

**IN THE SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
CIVIL DIVISION**

**The Trustees of the Corcoran Gallery of
Art,**

Petitioner,

v.

The District of Columbia,

Respondent,

Civil Action No. 2014 CA 003745 B

Judge Robert Okun

NEXT EVENT: JULY 18, 2014

**PRAECIPE OF JOINT SUBMISSION BY PETITIONER AND RESPONDENT
OF PUBLIC COMMENTS RECEIVED**

On June 18, 2014, Petitioner the Trustees of the Corcoran Gallery of Art (“Corcoran”) initiated this proceeding. On June 24, Petitioner filed a motion seeking the entry of an order granting *cy prè*s (“Motion”), to allow the Petitioner to implement agreements that have been negotiated with the National Gallery of Art and The George Washington University.

With the concurrence of the Court, the Motion was set for hearing at 2:30 pm on July 18. The Petitioner and Respondent informed that the Court that as part of the process leading to the hearing, they would announce the pendency of the Motion, provide an opportunity for the public to comment on the Motion, and thereafter compile the comments received. The Respondent, through its Attorney General (“District”), and the Petitioner each posted a notice, or made a press release, on their respective websites that provided information on the opportunity for the public to comment on the Motion and access to the Petitioner’s filings. They requested that comments be made by noon on July 15.

As represented to the Court, the Parties herewith jointly submit the public comments

received as of July 15.¹ Fifty-three comments were received, as shown on the attached Index Of Comments On The Corcoran's Cy Pres Motion. The comments were received from a variety of sources, different persons, including an advocacy group, students of the Corcoran College of Art + Design, alumni, other interested persons, and other organizations.

Because of the nature and timing of the comment procedure, Petitioner the Corcoran will not file a formal response, but reserves the right to address the comments and will respond to any questions the Court may raise. The District has responded generally to the comments and reserves the right to respond further to them and to any questions the Court may raise.

Respectfully submitted,

IRVIN B. NATHAN
Attorney General for the District of Columbia

ELLEN A. EFROS
Deputy Attorney General, Public Interest Division

/s/ Bennett Rushkoff
BENNETT RUSHKOFF (Bar #386925)
Chief, Public Advocacy Section

/s/ Catherine A. Jackson
CATHERINE A. JACKSON (Bar #1005415)
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001
(202) 442-9864
catherine.jackson@dc.gov

Dated: July 16, 2014

Attorneys for the District of Columbia

/s/ Charles A. Patrizia
Charles A. Patrizia (Bar #228999)
Paul Hastings LLP
875 15th Street, N.W.
Washington, DC 20005
(202) 551-1700

¹ Several comments were received after the deadline that had been set, but are included in this submission.

/s/ David S. Julyan
David S. Julyan
Julyan & Julyan
1100 G Street, NW, Suite 655
Washington, DC 20005

Dated: July 16, 2014

Counsel for Petitioners

INDEX OF COMMENTS ON THE CORCORAN'S CY PRES PETITION

Commentor	E-Mail / Contact	Date
Botwinick, Michael	mbotwinick@hrm.org	06/26/2014
McLellan, Jayme	jayme@civilianartprojects.com savethecorcoran.org	06/26/2014
Turpie, Nicholas	coleturpie@gmail.com	06/27/2014
Smith, Laura	laura_smith@corcoran.edu	06/29/2014
McMillen, C. Thomas	ctm611@msn.com	06/30/2014
Hoffman, Noah	Hoffmannnoah011@gmail.com	06/30/2014
Cavanaugh, John on behalf of Consortium of Universities of the Washington Metropolitan Area	jcavanaugh@consortium.org	07/02/2014
Guy, Laurel	Llgmotiongraphics.com 915creative@gmail.com	07/03/2014
Frame, Kara	kara_frame@corcoran.edu	07/03/2014
Baldwin, Paul	paul_baldwin@corcoran.edu	07/03/2014
Quesada, Jacinta	jque28@yahoo.com	07/03/2014
Douglas, Keri	keridouglas@mac.com	07/03/2014
Clark, Karen	karenlynnclark@gmail.com	07/03/2014
Ford W. Bell on behalf of the American Alliance of Museums	fbell@aam-us.org	07/03/2014
Roseberry, Tammy	tammy_roseberry@corcoran.edu	07/04/2014
Tuft, Sarah	sarah@sarahtuft.com	07/05/2014
Greene, Judybeth	jgreene@corcoran.edu	07/05/2014
Dunlap, Bill and Burgess, Linda	burlap@mindspring.com; williamdunlap.com	07/07/2014
Blistein, Burton	blistein@verizon.net; c/o bsavage@singularconsultants.com	07/07/2014
Harding, Olivia	olivia_harding@corcoran.edu	07/08/2014
Glover, J. Denis "(Jay")	jayglover@me.com	07/08/2014
Ringwald, Marie	marieringwald@mac.com	07/09/2014
Opinsky, James	james.opinsky@zzmobius.com	07/09/2014
Livingston, Jane	jane@diebenkorn.org	07/10/2014
DelVillan, Ashley	ashley_delvillan@corcoran.edu	07/10/2014
Liz-Lepiorz, Lucien	lucien_lizleporz@corcoran.edu	07/10/2014

Commentor	E-Mail / Contact	Date
Goley, Mary Anne	maryanne.goley@gmail.com	07/10/2014
George H. Lambert, Jr. on behalf of the Greater Washington Urban League	gwulinfo@gwul.org	07/10/2014
Ortega, Ariana	ortega.ariana@gmail.com	07/11/2014
Savage, Brigitte	bsavage@singularconsultants.com	07/11/2014
Roberts, Carol	caroloroberts@verizon.net	07/11/2014
Schneider, Ann	Aimlahs@aol.com	07/12/2014
Reynolds, Wayne	c/o Kathleen O'Connell (Assistant) Oconnell9@aol.com	07/12/2014
Grana, Teresa	teresa.grana39@gmail.com	07/13/2014
Joseph, Amy	amy_joseph@corcoran.edu	07/13/2014
Sewell, Darrel	c/o Jill Bernstein jillbdc@gmail.com	07/14/2014
Everett, Gwendolyn	geverett@howard.edu	07/14/2014
Slade, Roy	Royslade@royslade.com	07/14/2014
Waldmann, J.	jciw-centernet@erols.com	07/14/2014
Shulman, Steven	SShulman@culturaltourismdc.org	07/14/2014
Williams, Anthony on behalf of Federal City Council	www.federalcitycouncil.org	07/14/2014
Rogers, Nancy		07/14/2014 (postmarked)
Lerman, Steven on behalf of the George Washington University	c/o Charles Barber (GW's deputy general counsel) cbarber@email.gwu.edu	07/15/2014
Rondon, Camila	camila_rondon@yahoo.com	07/15/2014
Simmons, Linda Crocker	lcsimmons@mindspring.com	07/15/2014
White, Mark	coaccession@gmail.com	07/15/2014
Huckenpahler, James	supertwist@gmail.com	07/15/2014
Gonzalez, Robert on behalf of Save the Corcoran (2 comments)	Rgonzalez2@gibsondunn.com	07/15/2014
Goley, Mary Anne	maryanne.goley@gmail.com	07/15/2014 ^{*1}
Breslar, Reuben	rbreslar@gmail.com	07/15/2014*
Lacey, Caroline	coolacey@gmail.com	07/15/2014*

¹ Comments with an * were submitted on July 15 after the requested 12:00 p.m. cutoff time.

Commentor	E-Mail / Contact	Date
Kelly, Tom	tomkelly2468@gmail.com	07/15/2014*
Darrah, Bob	bob.darrah@outlook.com	07/15/2014*

COMMENTS

Jackson, Catherine (OAG)

From: Michael Botwinick <MBotwinick@hrm.org>
Sent: Thursday, June 26, 2014 3:33 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran Gallery
Attachments: Letter Asst AG Jackson 6.26.pdf

Dear Ms. Jackson

I hope you will consider the attached letter.

Sincerely,

Michael Botwinick
Director
Hudson River Museum
511 Warburton Ave
Yonkers, NY 10701
914.963.4550
www.hrm.org



H U D S O N
R I V E R
M U S E U M

June 26, 2014

Office of the Attorney General

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001
catherine.jackson@dc.gov

Dear Ms. Jackson

I write in reference June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery and College of Art and Design. I urge you to consider asking for a delay in the hearing. This is the culmination of a series of events that spans years, and the remedy sought has been at least a year in the negotiating. The documents referenced in the petition and the terms of the various agreements have not been shared with any of the potentially effected constituencies until today. To expect reasoned comment that will be useful to your office and the people of the District of Columbia by the imminent deadline of July 15 is, I think, not reasonable. So short a deadline will filter out all but the emotional reactions that will be of little help to the court. The Trustees of the Corcoran have been at this for some three years. They propose to set aside the terms of one of the oldest trusts in the District of Columbia. The contemplated action changes the status of assets have been held in the Public Trust for more than 150 years. It would be appropriate to give the beneficiaries of that Trust an adequate opportunity to advise you and the court of their views.

I am a former Director of the Corcoran Gallery and School of Art. A rapid review of the agreements reveals that there are assertions of fact on matters pertaining to the professional operation of Museums that are questionable. I am not an Attorney and claim no expertise in the legal nature of the Pleading, I have the experience of having directed four distinguished American Museums, including the Corcoran. I believe the Pleadings as regard to their basis in Professional Museum Issues deserve an objective review. A scant two weeks is simply too short to effectively do so.

I thank you for your consideration of this letter.

