administration of Emerson owes a duty to exercise reasonable care in compliance with the scope and terms of the delegation (Title 14, Chapter 120, § 3415, (b)). As the Board has repeatedly stated that the purpose of the transfer was to be in the best interests of the College, the Students, and the Ethos, of the College, Emerson's public statements disregarding the safety of the students is not in keeping with the stated purpose, and does not fit with the ethos of the College.

Further, it should also be noted that communication by Emerson, and polling of the community to decide how to proceed with Fall academic activities, excluded the students transferring in from Marlboro, or were delayed and sent separately. This additionally supports the assertion that Emerson holds the Marlboro transfers to be of different standing than their other students. Again, this is not in keeping with the stated goals of the Marlboro Board of Trustees, and is a violation of the UPMIFA.

As the Attorney General it is incumbent upon you to enforce the statutes of The State of Vermont and I urge you to consider how these recent developments paint a picture of a failure of leadership on the parts of both the Marlboro College Board of Trustees, and the administration of Emerson college. With more than \$20MM – and possibly more than \$30MM depending on economic conditions relating to Marlboro endowment investment strategies – for Emerson to receive that amount of value, while disregarding the safety and wellbeing of the students, and with disregard to the values and mission of Marlboro College, would be a violation of the statutes stated above, and others not mentioned in this letter.

Please act in your capacity to intervene in the distribution, and dissolution, of the funds of Marlboro College in bad faith by bad actors. Apart from the violations of UPMIFA, there are also serious ethical questions to be asked about the motives of The Marlboro College Board of Trustees, as well as the desires of Emerson College, in these proposed agreements. It is my belief that if this transfer goes forward, particularly given these recent announcements, it will become more and more clear over the years that no one involved in these actions was acting with a duty of care, and indeed the primary motivators will be found to be self-interest with disregard to the values of The State of Vermont.

I have provided a link below to the article quoting leadership of Emerson regarding their intended future treatment of incoming Marlboro Students. I am at your service should you have any questions that I can answer with regards to my opinions here.

Sincerely,

Dr. David C. F. Williamson

<https://berkeleybeacon.com/marlboro-students-to-lose-financial-options-if-they-defer/?fbclid=IwAR3KBliITIOAwXIsaacAVER1MMSmNlaYRepuxR9hLwWSV3pzhTDwlnawD9E>

On Fri, Jan 17, 2020 at 2:02 PM Curtis, Christopher <[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)> wrote:

Dear Mr. Williamson,

Thanks for your letter. Appreciate you reaching out and expressing your concerns. Will 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

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.

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**From:** David Williamson [REDACTED]  
**Sent:** Thursday, January 16, 2020 10:50 AM  
**To:** Curtis, Christopher <[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)>  
**Subject:** Public Communication re: Marlboro College

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

Dear Mr. Curtis,

Recently the public emails to the AGs office have been shared between various members of the Marlboro community. In one particular email, dated the 5th of November, from Kevin Quigley to you, he states that, "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." That statement is patently false, and Keven either knew, or should have known, at the time that he was making a false claim to you. The real deal, as has been publicly announced by Kevin and the Board of Trustees is that in exchange for the endowment, campus, and other assets of the College, Emerson will employ all tenured and tenure track professors, and there is no deal to employ any staff members. Emerson will also not be employing any professors who were not tenure track or tenured, this includes adjuncts, visiting faculty, fellows, and others who were employed full time but not on a tenure track. From my best assessment this represents about 20 employees, assuming every single eligible faculty takes a position at Emerson, which is unlikely.

It has also been announced that Emerson will take all students who wish to enroll, but students are reporting that it will cost about \$15,000/year more to attend Emerson.

I was surprised to see Kevin's email to you, which characterizes the situation as much more beneficial to the employees of Marlboro College than it being publicly reported by Kevin and others.

In short, the proposal is to move more than \$40MM in valuation to Boston, in exchange for employing ~20 people, who would become Massachusetts employees, and accepting a number of students who may or may not be able to afford to attend Emerson.

I have attached a picture of the relevant email.

Best,

David

--

David Williamson, DBA

--

David Williamson, DBA

**From:** [Clark, Charity](#)  
**To:** [Matthews, Deborah](#); [Diamond, Joshua](#); [Mishaan, Jessica](#); [Curtis, Christopher](#)  
**Subject:** RE: Public Records Act request  
**Date:** Wednesday, June 24, 2020 1:41:35 PM

---

Another PRA request concerning Marlboro College. Thanks, Chris.  
Charity

---

**From:** Matthews, Deborah <Deborah.Matthews@vermont.gov>  
**Sent:** Wednesday, June 24, 2020 11:51 AM  
**To:** Clark, Charity <Charity.Clark@vermont.gov>; Diamond, Joshua <Joshua.Diamond@vermont.gov>; Mishaan, Jessica <Jessica.Mishaan@vermont.gov>  
**Subject:** FW: Public Records Act request  
**Importance:** High

## *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 [802-595-3803](tel:802-595-3803) (AGO remote number)  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

---

**From:** C.B. Hall [REDACTED]  
**Sent:** Wednesday, June 24, 2020 11:50 AM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Public Records Act request

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

To whom it may concern:

In accordance with V.S.A. Title 1, Section 316, please send me any and all documents, with such redactions as are necessary, in regard to the proposed sale of the assets of Marlboro College to Democracy Builders Fund, and to the related merger of Marlboro College with Emerson College, of Boston. In addition to such documents as the Attorney General's Office presently has in hand, please send me any other documents as the office receives them.