Sincerely,

Michael Botwinick
Director

Jackson, Catherine (OAG)

From: civilianartprojects@gmail.com on behalf of Jayme McLellan
<jayme@civilianartprojects.com>
Sent: Thursday, June 26, 2014 12:19 PM
To: Jackson, Catherine (OAG)
Subject: Opinion about the Corcoran

Office of the Attorney General

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

Thank you, and the Office of the Attorney General, for your work and due diligence to ensure a future for the legacy of the Corcoran.

As you may know under the current plan created by a questionable Board, the Corcoran as we know it may soon be history. It's like watching the last buffalo roam the plains: The Corcoran on the verge of extinction; the oldest art museum in D.C.; a time capsule not only of American art, but of American history, about to transform into history itself. A 145-year legacy dissolved into name only, its great parts cut up and given away.

But isn't a legacy something worth continuing? Do we have to dismember the past to move into the future? And if it is possible to save the Corcoran, shouldn't we do everything we can -- *now* -- to try? We will never get this chance again.

The Corcoran does not have to be swallowed by the National Gallery of Art and George Washington University. If it is swallowed, it will be digested. If it is joined by them in partnership, with others, these venerable institutions can help the Corcoran to re-invent and stabilize itself, so that it can continue to inspire in its own unique way.

Sometimes things reveal their own truth in layers. And the big truth here is that we really, really need the Corcoran. At this time in our nation's history, there has never been a more important time to have a place designed for society to unite through art in a creative space. Museums and colleges succeed every day. It can happen.

It is said that the big problem is a lack of funds and an old building in need of much repair. But I would say, there is money. There's an unprecedented amount of capital in Washington, and we (members of the community and the Save the Corcoran group) have a solid way to tap the big resources while creating a plan to embrace grassroots support and a rapidly growing D.C. middle-class.

I would also argue that the big problem at the Corcoran, for the past twenty years, has been leadership. And when Wayne Reynolds reached out to try to help the Corcoran? He meant it. As you might know, Mr. Reynolds stepped in at Ford's Theater when it was struggling financially and its old building needed repairs. In short order, he rebuilt the board, grew a \$50 million endowment, and funded the renovation that has revitalized a place of historical significance.

He can do this for the Corcoran, as well. But we must come together, trust each other, and build something a little different and a lot better than what we were left with at the end. We can transform the sad, dying culture of the Corcoran back into one of inspiration and innovation. Many of the parts of the institution were, until a few months ago, still working.

If the Corcoran leaders are granted *cy pres* and the deed is broken, this is what we lose Washington's first art museum and the third oldest museum in the nation. We lose a place where young minds learn to make art; this means learning how to solve problems creatively.

- We lose an independent, creative voice not tied to the money of the state or the nation, but interdependent with its people.
- We lose a gathering place for the community (local, national and international) to come together for any reason we can collectively imagine through art.
- We lose a collection of 18,000 works of art which, kept together, could tell/present the story of the arts in Washington, D.C.
- We lose the Corcoran Archive, a resource which helps us remember and understand the past of the arts in Washington.

If we lose the Corcoran, in all but name only, we lose a great opportunity to create a space of pure inspiration. A place where the greatest inventions of the greatest minds could be shared, discussed, and integrated into our culture. This place could not only encourage the American Genius, as Mr. Corcoran set as the mission for his museum, it could inspire the American genius to action. We haven't done this work yet – this is Corcoran phase two. There is no place in the world like what the Corcoran can be; and believe me, the path it's on is not going to take it there.

Can we, at this moment in our shared history, afford to lose a place with this much potential?

The current deal put together by the Corcoran's current Board of Trustees would mean:

- George Washington University gets the historic building, a time capsule of architecture and the crown-jewel of the Corcoran itself.
- George Washington University gets \$16 million annually in tuition from the college.
- George Washington University gets up to \$55 million in the Corcoran's bank account recently accumulated through sold art, a bequest, and parking lot money – money that belongs to the Corcoran legacy, its students, its alumni, and its faculty and staff.

- The National Gallery of Art gets whatever art it wants, out of a picked apart historic collection, and some gallery space in the Corcoran where it will host contemporary exhibitions, NGA-style -- i.e., conservative, and tied to public money. It will not be taking great risks. It will not be an innovator.

The same leaders who let fundraising slip from \$16 million (in 2002) to \$3 million today get to continue to call the shots?

The same leaders who, while spending almost two million dollars on consultants to tell them what to do, considered selling the flagship building and moving to Alexandria?

The same leaders who flubbed the deal with the University of Maryland after keeping staff and faculty waiting for resolution?

The same leadership who did not listen to its staff, alumni, students, members or community?

The same leaders who hired Fred Bollerer and Lauren Garcia (now Stack) -- two people with zero experience in running a museum or an institute of higher education, one of whom gave everyone his or her pink slip and told them not to be negative on social media – to run the place? These leaders?

The question is: Are we going to let them?

No amount of planning, or protesting, or legal hoop-jumping is going to change the belief of many who think the Corcoran is already gone. But, fortunately, a core group of students, alumni, faculty, staff, donors, and members of the Corcoran think the Corcoran can be resuscitated. We think the Corcoran can become a place that incorporates the best from its past, while building on its greatest asset – the people who love and believe in it – to carry it into its future.

Thank you.

Jayne McLellan

Savethecorcoran.org

savethecorcoran@gmail.com

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Jayne McLellan, Director/Founder

Civilian Art Projects

202-607-3804

www.civilianartprojects.com

Skype: jayne.mclellan

Jackson, Catherine (OAG)

From: Nicholas Turpie <coleturpie@gmail.com>
Sent: Friday, June 27, 2014 4:09 PM
To: Jackson, Catherine (OAG)
Subject: The Corcoran College of Art and Design

Hello Catherine

My name is Nicholas Turpie, i am a recent Corcoran graduate. i just wanted to email you about the current merger of The Corcoran and GW/ the National Gallery. I believe that this merger makes sense as far as the financial standpoint is concerned. however, i think that if this merger completely dissolves the Corcoran this could prove to be a devastating blow to the art communities and even DC culture in general. The Corcoran was and is a cultural hub for art as well as a historic landmark in art history. I just hope that in this merger the Corcoran doesn't completely lose its identity and its beautiful and creative community

Thanks for your time
Nicholas Turpie
(cole)

Jackson, Catherine (OAG)

From: Laura Smith <laura_smith@corcoran.edu>
Sent: Sunday, June 29, 2014 12:05 PM
To: Jackson, Catherine (OAG)
Cc: laura_smith@corcoran.edu
Subject: Corcoran petition to dissolve-Deny

Dear Ms. Jackson,

I am an early 30s graduate student in the New Media Photojournalism program at the Corcoran. I write to you today to ask you to deny the Trustees petition to dissolve the institution.

Over the years the Trustees have continuously, and quite publicly, made very poor decisions regarding the future and well being of both the museum and the college. They severely lacked in their fundraising capabilities because they constantly forced out one director after another (creating a feeling of uncertainty and instability among donors), as well as turned down financial offers from very wealthy donors simply because they didn't like them. That kind of hubris and stubborn behavior is neither professional nor productive for the institution.

Secondly, the Trustees were made an excellent financial offer by DC local Mr. Wayne Reynolds, who would have been able to save both the Corcoran Museum and the College, without dissolving either. Mr. Reynolds plan would have kept the museum intact while simultaneously boosting the college's reputation and student offerings, and updating the museum to make it more competitive, and increasing it's modern art collection (a growing interest in the museum world for both donors and visitors). This information can be found in many public articles. The Trustees turned down Mr. Reynold's offer for unknown reasons and refused to even meet with him, but it can only be assumed based on their reputation that it had something to do with the fact that they did not like that Mr. Reynolds is considered by them to be of "new money" and did not inherit his money through many generations. The other assumed reason for turning this offer down is that the Trustees have never been supportive of the College or it's affiliation to the museum and have always regarded it as a financial drain on the Museum, hence why they would not want Mr. Reynolds plan to improve the museum-college connection and enhance the college's reputation. The Trustees have worked very hard to keep everything very separate, also providing no financial support or fundraising help to the College. In my year at the Corcoran there has been zero affiliation with the museum, despite promises of such upon my enrollment.

My third issue with dissolving the institution, one of the country's oldest and most beautiful museums, is that I signed up to receive a Masters degree from the Corcoran College of Art + Design, not from George Washington University. The appeal of the Corcoran is that it is a very small specialized art school. GW has no reputation for anything arts related and has never offered any arts programs. They are a large university that completely goes against what the Corcoran was supposed to represent, and many students feel their takeover will completely change our programs, not to mention our diplomas. To receive an arts degree from GW would be like receiving a medical degree from Cooper Union Art School. Frankly I am seriously considering withdrawing from the Corcoran College because of this takeover. I have been paying tuition towards a promised degree from the Corcoran, and I am considering asking for my money back.

Thank you for taking the time to review my opinions and for taking serious consideration before allowing the Corcoran Trustees to dissolve one of the nation's oldest museums simply because they couldn't do their jobs well. Honestly it is offensive and embarrassing that because of their terrible lack in judgement we are now forced to shut down and the reputation of the museum and college is forever tarnished. If anyone should be shut down it is the Board of Trustees. They should resign and a new board should be appointed, with Mr. Reynolds as it's leader, to rebuild the Corcoran museum and college to the potential we all know that it has.

I would be more than happy to discuss anything further if desired.