Please send these documents electronically, for example as pdf files, or in another readily readable format.

If you are not in a position to send the documents immediately, please explain the nature of any delay. Should you have questions, please call me at [REDACTED].

Sincerely,

(Mr.) C.B. Hall

[REDACTED]

**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Wednesday, June 17, 2020 10:18:31 AM  
**Importance:** High

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## *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 [802-595-3803](tel:802-595-3803) (AGO remote number)  
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:** Tuesday, June 16, 2020 10:22 PM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Contact Form submitted on Office of the Vermont Attorney General

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

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<b>Name</b>	Lisa
<b>Last</b>	Richardson
<b>Email</b>	
<b>Phone Number</b>	
<b>Subject</b>	Concern re: Marlboro College closure
<b>Message</b>	Dear Attorney General Donovan,

I write today as an alumna of Marlboro College with concerns about the plans to close the college and sell the campus. Specifically, I'm concerned that the plans presented by the College's leadership misconstrue the losses caused by these arrangements and their impacts.

The College's depiction of the planned merger (now framed as an "alliance") with Emerson College in Boston has always emphasized that Marlboro's unique form of education will be preserved. Yet Marlboro's place-based learning, where students develop critical thinking skills in a rural setting in the context of the self-governing tradition of New England will not transfer to the Institute with its name at Emerson.

Marlboro College's recent announcement that "an agreement had been reached" to have

the "complete archive collection" transferred to the University of Vermont seems to have left out the life's work of artist and long-term faculty member Frank Stout, whose permanent collection space at the College was funded by a grant from the foundation of artist and former Trustee Wolf Kahn. Rather than ensuring the stewardship of this collection, the College notified Stout's heir that she needed to arrange for the removal of her family member's legacy with only a matter of days to respond, during a pandemic, and from a different continent.

The planned sale of the college campus in Marlboro, VT to Democracy Builders was acclaimed by College leaders for its goodness of fit with the College's core values and traditions. Specifically, alumni were told that "The Degrees of Freedom model will also continue Marlboro's self-governing tradition through bi-weekly town hall meetings similar to those already in place at Democracy Prep." Yet when this depiction was explored further with a Degrees of Freedom spokesperson, it was clarified that their organization is "not a direct democracy." It was also evident that they had no idea what the Town Meeting governance model looks like, and knew nothing about its origins, legacy, or integration into the College's identity and functions.

These examples are part of a pattern of representation projected by the College leaders - that they are making the best decisions, have considered all options, have drawn everyone together and thoroughly explored every option, and therefore their final plan is always the best (and only) option. The true calculation of what will be lost, for the town of Marlboro and the region, as well as the state as a whole and its role as a steward of culture, education, and civic engagement, seems to always be eclipsed by claims of the rightness and inevitability of the plan presented.

I hope your office can undertake a discerning examination of what is at truly at stake in the closure of Marlboro College, the gifting of its endowment to Emerson College, and the sale of its Marlboro, Vermont campus.

Thank you,  
Lisa Richardson  
Marlboro College 

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**From:** [Save Marlboro College](#)  
**To:** [AGO - Info](#)  
**Cc:** [Curtis, Christopher](#)  
**Subject:** Sale of Marlboro College Campus  
**Date:** Monday, June 22, 2020 9:49:21 AM  
**Attachments:** [Outlook-horizontal.png](#)

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

Dear AGO,

I am very concerned about the pending sale agreement entered into by Marlboro College and this entity known as Democracy Builders Fund Inc.

Notice of the Purchase and Sale agreement was sent to the AGO on June 2, 2020.

The AGO responded with a letter to Marlboro College indicating that the Purchase and Sale agreement should be submitted in conjunction with the proposed transaction to take place between Marlboro College and Emerson College in Boston, MA.

The statute indicates that the College must give 20 days written notice to the AGO before selling real estate in this situation. The AGO has indicated to the press that it neither approves or disapproves mergers but just reviews them. It appears that the AGO also needs not to approve or disapprove a real estate transaction, but rather, only be noticed of it and given a chance to intervene.

I am concerned that the College is taking the position that legal notice to the AGO has been given and they are free to finalize the purchase and sale agreement effective tomorrow.

I feel the AGO should file with the court an injunction to prohibit this sale.

If the AGO feels an injunction is not necessary I would like know why.

If the AGO has not take steps to prevent this sale from completing I will plan to do the best that I can to ask the Windham County Superior Court to intervene.

Thank you .