Best Regards,

Laura M. Smith

917-204-5520

laura_smith@corcoran.edu

lauramcnabsmith@gmail.com

Jackson, Catherine (OAG)

From: Thomas McMillen <ctm611@msn.com>
Sent: Monday, June 30, 2014 4:05 PM
To: Jackson, Catherine (OAG)

Catherine I am a member of the board of regents of the University of Maryland and a member of the board task force that negotiated the transaction with the Corcoran. After reading the Corcoran's submission to the Superior Court, I was surprised at how misleading and untrue their characterization of the University of Maryland's involvement in this process. The University of Maryland was willing to finance the Corcoran gallery and building with a significant investment, mobilize the University's extensive fundraising operation in support of the Corcoran, maintain the artwork at the historic facility, and operate the Corcoran and school in a working partnership to stay true to the original intent of the donors. I do hope that the Court and your office will investigate the Corcoran's claim that the GW-National Gallery arrangement was the only viable option available. As a long time resident of this area and former Member of Congress from Maryland, I believe it is a shame to see an iconic institution dismembered and the original trust and deed modified based upon misleading information. Sincerely C. Thomas McMillen

C Thomas McMillen
Cell – 202.251.4471

Jackson, Catherine (OAG)

From: Noah Hoffman <hoffmannoah011@gmail.com>
Sent: Monday, June 30, 2014 12:59 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran/GWU/NGA merger

Dear Assistant Attorney General Jackson,

I'm writing this email as a preliminary 'heads up' with great concern for the pending merger of the Corcoran with George Washington University and the National Gallery of Art. I'm not an attorney and for me to review the 200 plus page brief that was filed would be pointless.

I'm an independent scholar: a leading authority on Mark Rothko. As you already know, the NGA has been the steward of nearly 900 Rothkos which were a gift from the Rothko Foundation 30 years ago. It was the responsibility of the NGA to maintain, research, and share these important works. I can report, without hesitation, that the NGA under the leadership of Rusty Powell, has failed miserably on all counts.

For the last seven years, I've developed a major revision on Rothko. This revision contradicts, but with indisputable documentation, much of the key research that the NGA has produced over decades. My research was generously shared with the NGA as it has been with scholars and museum professionals all over the globe and it will soon be the universally accepted view on Rothko. My view explores Rothko's, unreported, but transformative experiences with Native Americans which began at First Mesa with the Hopi in 1938. Rothko was sketching without permission at Native American dances in New Mexico as late as 1949.

Rusty Powell refused to allow his staff to acknowledge any aspects of the revision and a policy was instituted -- a policy with clear racist undertones -- to censor and counter the revision which is known by many in D.C. including Kevin Gover, Director of the National Museum of the American Indian.

I don't believe the NGA is capable of absorbing a massive collection, especially one with the important Evans-Tibbs Collection of African-American art. I was personal friends of the late Thurlow Tibbs. The NGA has a horrible track record dealing with any issue regarding minorities including hiring, curating, and collecting. Their association with the new GWU art school could prove to have a very negative impact on the school's minority recruitment and minority student retention which is a huge problem with many art schools.

Let me suggest you contact Sharon Percy Rockefeller, current Chairperson of the NGA Trustees. She will be able to fill you in on many aspects of the what is emerging as the "Rothko Revision Censorship Scandal." This is a most serious matter. I have 1000's of Native American artists, scholars, and museum professionals that have followed the development of my research and the ensuing institutional pushback. I wish the best for the Corcoran but fear that the pending merger will only help the NGA continue its policies of cultural bias and send a message that poor scholarship is acceptable as part of the stewardship of major collections

I can provide other names: prominent individuals who have seen how the NGA's policies regarding Rothko have damaged the reputations of the institutions they have tirelessly devoted their volunteerism to. One name is Lanny Martin. Mr. Martin is Chair of the Boards of the Clyfford Still Museum and Denver Art Museum. He is a corporate leader in the Denver area. He is also a Northwestern University Trustee and former partner at Kirkland and Ellis.

I'm sorry to lay this all on you at this late date but until I saw today's **Washington Post** article, I had no idea how to communicate my concerns to the proper authorities.

Sincerely,

Noah G. Hoffman

Director

The Mark Rothko Southwest History Project

Jackson, Catherine (OAG)

From: John Cavanaugh <jcavanaugh@consortium.org>
Sent: Wednesday, July 02, 2014 8:11 AM
To: Jackson, Catherine (OAG)
Cc: V. Renee McPhatter; Sally Kram
Subject: GWU Cy Pres Hearing Letter
Attachments: GWU-Corcoran Partnership Support Letter 7-2014.pdf

Dear Ms. Jackson:

Attached is a letter in support of the partnership between the Corcoran College of Art + Design/Corcoran Museum and The George Washington University. I would be happy to answer any questions you may have.

Thank you for your attention.

John

Dr. John C. Cavanaugh, President & CEO
Consortium of Universities of the Washington Metropolitan Area
1100 H. St. NW, Suite 500
Washington, DC 20005
P: (202) 331-8080 x14
F: (202) 331-7925
E: jcavanaugh@consortium.org



1100 H St., NW, Suite 500, Washington, DC 20005

(202) 331-8080

July 2, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

I am writing in very strong support of the partnership among the Corcoran College of Art + Design/Corcoran Museum (Corcoran), The George Washington University (GWU), and the National Gallery of Art. In brief, this partnership literally saves both a top-ranked school of art and design and an art collection that is truly a national treasure.

My perspective on this is shaped not only by my current role as President and CEO of the Consortium, of which the Corcoran was a member and GWU remains a member, but also as a former campus president and chancellor of a state university system, as well as a Commissioner of the Middle States Commission on Higher Education (the body that accredits institutions in this region). When institutions become imperiled, such as through the accumulation of debt and deferred maintenance, the focus must be on two things: first and foremost the students and next on key core assets. In this partnership, current and future students are served by being assured that they will be able to earn degrees in art from GWU. This means that the District will maintain and sustain a highly regarded school of art and design that complements the programs at GWU and other regional universities. The result will be an improved hub of art education in the District. From any perspective, such student support is paramount, and the partnership provides the only way of preserving that option for students. In my roles in the Consortium and concerned Commissioner, I monitored the development of the partnership

agreement to make certain that the programs would be appropriately preserved and students protected. Both goals have been met.

A second important aspect of the partnership is the preservation of the national treasure of art in the Corcoran collection. As is well known, that collection contains some of the most important works of American art from the 19th century. That these pieces will mostly remain in the District, and be accessible to admirers both here and throughout the country is essential. The future availability of some pieces for the enhancement of the collections of other museums is also key, as it means that none of the core collection will be sold or end up in private collections out of reach of the public. By virtue of the dual efforts of GWU and the National Gallery of Art, the collection in the District will be accessible free of charge.

A final benefit of the partnership will be the preservation of one of the District's most historic buildings, one admired from its construction for the beauty of its exterior and interior design. GWU's commitment to refurbishing the building means that the District will once again have the Corcoran building as a crown jewel.

In sum, the partnership among the Corcoran, GWU, and the National Gallery represents the best possible outcome for preserving an excellent art education program and a unique collection. Without it, students would have been irreparably harmed, a world-class collection would have been broken up and likely sold, and an architectural treasure would have been lost. The partnership is great for the students, the institutions, and the public. I strongly urge you to support it.

I would be happy to answer any questions you may have or to provide any additional information you think important.

Sincerely,

A handwritten signature in black ink, appearing to read "John C. Cavanaugh". The signature is fluid and cursive, with a large initial "J" and "C".

John C. Cavanaugh, Ph.D.
President & CEO

Jackson, Catherine (OAG)

From: 915creative <915creative@gmail.com>
Sent: Thursday, July 03, 2014 7:09 PM
To: Jackson, Catherine (OAG)
Subject: Fwd:

Office of the Attorney General

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001
catherine.jackson@dc.gov

Ted Gest,
Public Information Officer

Hello Mr. Gest,

As an alumni I find this lawsuit to be necessary to hopefully clawback the monies that have been so poorly managed, while simultaneously disrupting quality education and abusing their alumni financially. Please see my attached letter ...

<http://www.llgmotiongraphics.com/wp-content/uploads/2013/03/Corcoran-Alumni.pdf>

Regarding the management of funds, I'm sure you are aware of the largesse of expenditures given to the mighty architect, Frank Gehry, offering him \$2M in 2005 for plans on an extension that never happened.

http://www.nytimes.com/2005/05/25/arts/design/25corc.html?_r=0

I'm thrilled that you are pursuing this lawsuit, and hopefully you will be able to return some of the assets taken from the Corcoran by these various directors and board members who lack common sense, especially where it concerns "other peoples money."

Good luck and please contact me if you have any questions.

--

all the best,
Laurel Guy

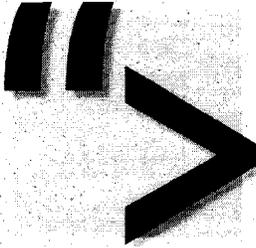
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all the best,
Laurel Guy

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Mr. Fred Bollerer
President and Director
Chief Operating Officer
Corcoran Gallery of Art and
College of Art + Design
500 Seventeenth Street NW
Washington, DC 20006

Re: Revoking Alumni Membership Benefits
July 12, 2012

Dear Mr. Bollerer,

I understand the Corcoran Gallery of Art is not producing the necessary revenue to maintain its expenditures. That is unfortunate, and as funds diminish we must adjust accordingly. It also is well known that the Gallery building is on the market for sale, which is understandable considering the expensive renovation proposal.

Given the impending doom the Gallery building faces, it is an issue that does need addressing.

One suggestion:

Let the Gallery close, just temporarily, perhaps for a year, giving real estate time to turn around, while considering potential alternatives.

After the upcoming scheduled meeting, you can reassess your goals & needs.

Real estate is cyclical, and an exceptional building like the Corcoran Gallery will become a sought after commodity, just not in today's market. Other institutions have gone through this and have succeeded, and so shall the Corcoran Gallery. Certainly Southeby's would certainly purchase it now, given a ten-fold potential return on their investment, in five years.

On a brighter note, the school is not only thriving, but winning grants and attracting alumni to re-educate themselves in the vital Digital Media Design program. The alumni is your future. The alumni are free marketing spokes persons, great communicators, award winning designers placed in studios and corporations nationwide. Their alma mater's reputation is stellar and yet I am told, as an alumni, that I am no longer a viable entity. Why would anyone want to thwart that positive gain?

Why make such drastic financial cuts to departments that are thriving?

Why discourage returning alumni who offer donations of funds via class registration in which their participation, offers real world input? They wait patiently while classes are filled by undergraduates, and attending advanced classes that otherwise would be cancelled due to a lack of enrollment. Because of the 50% discount, it is understandable that they receive no benefits, afforded to degree students. They are basically fillers, just additional cash subsidies for each class they attend, however they bring experience and enthusiasm, while gaining no certificate or access to video equipment available to the undergraduates.

That is not a complaint, just a realistic trade-off.

Now I'm told that Alumni are not relevant to the big picture. By reducing the benefits of an Alumni by 90 percent, means they will not return, removing any additional income from the schools proceeds.

Why cut out the alumni because of the lack of funding for the Gallery renovation? The Gallery and the School are two separate issues. Each should stand alone and be accountable for their own success. This drastic cut in discount is so offensive, making it prohibitive to attend a class, particularly since the information is widely available online for free or a modest expense. Instead of appreciating added monies to supplement the utility fees, the Corcoran is looking to disrupt a relationship and potentially lose annual revenue. Once the door is closed, why would we ever return at these prices?

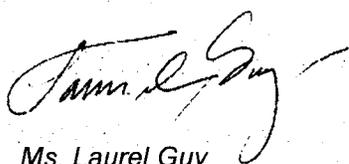
I doubt that is the intended result.

My belief is that the policy makers are not aware how detrimental the consequences will be to the alumni and school as a whole. That is a shame, since it is the bread and butter of the Corcoran. This style of management will lead to the reduction of classes, layoffs of instructors and a diminished return of enrollment. The competition of the Arts Institution is looming across the Potomac and does not have the added costs of an aging Corcoran Gallery building, with its expensive structural needs, serving now as an albatross.

I ask that you reassess this Alumni policy for the next year, to see if this is really a viable alternative to fundraising. It doesn't appear to be the desired result to augment funds, but instead, it will have the opposite effect; less students, less enrollment, cancelled classes and over the years, a decline in reputation.

In the presumption that we all want the same outcome for the Corcoran School of Art + Design, that is to continue as a top level art institute and valued design environment, I felt it necessary to express this point of view to all concerned. Thank you for your time and consideration.

Sincerely yours,



Ms. Laurel Guy
Alumni
Corcoran School of Art + Design
llgmotiongraphics.com

The New York Times

BRENDAN
GLEESON

May 25, 2005

Corcoran Gallery's President Resigns in Dispute Over Proposed Expansion
By CAROL VOGEL

Correction Appended

David C. Levy, president and director of the Corcoran Gallery of Art in Washington for 14 years, has resigned over a decision by trustees to suspend plans for a \$170 million addition designed by Frank Gehry.

"We just couldn't see eye to eye on the future," Mr. Levy said yesterday in a telephone interview. He announced his resignation on Monday after the board, citing a shortage of money, decided to shelve the new Gehry wing.

"The board felt the Gehry building was a distraction; I felt the opposite," Mr. Levy said of the proposed addition, to which the District of Columbia had pledged \$40 million. "I saw it as a catalyst, a way of transforming a gray old institution. That's what set us apart." In a written statement, Mr. Levy called the board's decision to suspend the project "tantamount to declaring it dead and buried."

The board also decided on Monday to elect a new chairman, Jeanette Ruesch, a former executive of the financial services company Ruesch International. She succeeds the prominent real estate developer John T. Hazel Jr.

Mr. Hazel, who will now serve as vice chairman, said yesterday that the institution would have needed a minimum of \$100 million to proceed with the addition. "We're all disappointed," he said of the suspended plans. "It took awhile, but finally reality set in."

Mr. Levy and some board members said yesterday that they had hoped a striking building designed by Mr. Gehry would do for the arts in Washington what the architect's titanium-clad Guggenheim Museum in Bilbao has done for the Basque region of Spain: attract scores of tourists with a passion for art and architecture.

But the similarities between the Guggenheim and the Corcoran seem to end there. In April, the Guggenheim's director, Thomas Krens, emerged triumphant in a showdown with the museum's chairman, the insurance magnate Peter B. Lewis, who wanted Mr. Krens to scale back plans for more Guggenheim branches around the world. Instead, Mr. Lewis was the one who ended up resigning.

Mr. Levy said that the Corcoran's board did not vote at Monday's meeting and that if it had, he would still be the director.

"I count heads like anyone else," Mr. Levy said. Still, he said, he did not want to stay and work with a board whose ideas about the institution were so divided.

Sis Hedden, a board member, said yesterday that "more people would have liked to have seen David stay, but he felt it was better for the Corcoran if he resigned."

"I believe David could have led this institution and could have accomplished what he wanted to," Ms. Hedden added. "The Gehry building would have been wonderful for the institution and for the city."

Ms. Ruesch, the new chairwoman, said the institution had more pressing priorities. For example, it is going forward with plans to renovate the museum's existing 1897 Beaux-Arts building on 17th Street and New York Avenue, a block from the White House, which she estimated would cost \$35 million to \$45 million. The board is also hoping to move a portion of its art school and possibly some of the museum to the former Randall School in southwest Washington, so its current space can be used to display more of its collection of about 14,000 works of 19th- and 20th-century art.

The 136-year-old institution has had its bumpy periods over the last two decades. When Mr. Levy arrived as director in 1991, it was still reeling from the reaction to its cancellation of a controversial exhibition of homoerotic photographs by Robert Mapplethorpe two years earlier. That decision, by the previous director, Christina Orr-Cahall, led to a backlash from art lovers and defenders of artistic expression. Staff resignations followed, as well as financial problems resulting from a loss of members and diminished corporate support.

"When I came here the place was in a shambles," Mr. Levy said. He was slowly able to put the museum back on the map with a number of well-received exhibitions, including shows devoted to the photographers Annie Leibovitz and Robert Frank and to the illustrations of Norman Rockwell.

But the dot-com bust did not help matters. After embracing the Gehry expansion, Mr. Hazel said, the Corcoran received \$30 million in pledges from Barry Schuler, the chief executive of America Online, and his wife, Tracy, as well as Robert W. Pittman, co-chief operating officer of AOL. But when the bubble burst in 2002, Mr. Hazel said, only \$13 million of that money was ever realized.

Then came 9/11. With its proximity to the White House, the Corcoran was surrounded by police cars and barriers and did not seem a welcoming destination.

Still, Mr. Hazel called the museum's future "bright." It plans to re-evaluate its goals, he said, and has formed a search committee to find a new director.

"I think the board is unanimous in wishing the Gehry building would go forward," Mr. Hazel said. "But I've lived a long life, and I know when you don't have \$100 million, you don't have \$100 million."

Correction: May 26, 2005, Thursday:

An article in The Arts yesterday about the resignation of the president of the Corcoran Gallery in Washington and the gallery's financial problems referred imprecisely to pledges of \$30 million by executives of America Online, only \$13 million of which were fulfilled after the collapse of Internet stocks. The Corcoran says Robert W. Pittman, AOL's co-chief operating officer, has fulfilled his pledge.

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Jackson, Catherine (OAG)

From: Kara Frame <kara_frame@corcoran.edu>
Sent: Thursday, July 03, 2014 5:41 PM
To: Jackson, Catherine (OAG)
Subject: Save the Corcoran

Hi, Catherine:

I hope this email finds you well :)

I appreciate the opportunity to express my opinion on the fate of the Corcoran Gallery and the Corcoran College of Art + Design. I am a current grad student in New Media Photojournalism at the Corcoran, and moved to DC a little less than a year ago. Before applying to the Corcoran, I had never heard of it - so my knowledge of it's financial crisis was minimal, which made the news in February quite shocking, to say the least. What has been the most troubling throughout the whole process is how little the board of trustees seems to care for the staff, faculty, and students of the Corcoran, and how this affects us. There has been no transparency for the students to be involved in finding the best solution for the institution, and help in creating a better future for the Corcoran.

If the deal goes through, and the Corcoran's collection is broken up and the school is dissolved into GWU, it will be a great disservice to the world of American art. We need to show that in the nation's capital there is still and always will be a high value of art.

Sincerely,

Kara Frame

Jackson, Catherine (OAG)

From: Paul Baldwin <paul_baldwin@corcoran.edu>
Sent: Thursday, July 03, 2014 3:30 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran Merger

I just wanted to write a quick note and let you know that I believe my fellow students view on the merger is myopic, and they do not understand the true value of the current situation. I believe the merger is the best thing for the school and students.

I am hoping that the merger goes through, and I look forward to finishing my education at The Corcoran College at George Washington.

The Corcoran College has been poorly run for years, and lacks money. We need a venture like this to provide a proper education with the appropriate tools for learning.

Thank you,
Paul Baldwin
202.390.7285

Jackson, Catherine (OAG)

From: Jacinta Quesada <jque28@yahoo.com>
Sent: Thursday, July 03, 2014 2:06 PM
To: Jackson, Catherine (OAG)
Subject: The Corcoran

I am asking you please to look at the injustices of the Corcoran Board ethically and financially. They have sold art worth millions and placed in a bank account without authority, they have over spent financially on a building expansion and they have miss guided the public, staff, students on this Historical Establishment. Please freeze all future sales and or division of the Corcoran collection that is Historically important in Art History and impacts the significance of Washington Dc.