Sincerely,

Martin Heck



**Martin Heck**



Attorney General TJ Donovan  
109 State Street  
Montpelier, VT 05609  
June 18, 2020

Dear A.G. Donovan,

We are writing to you to convey serious financial concerns about the non-profit [501(c)3] Democracy Builders Fund (DBF), an entity that, on May 22, 2020, signed a purchase and sale agreement for “the former Marlboro College Campus, consisting of approximately 50 buildings on approximately 533 acres of land”.

Quick basic research has found that:

1) Democracy Builders Fund lost its non-profit status between 11/15/16 and 1/10/2018 *because it failed to file legally required 990's for at least three years in a row.*<sup>1</sup> In our experience, the only reasons a non-profit would not file 990's for three years in a row are a) lack of knowledge of the legal requirement to do so, b) they are or are going defunct, or c) something untoward is going on. For DBF, the first two reasons are unlikely and irrelevant, respectively. That leaves c).

2) In addition, *DBF has not filed legally required 2017 or 2018 990's.* The most current 990 filed is DBF's 2016 return. This means that the most recent public financial information available for DBF is for June 30, 2017 — almost three years ago.

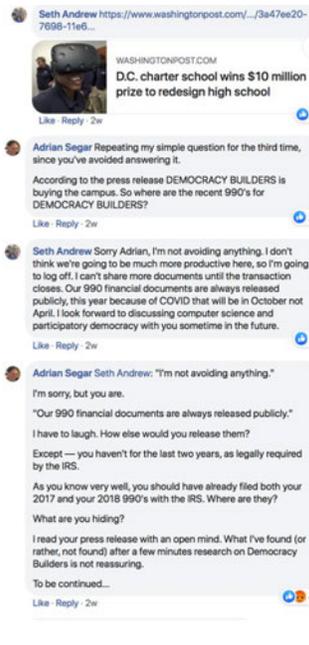
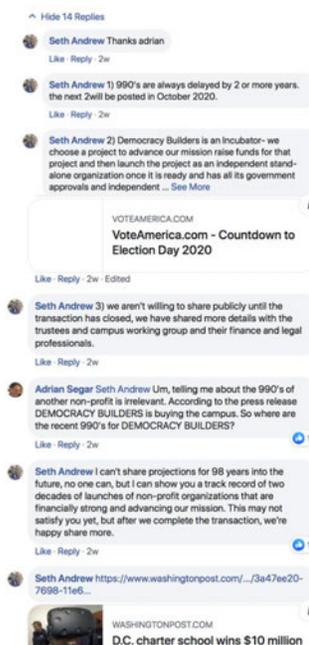
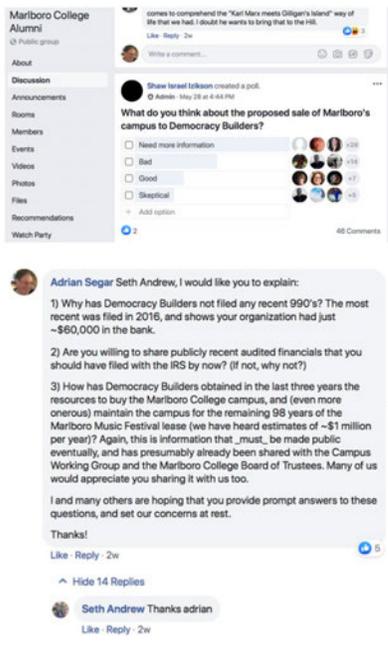
When asked about these missing 990's in a public Facebook group “Marlboro College Alumni” on May 28, 2020<sup>2</sup>, Seth Andrew, the Board Chairman of DBF, refused to answer questions about them, as can be seen in the screenshot of the conversation below<sup>3</sup>:

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<sup>1</sup> On the latter date the IRS reinstated DBF's non-profit status retroactively to 11/15/16.

<sup>2</sup> <<https://www.facebook.com/groups/marlborocollegealumni/>>

<sup>3</sup> At the time Seth Andrew's press release stated that Democracy Builders, a different non-profit, was buying the campus. Democracy Builders has also not filed recent 990's.



3) The sales price for the Marlboro College Campus is redacted on the purchase and sale agreement. The campus and buildings are fairly valued at ~\$10 million, and an expected purchase price of ~\$5 million has been publicly stated by the Marlboro College President Kevin Quigley. So we may assume that the sales price is in the order of millions of dollars.

In addition, a much larger financial commitment will be incurred by the purchaser of the campus: the contracted responsibility to maintain the campus for the 99-year life of the Marlboro Music Festival Lease — copy available here<sup>4</sup> or from the Town of Marlboro Office — at a cost publicly stated by Marlboro College President Kevin Quigley to be currently around \$1.0 - \$1.5 million per year.

So the purchase and sale agreement submitted, commits Democracy Builders Fund to an initial expenditure of millions of dollars, plus subsequent annual expenses of a million dollars or more.