The Corcoran has entertained Presidents, dignitaries, royalty and helped artists around the world flourish in their craft, which in turn have impacted the History of Art. Please save what Our History, the Collection, and a fundamental foundation of it's founder joining a Gallery and school together for historical accuracy, one on one learning and exploration of art and it's future.

I implore you to stop this sale and keep the gallery collection, alumni collection together in the Corcoran's establishment it's home to.

Thank you,

Jacinta V. Quesada
FEMA Photographer
1994 Alumni of
The Corcoran School of Art

Jackson, Catherine (OAG)

From: Keri Douglas <keridouglas@mac.com>
Sent: Thursday, July 03, 2014 11:03 AM
To: Jackson, Catherine (OAG)
Cc: Save Corcoran
Subject: Save the Corcoran

Dear Ms. Jackson,

The legacy and contributions of The Corcoran Gallery of Art and College of Art are monumental for the development of local artists, their presentation alongside the masters. However, this story is larger than the issue and merits of legendary and contemporary artists.

Pursuing a full audit of the finances and the motivation and possible conflict of interests of board members and seniors staff of the institution - your office, the only governing and accountability authority over non-profits, is demonstrating that non-profits do have legal governing parameters that pertain to their very legal status as a non-profit - whether social services, academic or the arts.

If anything a full audit and transparent ruling would be a lesson for all non-profits on how to avoid potential pitfalls and how to take appropriate action prior to mismanagement, misappropriation of funds or misuse of staff contrary to the purpose of the institution. In addition, if this situation with the Corcoran is allowed to continue on its current course, why should any arts patron donate to their collection for the public good in Washington, DC - if the legal parameters can be broken and dissolved with out the appropriate legal considerations and protection.

Civil society loses twice, less art for the public all of economic levels and lost public funding and investment through the non-profit structure.

Please do review and explain how this situation at the Corcoran happened; how the Corcoran legacy can be best preserved according to the intentions of the founder; and, how this can be prevented in the future in all non-profits.

Most sincerely,
Keri Douglas

19 Logan Circle, NW #1
Washington, DC 20005
Tel: 202-276-1702
Email: keridouglas@mac.com
@KeriDouglas

Jackson, Catherine (OAG)

From: Karen Clark <karenlynnclark@gmail.com>
Sent: Thursday, July 03, 2014 11:27 AM
To: Jackson, Catherine (OAG)
Subject: Save the Corcoran

Dear Ms. Jackson,

I was eagerly anticipating applying to the Corcoran for the next year, and then I heard the terrible news that it would not be the Corcoran anymore! What a terrible shock to hear that! I was stunned. I couldn't believe that it could be there and then gone just like that, a major cultural institution and school that has been part of D.C. for so long. I had just started my journey towards becoming a Corcoran student, and I am extremely disappointed to hear that I would instead be essentially a GW student with just the Corcoran label slapped on and the tuition jacked up unreasonably high. The Corcoran is a small, special community of artists and creativity, bound together with the museum. I don't understand how it can be at all the same once its art is taken away and its classes, students, and faculty are merged with GW. It will be a different entity entirely, one that no one can foresee or predict. One thing is for sure-it would not be the unique artistic experience that I am seeking to have at the Corcoran now.

Sincerely,

Karen Clark



**American
Alliance of
Museums**

**Ford W. Bell, DVM
President**

fbell@aam-us.org

T 202.289.9110 (direct)

July 3, 2014

Office of the Attorney General
c/o Bennett Rushkoff and Catherine Jackson
441 4th St. NW
Washington, DC 20001

Dear Sir or Madam:

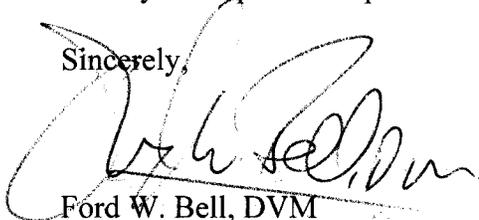
I am writing on behalf of the American Alliance of Museums (AAM), the largest service organization for America's museums, in support of the agreement between the Corcoran Gallery of Art and School, the National Gallery of Art and The George Washington University.

The partnership between the Corcoran Gallery of Art and School, the National Gallery of Art, and The George Washington University is important for three reasons. First, the Gallery's fabulous collection will remain accessible to the public, including the local community, for whom the Corcoran has long been a beloved cultural treasure. Second, the stunning Beaux-Arts building will be preserved and renovated so as to ensure its sustainability for decades to come. Finally, the renowned Corcoran School will be affiliated with another revered local educational institution, The George Washington University, a connection that will guarantee the school's growth and expanding influence long into the future.

The likely alternative scenario could have been very different, with the collection auctioned to private collectors, the building razed for commercial purposes, and the school dissolved. All three could well have come to pass. This partnership ensures that none of these will become reality.

The Corcoran's collection and school deserves to remain accessible to the public, and particularly to the citizens of Washington who have supported the institution for more than a century. This partnership sustains that bond.

Sincerely,



Ford W. Bell, DVM

Jackson, Catherine (OAG)

From: Tammy Roseberry <tammy_roseberry@corcoran.edu>
Sent: Friday, July 04, 2014 3:30 AM
To: Jackson, Catherine (OAG)
Subject: Corcoran

Dear Ms. Jackson,

I am a graduate student at the Corcoran for New Media Photojournalism. George Washington University has taken control of the Corcoran and taken full advantage of the Corcoran's dismantlement. It's very tragic and the faculty, whom I love and admire, are not even guaranteed their jobs after a year. I do not want to be a GW student, and I believe a degree from GW would carry less weight in the art world. GW's ever increasing thirst does not lend itself credibility in matters of artistic endeavors, but more to that of a real estate company, with over 45% of its assets now stemming from this source of income. The dismantling of the Corcoran has left the students and faculty with a taste of bitterness lingering on the tongue. The scholarships and grants I was awarded and accepted are no longer being honored—it is possible I will no longer be able to continue my studies as my housing scholarship was not honored through the merger, and without much warning students like myself have been forced to vacate the premises of our student housing without even remotely feasible alternatives. A student makes a decision where the best place is for them to invest their time and money. When, in the middle of a graduate degree program, these promises are reneged, it can make a person disenchanted in continuing to invest in something they no longer believe in. I am one of these disenchanted people. I am a gifted photographer with a distinct way of seeing the world. I came into the program at the Corcoran with distinct expectations and now it's all up in the air. The Board doesn't care about the future of the Corcoran. They just want to wash their hands clean of the matter and, make no mistake, GW has no interest in the Corcoran's School of Art & Design. If kicking students out of housing, the few that there were, is any indication of their complete intentions, then it is a sad day for art and its contribution to the richness of our nation. A man's life work was to innovate and give his entire fortune in the belief of The Corcoran Museum, forever in marriage with the School of Art & Design—it is a disgrace to let board members, whose only concern is to be done with the whole matter, tear this marriage to shreds. The Corcoran Museum and School of Art & Design is a sacred and beloved institution. Please stop this from happening. If this is allowed to happen then who knows, GW's next acquisition might be the White House. Thank you for your time and respectful thoughts in regard to the future of The Corcoran, but also your help in holding those responsible responsible. Tomorrow is our nation's celebration of independence. The Corcoran needs to remain independent as well, and not have its light fade into the memories of yesterday.

With all the best,

Tammy Jo Roseberry
504.210.9956
Tammy_roseberry@corcoran.edu

--

TJ Roseberry
Tammy_Roseberry@corcoran.edu

Jackson, Catherine (OAG)

From: Sarah Tuft <sarah@sarahtuft.com>
Sent: Saturday, July 05, 2014 7:26 PM
To: Jackson, Catherine (OAG)
Subject: Notice of Cy Pres Petition of the Corcoran Gallery and College of Art and Design

Office of the Attorney General

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson,

I write in reference to the June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery and College of Art and Design. I urge you to consider asking for a delay in the hearing. This is the culmination of a series of events that spans years, and the remedy sought has been at least a year in the negotiating. To expect reasoned comment that will be useful to your office and the people of the District of Columbia by the imminent deadline of July 15 is, I think, not reasonable.

The plaintiff's petition asks for openness and full accountability: We need to know if the people who seek to undo the Corcoran trust are doing it in good faith; we need to know whether the current Corcoran leadership has always intended to surrender the institution to other parties. The most important elements of the documents also have to do with persistent and unanswered questions about how the Corcoran's finances reached such a lamentable state over the past several years.

The Trustees of the Corcoran have been at this for some three years. They propose to set aside the terms of one of the oldest trusts in the District of Columbia. The contemplated action changes the status of assets has been held in the Public Trust for more than 145 years. It would be appropriate to give the beneficiaries of that Trust an adequate opportunity to advise you and the court of their views.

I am both a former professor and a graduate of the Corcoran School of Art. As the history of any city tells us, artists are essential to cultural identity as well as to its economic vitality. Consider what artists did for New York's SoHo in the 70s or more recently, to Brooklyn's Williamsburg and of course, to D.C.'s own Adams Morgan. Where artists go, money follows. Dismantling William Wilson Corcoran's deed sends a sour message to D.C.'s creative community and all of those who support it. It also sets a dangerous precedent that will insure all artists and major arts organization steer clear of making DC their home. Two weeks is not enough time to effectively give The Pleadings the objective review they deserve.