The most recent 990 (2016) for Democracy Builders Fund, the legal entity purchasing the campus, shows end of year current assets of

4

<<https://www.dropbox.com/s/beivbe83r9bcl6t/Music%20Festival%20lease.rtf?dl=0>>

\$349,201. Income and Net Assets for the three most recent 990's available are as follows:

	Income	EOY Net Assets
2014	\$49,865	\$296,091
2015	\$45,014	\$341,105
2016	\$237,096	\$349,201

These figures show no visible capability for DBF to provide the millions of dollars needed for the purchase of the campus or the millions of dollars needed annually for campus upkeep.

Emerson College has made it clear that they want Marlboro College to sell its campus and associated ongoing liabilities before the Emerson-Marlboro agreement is finalized. Presumably this is because they recognize the significant financial liability of owning a property that, if not put to income-producing use, will drain the owner of a million dollars or more per year for decades.

This creates great pressure for the Trustees of Marlboro College to sell the property before the Emerson deal is signed.

The Attorney General's letter "6-9-20 Letter Response - Marlboro.pdf" states, the AG's "review of Marlboro's proposed transactions (campus sale and agreement with Emerson college) necessarily must be reviewed concurrently given their interrelated nature. To that end, per 11B V.S.A. 12.02(g), we continue to request at least 20 days to review both transactions starting from the time of formal notice of the Marlboro-Emerson transaction."

### **Summary of what is known**

1) Emerson College has made it clear that they want Marlboro College to sell its campus and associated ongoing liabilities before the Emerson-Marlboro agreement is finalized.

2) The Trustees of Marlboro College are, thereby, under great pressure to sell the property before the Emerson deal is signed.

3) Democracy Builders Fund has shown:

- a) A clear pattern of avoiding legally required public filings of its financial statements (*at least five 990's not filed in timely fashion since the non-profit's formation in 2014*), and
- b) No obvious capability to fund the purchase of and maintenance of the campus in accordance with the Marlboro Music Festival's lease.

**What we request**

We request that the Vermont Attorney General thoroughly investigate Democracy Builders Fund to reassure Vermonters that it has a reasonable likelihood of fulfilling its financial obligations under the sales agreement it has signed with the Marlboro College Board of Trustees.

**Conclusion**

Vermonters have had to endure the recent EB-5 fraud scandal involving the Northeast Kingdom Development project, and the consequential five-year old literal "giant hole" in the Town of Newport. We believe that our State and the Town of Marlboro do not want a giant abandoned college campus at its heart, due to the failure of the Office of the Attorney General to perform due diligence on this impending sale.

Yours sincerely,

**Bob Anderson,** [Redacted]

**Jonathan Morse,** [Redacted]

**Lauren Poster,** [Redacted]

**Adrian Segar,** [Redacted]

**T. Wilson,** [Redacted]

*Nora Wilson,*



**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Letter concerning the proposed sale of the Marlboro College campus to Democracy Builders Fund  
**Date:** Thursday, June 18, 2020 10:33:03 AM  
**Attachments:** [Attorney General TJ Donovan DBF serious financial concerns Jun-18-2020 letter.docx](#)  
**Importance:** High

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## *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 **802-595-3803 (AGO remote number)**  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

---

**From:** Adrian Segar [REDACTED]  
**Sent:** Thursday, June 18, 2020 10:25 AM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Letter concerning the proposed sale of the Marlboro College campus to Democracy Builders Fund

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

Dear A.G. Donovan,

Please find attached a letter signed by myself and five other Marlboro Town residents, conveying serious financial concerns about the proposed sale of the Marlboro College campus to Democracy Builders Fund.

We would appreciate confirmation of receipt of this letter.

In addition, please keep me informed of all public correspondence between the AG office and the parties to this sale, namely Marlboro College, Democracy Builders, and Democracy Builders Fund. (If you require me to request this formally in some other way, please let me know how to do so.)

With thanks and best wishes,

—Adrian Segar—

[REDACTED]

[REDACTED]



**From:** [Matthews, Deborah](#)  
**To:** [Clark, Charity](#); [Diamond, Joshua](#); [Mishaan, Jessica](#)  
**Cc:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Public Records Request Form Form submitted on Office of the Vermont Attorney General  
**Date:** Monday, June 22, 2020 2:53:40 PM  
**Importance:** High

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(cc-ing Chris, Jamie and Will because it involves Marlboro College)

## *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 **802-595-3803 (AGO remote number)**  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

---

**From:** Office of the Vermont Attorney General <ago.helpdesk@vermont.gov>  
**Sent:** Monday, June 22, 2020 2:52 PM  
**To:** AGO - Public Records Requests <AGO.PublicRecordsRequests@vermont.gov>  
**Subject:** Public Records Request Form Form submitted on Office of the Vermont Attorney General

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

---

<b>Name</b>	Adrian
<b>Last Name</b>	Segar
<b>Address</b>	 Marlboro, VT 05344 United States
<b>Email</b>	
<b>Phone Number</b>	

---

**Please describe the records you are requesting and provide as much specificity as possible, including applicable date ranges.**

All public AGO records or public portions of records of communications between the Vermont Attorney General's Office and any and all parties, individuals or corporate, that involve in any way:

- 1) The sale of the Marlboro College campus to Democracy Builders Fund or another party.
- 2) The proposed agreement between Marlboro College and Emerson College to transfer the assets of the former to the latter.