I thank you for your consideration of this letter.

Sincerely,

Sarah Tuft

Jackson, Catherine (OAG)

From: Judybeth Greene <jgreene@corcoran.edu>
Sent: Saturday, July 05, 2014 9:46 AM
To: Jackson, Catherine (OAG)
Subject: A corcoran graduate student voice

Dear Ms. Jackson,

I am a graduate student in The Corcoran MAT (masters of art in teaching art) program. I have been in the program since the fall of 2013 and am presently in Mexico with the Corcoran on a program to give art lessons to girls in an orphanage here. The whole program of study has been eye-opening and has advanced both my artwork and my teaching skills. Moreover, it supports my community service/outreach view of the role of a teacher.

But the transition plan cuts short the time period for current "legacy" students to complete their programs. When I began the program I was told that I had 5 years to complete it. The student handbook confirms this 5 year limit for graduate students. The transition plan provides for less than 3 years. I will not be able to complete my program this way as I work full time.

Please address this issue in your work on the Corcoran/GWU merger

Thank you,

Sincerely,

Judybeth Greene

Jackson, Catherine (OAG)

From: Bill Dunlap & Linda Burgess <burlap@mindspring.com>
Sent: Monday, July 07, 2014 7:04 PM
To: Jackson, Catherine (OAG)
Cc: charlespatrizia@paulhastings.com
Subject: In support of the Corcoran, NGA and GWU merger

July 7, 2014

Office of the Attorney General

c/o Bennett Rushkoff and Catherine Jackson

441 4th Street, NW

Washington, DC 20001

To the Office of Attorney General, District of Columbia:

I am writing in strong support of the Corcoran Gallery of Art's proposed merger with the National Gallery of Art and George Washington University.

I do not come to this lightly, but as a concerned citizen and artist who has for decades been loyal to and benefited greatly from the Corcoran Gallery Of Art, its school, its programs and its presence in our nation's capital.

The unraveling of this great institution over the past five years has been painful to watch, i.e., the lack of leadership, no professional director, the absence of fundraising, the heresy of the proposed selling of the landmark building, and the list goes on and on.

I applaud those in our community who steadfastly refused to allow this misguided stewardship of the Corcoran to continue and consider myself one of their ranks.

After exhausting all other alternatives, it should be obvious to any thinking person that joining the National Gallery of Art and George Washington University is not only the best alternative for the future of the Corcoran, it is the only alternative for the future of the Corcoran.

I encourage the Office of Attorney General to not stand in the way of this merger, and I am not alone in this request.

Sincerely,

William R. Dunlap

McLean, VA

cc: Trustees of the Corcoran Gallery of Art

c/o Charles Patrizia

Paul Hastings LLP

875 15th Street, NW

Washington, DC 20005

--

Visit:

williamdunlap.com / 786-512-7451

Jackson, Catherine (OAG)

From: Brigitte Savage <bsavage@singularconsultants.com>
Sent: Monday, July 07, 2014 1:19 AM
To: Jackson, Catherine (OAG)
Subject: Corcoran Gallery of Art filing

Office of the Attorney General
Catherine A. Jackson
Assistant Attorney General
catherine.jackson@dc.gov

Re: cy près appeal of the Board of the Corcoran Gallery of Art

Dear Ms. Jackson:

I am practicing sculptor with a degree from the University of Chicago and a background in both the fine and the liberal arts. For many years I directed the program in sculpture at the Layton School of Art in Milwaukee. I subsequently taught both the fine and liberal arts at Shimer College in Mt. Carroll Illinois. More recently, for twenty years, I taught fine and liberal arts at St. John's College in Annapolis, Md. I founded and directed the Mitchell Gallery at St. Johns.

I am deeply troubled by the controversy currently surrounding the Corcoran Gallery and by the prospect that this unique and indispensable institution could cease to exist in its present form.

With respect to the Corcoran Board's assertion that the Corcoran cannot continue as presently constituted:

- 1) The Board argues that the competition of the National Gallery makes it difficult or impossible to continue the Gallery as envisioned in William Corcoran's charter document. In fact examination of the Corcoran's Annual Reports giving income and expenditures reveals that for some thirty years *after* the establishment of the National Gallery the Corcoran successfully met its financial obligations. The change in the Corcoran's fortunes dates much later—from 1990. The Board dates its examination of the finances from 1990, conveniently ignoring the many years during which the Corcoran flourished.
- 2) Another objection raised by the Board earlier was that the location of the Corcoran discouraged visitors. In fact prior to 1990 attendance was excellent. During the 1980's a series of popular exhibitions brought thousands to the Gallery. The logical conclusion is that mismanagement rather than the competition of other museums and/or location was responsible for the decline of the Corcoran after 1990.
- 3) Much of this mismanagement was the result of the actions of the Board, which as currently constituted, consists of individuals utterly lacking museum experience. Examination of the Corcoran's recent tax returns reveals that very large sums—which could have been spent rehabilitating the museum-- were wasted by the current Board on inflated salaries, consultancies, studies and other projects that never came to fruition, and that fundraising declined precipitously from year to year.
- 4) It is clear that the Board is using its own failures as an excuse for terminating the existence of an institution that has a proven record of success.
- 5) It seems to me probable that with another board and proper direction the Corcoran could survive in the form originally envisioned by William Wilson Corcoran.
- 6) Much has been made of the fact that the Corcoran needs immediate and expensive repairs. There have been problems with skylights. Two points need to be made here. Because of those leaking skylights the majority of the Corcoran's exhibition spaces have ambient lighting superior to that to be found in many American

museums. And, notwithstanding leaks and other environmental hazards during the last one hundred years of the Corcoran's existence there has been no documented instance of damage to any of the objects in its collection.

- 7) The obvious conclusion is that repairs, while needed, are not so urgently needed that there would not be time to mount an appeal for the necessary funds.
- 8) In short, with a new board, proper management and a renewed appeal for funds---which will almost certainly be forthcoming if the current Board is replaced-- there is every reason to believe that the Corcoran in its present form could continue to be an indispensable asset to Washington, DC.
- 9) For the most part the Corcoran Board has acted furtively and secretly during its deliberations. Their June 26, 2014 filing for cy prè is the first time that the public has had an opportunity to review their latest proposal in its entirety. It would be helpful if you allowed at least six months from that date for analysis of this complex proposal (which runs for some 250 pages) and thoughtful comment by interested parties.

Sincerely yours,
Burton Blistein
blistein@verizon.net
410-268-9621

Jackson, Catherine (OAG)

From: Olivia Harding <olivia_harding@corcoran.edu>
Sent: Tuesday, July 08, 2014 11:12 AM
To: Jackson, Catherine (OAG)
Cc: charlespatrizia@paulhastings.com
Subject: CY Pres Petition of The Corcoran Gallery & College: My Concerns With the Merge

Office of the Attorney General,

As a student of the Corcoran I am writing to you to express my concerns with the merge and the institution as it is right now and has been for the past couple of months.

As the Corcoran enters into the merge, every day there are students worrying about what their future might consist of. Not only are the students worried, but the faculty and staff are as well. We as students have enough to worry about, we shouldn't have to worry where we might be going to school in the Fall when we are already attending school. I am extremely disappointed in the school I chose to go to. I visited and was accepted to 4 different schools but chose to move 900 miles away from my friends and family and pay the amount of money I have because of the Corcoran and it's reputation. Halfway through my freshman year, I seriously considered transferring back home, but I didn't because I found the love for Corcoran that everyone who is involved in the Corcoran community has.

I chose to come to the Corcoran and stay, unaware of the financial instability the Corcoran was in. NO ONE made it clear to me that the Corcoran was in such trouble. Had I know, I would have NEVER come to the Corcoran. As we move ahead with the merge I think to myself, along with many other students, what will happen over the next two years as I am forced to be a part of a University I did not choose to be a part of. Us "legacy" students were promised that things would remain the same until we graduate. Well that was a blatant lie. Already, the staff is changing and who is to say that after the one year contract that was offered to the full time faculty is up that GW won't fire them off too. I stayed because of the students, because of the staff, and because of the faculty.

I am already being forced to take a class at GW after I was told I would not have to take classes at GW for the rest of my schooling. After being in contact with GW about this class, no one has expressed any sympathy or concern for the students who did not sign up for this. We signed up for classes at the Corcoran and that is where we should be taking classes. As a student who has paid thousands of dollars out of pocket and taken out thousands more in loans this is absurd. What has been happening to our money that we can not exist on our own? Once again, I did NOT choose, nor pay, to go to GW, I CHOSE and paid to go to the Corcoran and that is where I want to finish my schooling.

I am writing to you as a concerned and worried student. I have been hesitant to send this email as the future is unclear with both GW and Save the Corcoran. Every day I am worrying about what the future holds in terms of my schooling and that is NOT something I should be worrying about. Although I do not know what the future holds right now, I DO know that I don't want to be just a number at George Washington University. I want to continue to be a name in a small community full of staff, faculty, and students I love.

Thank you for your time,
Olivia Harding

Jackson, Catherine (OAG)

From: Jay Glover <jayglover@me.com>
Sent: Tuesday, July 08, 2014 9:30 AM
To: Jackson, Catherine (OAG)
Subject: Save the Corcoran

To the Attorney General

Dear Sir:

This email is to protest the takeover and essential destruction of one of America's great national treasures, Washington's Corcoran Gallery.

I am a stakeholder since I recently donated an important oil painting to the Corcoran by North America's first female surrealist artist. The choice of donee was central to my donation.

I was appalled that this iconic American institution is slated to be absorbed by another and most of the paintings distributed elsewhere. The Corcoran must be saved. Every effort must be made to do so. And you are central to its preservation.