I request that copies of such records that have been received since June 1, 2020 be supplied, and that all future records be sent as soon as possible

once they are received until the sale of the campus has been approved by the AG's Office AND the Marlboro-Emerson transfer of assets has been approved AND all outstanding legal issues involving the AG's Office have been resolved.

I am willing to pay reasonable fees to receive these records (preferably via email + attachments), though I hope payment can be avoided if possible.

Thanks for your assistance!

Adrian Segar

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<b>Please take note of the following disclaimer:</b>	<ol style="list-style-type: none"><li>1. This public records request, including any associated correspondence, will be considered a public record in its entirety. As such, it will be made available to any member of the public upon request.</li><li>2. Do not include any sensitive information, such as medical information, financial account numbers, or Social Security numbers. The AGO will contact you if additional information is required.</li><li>3. Submission of this form does not constitute receipt of it by the AGO. Your public records request will be considered received on the next business day following its submission.</li></ol>
<b>Agreement</b>	I agree that I have read the directions and disclaimers on this form and that the information that I have provided is accurate to the best of my knowledge. Clicking the Declaration below is equivalent to my electronic signature.
<b>Declaration (Required)</b>	Declaration (Required)
<b>Date Submitted</b>	June 22, 2020

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**From:** [Matthews, Deborah](#)  
**To:** [Clark, Charity](#); [Diamond, Joshua](#); [Mishaan, Jessica](#)  
**Cc:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Public Records Request Form Form submitted on Office of the Vermont Attorney General  
**Date:** Monday, June 22, 2020 2:53:40 PM  
**Importance:** High

---

(cc-ing Chris, Jamie and Will because it involves Marlboro College)

## *Deb Matthews*

Administrative Assistant  
Office of the Attorney General | GCAL  
109 State Street, 3<sup>rd</sup> Floor  
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---

**From:** Office of the Vermont Attorney General <[ago.helpdesk@vermont.gov](mailto:ago.helpdesk@vermont.gov)>  
**Sent:** Monday, June 22, 2020 2:52 PM  
**To:** AGO - Public Records Requests <[AGO.PublicRecordsRequests@vermont.gov](mailto:AGO.PublicRecordsRequests@vermont.gov)>  
**Subject:** Public Records Request Form Form submitted on Office of the Vermont Attorney General

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

---

<b>Name</b>	Adrian
<b>Last Name</b>	Segar
<b>Address</b>	<div style="background-color: black; width: 100px; height: 15px; margin-bottom: 5px;"></div> Marlboro, VT 05344 United States
<b>Email</b>	<div style="background-color: black; width: 100%; height: 15px;"></div>
<b>Phone Number</b>	<div style="background-color: black; width: 100%; height: 15px;"></div>

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**Please describe the records you are requesting and provide as much specificity as possible, including applicable date ranges.**

All public AGO records or public portions of records of communications between the Vermont Attorney General's Office and any and all parties, individuals or corporate, that involve in any way:

- 1) The sale of the Marlboro College campus to Democracy Builders Fund or another party.
- 2) The proposed agreement between Marlboro College and Emerson College to transfer the assets of the former to the latter.

I request that copies of such records that have been received since June 1, 2020 be supplied, and that all future records be sent as soon as possible

once they are received until the sale of the campus has been approved by the AG's Office AND the Marlboro-Emerson transfer of assets has been approved AND all outstanding legal issues involving the AG's Office have been resolved.

I am willing to pay reasonable fees to receive these records (preferably via email + attachments), though I hope payment can be avoided if possible.

Thanks for your assistance!

Adrian Segar

---

<b>Please take note of the following disclaimer:</b>	<ol style="list-style-type: none"><li>1. This public records request, including any associated correspondence, will be considered a public record in its entirety. As such, it will be made available to any member of the public upon request.</li><li>2. Do not include any sensitive information, such as medical information, financial account numbers, or Social Security numbers. The AGO will contact you if additional information is required.</li><li>3. Submission of this form does not constitute receipt of it by the AGO. Your public records request will be considered received on the next business day following its submission.</li></ol>
<b>Agreement</b>	I agree that I have read the directions and disclaimers on this form and that the information that I have provided is accurate to the best of my knowledge. Clicking the Declaration below is equivalent to my electronic signature.
<b>Declaration (Required)</b>	Declaration (Required)
<b>Date Submitted</b>	June 22, 2020

---

**From:** [Curtis, Christopher](#)  
**To:** [REDACTED]  
**Subject:** Your PRA Request  
**Date:** Tuesday, June 23, 2020 12:09:00 PM

---

Dear Mr. Segar,

Thank you for your public records request of yesterday. And, for our follow-up discussion today. You requested:

“All public AGO records or public portions of records of communications between the Vermont Attorney General's Office and any and all parties, individuals or corporate, that involve in any way:

- 1) The sale of the Marlboro College campus to Democracy Builders Fund or another party.
- 2) The proposed agreement between Marlboro College and Emerson College to transfer the assets of the former to the latter.”