I am not a lawyer, but recommend that you appoint a new prestigious Corcoran Director on an interim basis with the strong mandate to elicit funds, straighten things out, and preserve the Corcoran for the future. I would recommend the renowned Malcolm Rogers, who is about to retire from the Boston Museum of Fine Arts.

I also recommend your appointment of a new group of wealthy, qualified, and dedicated Board members, who are willing to immediately donate at least \$500,000 to the Gallery.

Please take every step within your powers to restructure and save the Corcoran Gallery as an independent institution.

Respectfully yours,

J. Denis Glover

6 Ridge Cove Lane
Chatham, MA 02633
508-945-8047
cell 617-320-4807

Jackson, Catherine (OAG)

From: marie ringwald <marieringwald@mac.com>
Sent: Wednesday, July 09, 2014 1:50 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran

Dear Catherine Jackson,

As a former professor at the Corcoran (where I taught from 1976 to 2014), I am totally in support of the action

Plaintiffs ask the Court to:

- remove members of the current Board of Trustees,
- ensure that the entire Corcoran collection remain together,
- require that the Board submit to a full financial accounting, and
- deny *cy pres* relief if the Board's own maladministration has caused the Corcoran trust to become impracticable.

taken by "Save the Corcoran."

I am flabbergasted that the board is not being held accountable for their reckless and misguided actions that have brought the college and gallery to this point.

Sincerely,
Marie Ringwald

Jackson, Catherine (OAG)

From: James Opinsky <james.opinsky@zsmobius.com>
Sent: Wednesday, July 09, 2014 10:01 AM
To: Jackson, Catherine (OAG)
Cc: carolyn@campbellcomm.biz; Renee Butler
Subject: The Case of: The Corcoran Gallery and School of Art / The Last of the Buffalo ? // Please Read

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001
catherine.jackson@dc.gov

Dear Assistant Attorney General,

Save the Corcoran for the Washington DC of the Future!

To disassemble the Corcoran Gallery and School of Art as they are today reminds me of the TWO GREAT New York City stories regarding the:

- A. "OLD" PENN STATION and the
- B. "NEW" GRAND CENTRAL STATION:

The first was torn down and the great building is forever missed and lamented by all New Yorkers and;
The second, Grand Central Station restored, is revered and loved in its beautiful new functional and renovated state.

Ever since the 1970's when I worked at the Corcoran, there has been a struggle to find good trustee management and financial support for the institution.
The DC Trustee Pool has been hard pressed to find within its ranks the best and the brightest to support the Corcoran
and the DC Art Community is a a small group of Artist and Collectors. Corporate funding comes and goes.

It has proven in recent decades to be very difficult for an Independent DC Museum to thrive in the shadows of the great National Gallery and Museums of the National Mall. In any other city in the UNITED STATES OF AMERICA,

the Corcoran would be an UNFATHOMABLE TREASURE and
the community would be there to help it along.

This would never happen in the likes of Houston or Cleveland!

I would like to ask you not to allow the dissolution of the Corcoran but to do
everything in your power
to help find a way to keep the Corcoran legacy intact and to preserve the
Great Building, Great Gallery
and School for the Washington DC of the Future. It would be a great
legacy for DC that YOUR NAME
always be associated with the SAVING of this Great Institution.

Please do not make the story of the Corcoran that of the "Last of the Buffalo"!

Sincerely yours,

James Opinsky

--

M: 917-217-6351

E: james.opinsky@zzmobius.com



Albert Bierstadt

(American; b. Solingen, Germany, 1830–d. New York City, 1902)

The Last of the Buffalo

1888

Oil on canvas

71 x 118 3/4 in. (180.3 x 301 cm)

Gift of Mary Stewart Bierstadt (Mrs. Albert Bierstadt)

09.12

Jackson, Catherine (OAG)

From: jane livingston <jane@diebenkorn.org>
Sent: Thursday, July 10, 2014 4:21 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran Gallery of Art + College of Art and Design

To: Catherine A. Jackson, Assistant Attorney General
Office of the Attorney General
441 Fourth Street, NW
Suite 600-S
Washington, DC 20001

Dear Ms. Jackson,

I am writing at the request of Peggy Loar, who is the acting director of the Corcoran Gallery of Art and the Corcoran College of Art. I served as the Chief Curator and Associate Director of the Corcoran from 1975 to 1989. Although I have not been actively involved with this unique and greatly loved institution in the years since I left, I have followed its fortunes with some hope, but with growing dismay and sadness. The Corcoran has been on a path to dissolution for over two decades; it has been a difficult thing to witness.

When it became clear that the dysfunction of the Corcoran's leadership, especially at the board level, was simply too deep and longstanding to be reversed, one of my main concerns was with the future of the museum's extraordinary collections. Although it is not easy for such an institution to sell its art assets in order to raise operating funds, I nevertheless worried that its holdings might be dispersed into the marketplace, and eventually out of the realm of public access. I know the collection well, since during my fifteen year stewardship, I, along with Dr. Ed Nygren, was responsible for many significant acquisitions. Ranging from distinguished nineteenth and twentieth century paintings now worth tens of millions of dollars, to the formation of an important body of historical and contemporary photographs, the already formidable collections were fleshed out during this period in ways that may not be entirely recognized at this juncture in the museum's history. And since my time, the museum has continued to add to these collections, particularly in the area of fine art photography.

With the exception of participation two or three years ago, in a day-long meeting of outside experts in the field to advise a professional consultancy hired to help "save the Corcoran," I have refrained from involving myself in any of the various efforts to influence the situation. It was clear to me after that session, that the future for both the museum and school was bleak. So it was with an unexpected feeling of relief that I recently learned that a proposal was being fielded to place the museum collections with the National Gallery of Art, and the school with George Washington University. To put the works of art and the building into hands that will insure their security in nearby public institutions, is a tremendously creative and responsible action. The National Gallery can well benefit from such a major addition to its present holdings, particularly in the area of American art. And my understanding is that works that do not remain with the NGA, will be donated to other museums in the District of Columbia where appropriate; and after that, to public collections that would not deaccession them. Moreover, the idea that the Corcoran's magnificent exhibition galleries would continue to be used by the National Gallery for the display of art, is deeply heartening to someone who knows how rewarding it is to install and to view exhibitions in those famously sympathetic spaces.

To give the college continued life by joining with a creditable and long-established art department at a neighboring university, makes more sense than any other approach one can think of. The Corcoran school has a long history of service to the Washington, DC region and deserves to be honored and continued. It is a valuable thing for the local community, that the beautiful Corcoran building will continue in service to the visual arts, both as a teaching and learning environment, and as an exhibiting venue.

My sentiment is largely one of simple gratitude to the National Gallery of Art, and to George Washington University, for their willingness to take on this mission. I cannot conceive of a better solution at this moment, to the Problem of the Corcoran. Its recent history shows us plainly that without a radical change in governance, and an infusion of capital that has evidently proved untenable, it cannot not be preserved in anything like its present form.

I hope your office will view with favor the dissolution of the old Corcoran in the manner proffered by its present, temporary leadership. It is surely the most practical, legitimate and honorable way to transfer its legacy to the benefit of the District of Columbia, and thus to all of us.

Sincerely, Jane Livingston

Jackson, Catherine (OAG)

From: Ashley DelVillan <ashley_delvillan@corcoran.edu>
Sent: Thursday, July 10, 2014 3:09 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran College of Art + Design: Hearing Request

Good afternoon Ms. Jackson,

While I'm sure you've already received a few letters like this one, I'm writing to share with you my experience at the Corcoran Gallery and College of Art & Design as a student, a peer mentor, a member of the now-defunct Corcoran Retention Committee, and a concerned citizen of Washington.

Through my years at the Corcoran, I shared in incredible instruction, critical feedback, and what I think can only be defined as *love* between both my peers and the faculty within the university. The Corcoran college doesn't market itself as a "family" but it certainly feels like one, regardless of how Hallmark-cliché that sounds. I guess you'll have to take my word on this, but it's a good place full of good people who want to do good things for a good future. But for the past several years that's been, well, difficult at best, and painful at worst.

I know you know that many students and faculty are asking to have the hearing delayed. I know you probably also know that this whole thing is kind of a mess. But maybe you didn't know that we, the students, found out about partnerships with other institutions first through leaks in the papers or panicked text messages, not from the Corcoran's decision makers. Maybe you didn't know that there was an exhibition underway in Corcoran's Gallery 31 where both students and local design firms would propose positive solutions to the institution's struggles through architecture, but the show was cancelled at the last minute and the exhibition's curator was sent a cease and desist letter. Maybe you didn't know that we were walking the walls with our phones, snapping pictures of our favorite spots in the galleries between classes, because we didn't know how long we had to see them. Maybe you didn't know that I actually took a pebble from the Corcoran's patio because I needed to feel like a piece of it was still okay. I needed to feel it in my hands before it disappeared forever.

For the past three years, we've had a lot of surprise announcements, a lot of rushed deadlines, and a whole lot of radio silence. I think we deserve better than that. I think we deserve the chance to be informed and articulate instead of confused and afraid. If nothing else, by considering a delay in the hearing and allowing the Pleadings to be objective and honest, you grant us the voice that we've been hoping would be heard for a very, very long time now.

So please, if you have the ability, I urge you to consider our request. It would be more than we have been permitted in the past three years.