After discussion, we confirmed that for correspondence from Vermonters we may continue to produce on monthly basis either by link or by sending to you so you have access to those documents. Thank you.

You may find public records responsive to your first request here: <https://ago.vermont.gov/wp-content/uploads/2020/06/2020-06-11-Curtis-further-response-to-Heck-w-docs.pdf>

Other correspondence is also available online here: <https://ago.vermont.gov/2020-vermont-attorney-generals-office-public-record-act-requests-and-responses/>

With respect to your second request we have not yet received notice of the proposed transfer of assets between Marlboro College and Emerson College. In light of that, you requested (as another requester has done) to treat this as a standing request as to notice of proposed transactions by Marlboro College. I am happy to do so.

Thank you for your time and consideration.

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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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:** [Curtis, Christopher](#)  
**To:** [REDACTED]  
**Subject:** Your PRA Request  
**Date:** Tuesday, June 23, 2020 12:09:00 PM

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Dear Mr. Segar,

Thank you for your public records request of yesterday. And, for our follow-up discussion today. You requested:

“All public AGO records or public portions of records of communications between the Vermont Attorney General's Office and any and all parties, individuals or corporate, that involve in any way:

- 1) The sale of the Marlboro College campus to Democracy Builders Fund or another party.
- 2) The proposed agreement between Marlboro College and Emerson College to transfer the assets of the former to the latter.”

After discussion, we confirmed that for correspondence from Vermonters we may continue to produce on monthly basis either by link or by sending to you so you have access to those documents. Thank you.

You may find public records responsive to your first request here: <https://ago.vermont.gov/wp-content/uploads/2020/06/2020-06-11-Curtis-further-response-to-Heck-w-docs.pdf>

Other correspondence is also available online here: <https://ago.vermont.gov/2020-vermont-attorney-generals-office-public-record-act-requests-and-responses/>

With respect to your second request we have not yet received notice of the proposed transfer of assets between Marlboro College and Emerson College. In light of that, you requested (as another requester has done) to treat this as a standing request as to notice of proposed transactions by Marlboro College. I am happy to do so.

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** AGO Voicemail  
**Date:** Monday, June 22, 2020 11:31:18 AM  
**Importance:** High

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DATE: 6-22-2020

TIME: 11:07am

FROM: Adrian Segar

PHONE: [REDACTED]

MESSAGE: Hi, my name is Adrian Segar, and I sent a letter to the Vermont Attorney General concerning the Marlboro College campus purchase last Thursday and requested some confirmation that it had been received, firstly, and secondly also requested that future public correspondence between the sale parties, Marlboro College and Democracy Builders Fund, be sent to me. I have not received any response to the letter, I don't know if you've received it, and I don't know anything about my request. I would appreciate a call at [REDACTED]. Adrian Segar. [REDACTED]. I live in Marlboro, Vermont. Thank you.

## *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 **802-595-3803 (AGO remote number)**

E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

**From:** [Curtis, Christopher](#)  
**To:** [REDACTED]  
**Subject:** Your PRA Request  
**Date:** Wednesday, June 17, 2020 12:20:00 PM

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Dear Mr. Seitz,

Thank you for taking my call today. After discussion, you agreed to review the publicly available material already posted to our website in response to your public records request in lieu of additional time or resources we might need to expend in response. In addition, you asked if I could provide you with the notice provided to our office relating to any proposed Marlboro-Emerson transaction. While we have not yet received that notice I will treat this as a standing request that provides us the statutory response time upon receipt of any public records received relating to that notice. Please let me know if you have any questions.

Thank you for your consideration, and for your interest in the Office of the Vermont 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

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**From:** [REDACTED]  
**To:** [Curtis, Christopher](mailto:Christopher.Curtis@vermont.gov)  
**Subject:** Re: Your PRA Request  
**Date:** Wednesday, June 17, 2020 1:23:50 PM

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

Hi Chris,

After reviewing the already available documents on the Vermont Attorney Generals website, I think they are sufficient enough to cancel my current public records request.

As we discussed, I would still like to put in a standing request with your office for documents pertaining to the Marlboro-Emerson agreement from this point forward.

Thanks,

--

Jacob Seitz (he/him/his)

[REDACTED]

On Jun 17, 2020, at 12:21 PM, Curtis, Christopher  
<[Christopher.Curtis@vermont.gov](mailto:Christopher.Curtis@vermont.gov)> wrote:

Dear Mr. Seitz,

Thank you for taking my call today. After discussion, you agreed to review the publicly available material already posted to our website in response to your public records request in lieu of additional time or resources we might need to expend in response. In addition, you asked if I could provide you with the notice provided to our office relating to any proposed Marlboro-Emerson transaction. While we have not yet received that notice I will treat this as a standing request that provides us the statutory response time upon receipt of any public records received relating to that notice. Please let me know if you have any questions.

Thank you for your consideration, and for your interest in the Office of the Vermont Attorney General.

Best, Christopher

Christopher J. Curtis  
Chief, Public Protection Division  
Office of the Attorney General  
State of Vermont

109 State Street  
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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#)  
**Cc:** [Sudbay, William](#)  
**Subject:** FW: Contact Form submitted on Office of the Vermont Attorney General  
**Date:** Monday, June 8, 2020 11:24:08 AM  
**Importance:** High

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## *Deb Matthews*

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109 State Street, 3<sup>rd</sup> Floor  
Montpelier, VT 05609  
Phone | 802-828-3689 **802-595-3803 (AGO remote number)**  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

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**From:** Office of the Vermont Attorney General <ago.helpdesk@vermont.gov>  
**Sent:** Saturday, June 6, 2020 10:57 AM  
**To:** AGO - Info <AGO.Info@vermont.gov>  
**Subject:** Contact Form submitted on Office of the Vermont Attorney General

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

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<b>Name</b>	Richard
<b>Last</b>	Stowe
<b>Email</b>	[REDACTED]
<b>Phone Number</b>	[REDACTED]
<b>Mailing Address (required for a response)</b>	[REDACTED] Lake Worth, Florida 33460
<b>Subject</b>	Marlboro College closure

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**Message** I graduated from Marlboro College in the class of 1980 with a bachelor of science in Environmental Science. I write to request that the Attorney General's office immediately halt the planned sale of the Marlboro College campus and merger of the College with Emerson College.

The President, Kevin Quigley, and the Board of Trustees are acting against the best interests of Marlboro College students, future Marlboro College students, faculty, alumni, administrators, past faculty. The Trustees actions appear to be a breach of fiduciary duty to

individuals, or entities that contributed to Marlboro College's \$30 million endowment. A number of its Trustees may be serving longer than term limits allow.

I believe just a few acres of its rural campus is used for educational or Music Festival purposes. The College campus ranges in size from 360 to 500 acres. Perhaps University of Vermont might be interested in establishing a Forestry program, or school on the Marlboro campus. Cornell University, one of the Ivy League schools, has State of New York funded schools or departments. That public-private partnership appears to have worked quite well.

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**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Marlboro College Closure  
**Date:** Tuesday, June 16, 2020 3:23:51 PM  
**Importance:** High

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## *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 [802-595-3803](tel:802-595-3803) (AGO remote number)  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

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**From:** [REDACTED]  
**Sent:** Tuesday, June 16, 2020 3:08 PM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Marlboro College Closure

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

Dear Attorney General Donovan,

I am writing to request that you investigate and stop the unnecessary closure of Marlboro College, sale of the campus to Democracy Builders, and gift of Marlboro College's assets to Emerson College.

The proposed program at Emerson College will not replicate the singular form of education combining critical analysis, applied reasoning, artistic exploration, and intellectual rigor in a self-governing community.

This place-based learning on a remote mountain hillside where the accountability of small town living and connection to the land play a central role will not transfer to an urban setting.

I believe this plan fails the test of equivalency in the transfer of assets between non-profit organizations. Further, the decision was enacted without transparency, contrary to the commitment to self-governance in the college's charter. Opposition to the plan, both on and off campus, was systematically silenced.

Many alumni were totally unaware that the school was in danger of closing, in fact just a year before the administration claimed they were on good financial ground. I am curious if this was an illegal plan to embezzle the legacy and leave the school in ruin. This plan would be an incalculable loss for Vermont, economically, culturally and

historically.

The current Board of Trustees and President have an established track record of ineffective stewardship and should not be permitted to go forward with these two major decisions that will effectively end the institution.

Jayne Taylor Taraski '67

Hampton, New Hampshire Edisto Island, South  
Carolina



, Jessica Taylor Taraski 1991

**From:** [Matthews, Deborah](#)  
**To:** [Curtis, Christopher](#); [Renner, Jamie](#); [Sudbay, William](#)  
**Subject:** FW: Marlboro College  
**Date:** Monday, June 22, 2020 9:42:31 AM  
**Importance:** High

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## *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 [802-595-3803](tel:802-595-3803) (AGO remote number)  
E-Mail \ [deborah.matthews@vermont.gov](mailto:deborah.matthews@vermont.gov)

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**From:** Carrie Towle [REDACTED]  
**Sent:** Monday, June 22, 2020 9:41 AM  
**To:** AGO - Info <[AGO.Info@vermont.gov](mailto:AGO.Info@vermont.gov)>  
**Subject:** Marlboro College

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

Dear Attorney General Donovan,

Please add my voice to the opinions expressed by David Williamson in his letter to you concerning Marlboro College. Please act in your capacity to intervene in the distribution, and dissolution, of the funds of Marlboro College.

Sincerely,  
Carrie Towle  
[REDACTED]  
Dummerston, VT 05301

THOMAS W. COSTELLO  
Admitted in VT, MA & NH

SHARON J. GENTRY  
Admitted in VT

JEFFREY G. MORSE  
Admitted in VT

KEVIN ROGERS  
Admitted in VT



Costello, Valente & Gentry  
*A Professional Corporation of Lawyers*

JAMES A. VALENTE  
Admitted in VT and NH

ADAM WAITE  
Admitted in VT and NY

SARAH VANGEL  
Admitted in VT and MA

MARGARET SHUGART  
Admitted in VT

June 9, 2020

Kevin Quigley, President  
Marlboro College  
2582 South Road  
Marlboro, Vermont 05301

Re: JALF Scholarship

Dear Kevin:

We represent the Jedediah Adam Leland Fels Prize Framing Collective, which funded and has authority over the JALF Scholarship. Please direct future correspondence to us.

As you probably know, the JALF Scholarship was conceived in 2014 to honor the memory of Jed Fels ('92). It is to be awarded to a Marlboro College underclassperson with a unique sense of humor and provocative role in the community, who embodies the values that make Marlboro College a unique place.

The terms of the scholarship were memorialized in messages between Cate Marvin (on behalf of JALF) and Kathy Waters, who was the Alumni Director. A copy of their correspondence is enclosed herewith and marked Exhibit 1.

In the beginning, Cate simply wanted to donate in Jed's memory. Kathy suggested the scholarship, which would be a "one time" effort, "since it's hard to know if we'd continue to raise enough funds each year." See Exhibit 1 at 1. In July of 2014, Cate agreed to contact alumni to see if there was enough interest to support it. Id.

Pledges began almost immediately, with an initial goal of \$5,000.00. Id. at 2. On August 5, Cate and Kathy met, raised the goal to \$20,000.00, and discussed some basic terms for giving. Most relevantly, Cate asked whether the alumni associated with JALF could "have a say in who receives the prize." Id. at 5. Kathy told her they could not, because it was "prohibited by Federal law." Id.

By the end of August, pledges amounted to more than \$11,000.00 for prizes to be awarded in each of the following two years. Id. at 5. Kathy wrote to Cate that "you could decide to establish and announce the fund at the 2015 Commencement...[and] take \$500.00 from the money that has come in and award one prize sooner than the endowed funds were available." Id.



By November of 2014, more than \$12,000.00 had been raised. **Id.** at 16. Cate was interviewed for The Record about the project. **Id.** at 17. The outstanding pledges were slowly collected, and in December, \$10,000.00 had been donated. **Id.** at 18. According to Kathy, this meant they were past the “milestone” to endow. **Id.**

Kathy began to solicit the terms of the scholarship from Cate, who acted as agent for JALF. In February, Cate told Kathy that the prize must go to a freshman or sophomore. **Id.** at 20. Cate also created the term of the scholarship: it would go to “an individual...who demonstrates a passion for the literary and/or dramatic arts, and whose sense of humor, and unique or even provocative community presence *embodies the core values of the College.*” **Id.** (emphasis added).

On February 11, 2015, Kathy asked Cate to confirm that the JALF group was agreeable to those terms. **Id.** On February 14, Cate confirmed it, and specified that the group had voted in the affirmative. **Id.** at 21.

It appears that between 2015 and 2018, it is unclear to what extent Marlboro College was in control of the scholarship. When Kathy was replaced by Maia Segura, Maia needed to run a report to determine who had received the prize, and how much had been awarded. **See** E-mail from Twining to Segura (including chain), attached hereto and marked Exhibit 2. Marlboro officials were only able to figure out the amount of the award in two of the preceding three years. **Id.**

In October of 2018, Maia raised the possibility of making the award need-based in an e-mail to Cate. **See** Exhibit 4, attached hereto. Maia recognized that the authority to make this decision rested with JALF (“I’ll leave that decision to you.”). **Id.** In addition, Maia asked for permission for Marlboro “to have a role in deciding who will receive the award,” evidencing that Kathy’s prior representation—that donors were prohibited from making this decision by “federal law”—had not come to pass. **Id.**

In November of 2019, Maia contacted Cate about the merger with Emerson, which Maia thought was inevitable. **See** Exhibit 3, attached hereto, at 14. Maia plainly recognized that Cate was the agent for JALF, and that JALF—a prize for someone who “embodies the core values of Marlboro College,” to be awarded to an underclassperson at Marlboro college—would not work once Marlboro College ceased to exist and was absorbed into Emerson as nothing more than a “studies program.” **See** Emerson, Marlboro College Look to Combine Creative Forces, available at: <https://www.emerson.edu/creative-forces/emerson-marlboro-college-alliance> (Accessed May 29, 2020).

Maia did not want to eliminate the scholarship and return the money to JALF. Instead, she asked Cate for permission to take the money donated to honor Jed Fels be “repurposed” to fund a prize named after Rod Gander, to be awarded to a “journalism student in the institute that demonstrates...intellectual tenacity and boots on the ground grit...” **See** Exhibit 2 at 14. Maia acknowledged that “Rod would hate it,” but was hopeful the JALF group would like the idea and concluded by noting: “Holy fuck I need more coffee.” **Id.**