Sincerely,

Ashley DeVillan

Corcoran Graduate

Jackson, Catherine (OAG)

From: Lucien Liz-Lepiorz <lucien_lizleporz@corcoran.edu>
Sent: Thursday, July 10, 2014 2:46 PM
To: Jackson, Catherine (OAG)
Subject: The Corcoran's Dissolution

Dear Madame Attorney General,

You have probably already received a number of letters regarding the Corcoran's situation, so I will attempt to be as brief and meaningful as possible. The Corcoran does not possess the means to continue operating as an independent entity. Budget cuts have repeatedly hit the college, as funds have been wrongly diverted to the gallery, which operates on a significant deficit. Enrollment numbers have gradually dwindled, and further budget cuts put students that receive financial grants at an even greater risk.

Such mismanagement has resulted from a combination of gallery officials that fail to rejuvenate attendance and a culture in which the gallery views itself as superior to the college. Such a culture resulted in the Board's failure to communicate with students, and thereby in the formation of Save the Corcoran. However, Save the Corcoran only continues this dysfunctional attitude by repeatedly emphasizing the integrity of the collection. Furthermore, they failed to reach out to the college's department heads and faculty association. They have repeatedly acted as a separate entity, and do not represent the currently enrolled students or faculty.

Furthermore, they do not possess the professional experience to run the institution, or even seek out professionals that are qualified. If the GW/NGA deal is delayed, both parties will likely back out. We are valuable, but we are not valuable enough for an extended lawsuit. With the fall semester rapidly approaching, I may not have a school to return to.

I am fully confident in GW's ability to absorb and expand the Corcoran. Save the Corcoran is more focused on preserving the Corcoran as a name, not as an institution dedicated to educating artists and conserving art. With GW and NGA, we will be able to fulfill this mission in a manner that will eclipse all previous efforts.

Thank you for your time.

Lucien Liz-Lepiorz
Corcoran College of Art + Design '16
B.F.A. Graphic Design

[Portfolio](#) | [Bēhance](#) | [@corcoran](#) | [@outlook](#)

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Jackson, Catherine (OAG)

From: Mary Anne Goley <maryanne.goley@gmail.com>
Sent: Thursday, July 10, 2014 12:11 PM
To: Jackson, Catherine (OAG)
Cc: Tulumello, Andrew S.
Subject: the Corcoran
Attachments: Corcoran.docx

Please see attached letter

Mary Anne Goley 4909 N. Washington Blvd. Arlington, Virginia 22205

July 10, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

With this letter I am voicing dissent against a *cy pres* petition filed by the Trustees of the Corcoran Gallery of Art to alter the intent of the founding documents until the court is assured that all possible avenues have been explored. This includes extraordinary measures to save the Corcoran.

As the director of the Fine Arts Program of the Federal Reserve Board from 1975 through 2006, I was actively involved in the Washington art community. With regard to the Corcoran, two chairmen of the Corcoran served as members of the Board's fine arts advisory panel, the Corcoran granted short and long-term loans from their collection, they offered their auditorium for a program free of charge, and a chief curator participated in a panel about collections. Thus I have formed some opinions about the Corcoran that I would like to share with the court. Further, I would posit that everyone in the community should have standing with the court if the words "*hold in public trust*" have any meaning.

The most visible and tangible value to the public is the art collection. It is not just any collection, as Sherman Lee, the eminent director of the Cleveland Museum of Art, once said, it is the best collection of American art in the country. No two museum collections are alike. Collections are a reflection of its patrons and why they chose to give to one institution over another. Why the Corcoran owns a premier group of John Singer Sargent watercolors, a pair of Thomas Cole landscapes, a superior painting by S.J.B. Morse, Bierstadt, and so on, is as important as the fact that they do own them rather than another institution. There is a reason for it and that reason goes to the fabric of life of the nation's capital.

By extension the collection is equally significant internationally. Being primarily an American collection may have seemed limiting in the past but it is a brand worth promoting today. As scholarship has changed so has the type of exhibitions museums organize. There is now a significant demand from abroad to borrow American works. The Corcoran lends to foreign exhibitions; how many and how frequently is an indicator of artistic merit and by association a favorable reflection on Washington, DC.

There is a pecking order to museums. At the lower end are the regional art enters that serve the creative genius of *emerging* artists. The Corcoran is the next step up, *nurturing* mid career artists and others at the point of making their mark. The Corcoran Gallery is the only institution in this city that fills that role. It is a distinction that differs from the National Gallery which displays the work of *established* living artists in addition to historical works. This pecking order is not unlike the stock market with emerging markets, mid caps and small caps. Each serves a niche and with the dissolution of the Corcoran an *incubator* of American creativity is lost. The Corcoran is more of a living, organic institution fueled by the artist community and the school, again, unlike other DC museums.

There is nothing about the Corcoran that can't be solved with the right Board who fully complies with their fiduciary responsibilities. The current situation certainly raises questions about unresolved

GOLEY/ page two

deficits over consecutive years. I would want to know whether every Board member fulfilled the "give or get" annual donation of \$25,000 (or whatever the figure may be). When a non profit institution is cash poor there should be no waiver in lieu of in-kind contributions or services. Has this happened and what does it say about leadership? Did the sale of the property behind the building result in the best possible price? In the spirit of Philip Kennicott's articles in the Washington Post about transparency, I would ask questions about the choice of the interim director. Did the Board know of her experience as director in closing down museums, one that was folded into a local university and another that filed for bankruptcy under her watch? Did the Board know before or after she was hired and what impact did that have on their intent? If it is correct that the interim director is residing at the Jefferson Hotel, I would question the reasoning behind the Board's authorization of such an expenditure given the museums cash position. Even with a great rate it is about the appearance.

The current Board has made a decision that the Corcoran under its leadership cannot fulfill the terms of the founding documents. In view of their decision, I would beg the court to consider an alternative, "out of the box," idea. It is time for extraordinary measures. Shop for a new board; issue an RFP for trustees. Can the Chamber of Commerce be of help? Again paraphrasing Kennicott, the Corcoran is so thoroughly woven into the city's history and social life, is there nowhere in this region of great wealth, in this city of immense ambition, someone to find a way to save it. But even this is too limiting. The search should be cast wider, nationally and even internationally.

Has enough been done?

Respectfully,

Mary Anne Goley



Empowering Communities. Changing Lives.

George H. Lambert, Jr.
President & CEO

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July 10, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Re: George Washington University/Corcoran Partnership

Dear Assistant Attorney General Jackson:

On behalf of the Greater Washington Urban League I am pleased to provide this letter of support urging your office's approval of the George Washington University and Corcoran partnership. We believe this to be an exciting collaboration that will ensure the Corcoran legacy and keep the core collection in the nation's capital.

The proposed agreement by George Washington University would preserve the building and the art ensuring that the art won't be sold and the public can still view the collection at the building. This would also expand arts appreciation and create a hub for arts education in the District of Columbia. Furthermore, George Washington University is committed to making the collection more accessible by offering free admission to the public.

In our judgment this agreement would be a wonderful opportunity for the Corcoran and good for the District of Columbia. The collaboration would raise the stature of arts education in the District and expand the benefits, services and interdisciplinary opportunities that both the National Gallery of Art and George Washington University provide to students, museum-visitors, and the District of Columbia community.

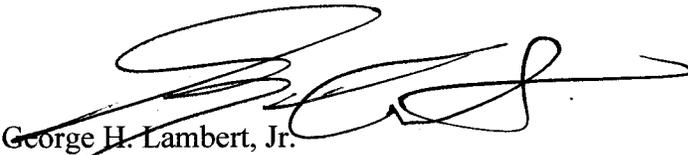
2901 Fourteenth Street, NW
Washington, DC 20009
(202) 265-8200
FAX (202) 265-6122
Email: gwulinfo@gwul.org
Website: www.gwul.org



Catherine A. Jackson, Assistant Attorney General
Office of the Attorney General

Again, we urge your approval of this partnership.

Sincerely,



George H. Lambert, Jr.
President & Chief Executive Officer
Greater Washington Urban League
2901 14th Street, NW
Washington, D.C. 20009
202.265.8200
glambert@gwul.org
www.gwul.org

cc: Renee McPhatter, Assistant Vice President, Government & Community Relations
The George Washington University

Jackson, Catherine (OAG)

From: Ariana Ortega <ortega.ariana@gmail.com>
Sent: Friday, July 11, 2014 2:07 PM
To: Jackson, Catherine (OAG)
Subject: Comments on Corcoran Cy Pres Petition

Office of the Attorney General
Ms. Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson, Attorney General Irvin B Nathan, and the Honorable Rober Okun,

I am writing to you today in regards to the Cy Pres Petition proceedings before the Superior Court of the District of Columbia by the Corcoran Gallery of Art and College of Art + Design. I was a staff member of the College for five years, from 2007 to 2012. I worked in the Office of the Registrar, and during my tenure also worked very closely with myriad other College faculty, staff, and students, as well as with colleagues in the Museum.

I can speak first hand to the Corcoran's vitality in the artistic life of the city. For the last thirty years the College has produced world class graduates and attracted similarly credentialed faculty. Programs such as Camp Creativity and Art Reach brought high quality art education to children across the area, including to underserved youth via the partnership with THEARC in Southeast.

The tribulations of the Museum have been well trod, but the successes of the College have not, and the travesty currently before the court must address the impact of these plans on the faculty, staff, students, and alumni. A mere five years ago a financial officer of the institution stood before the staff and proclaimed the College's financial health as a self-sustaining institution. A mere four years ago Noel Levitz consultants stood before College staff and celebrated the Corcoran as one of their successes in enacting a student retention plan. A mere three years ago Fred Bollerer and a consultant representing Lord Cultural Resources stood before the staff and attested to the good reputation and high standing of the Museum worldwide.

The cy pres petition currently before the court would authorize the dissolution of the institution as a whole, and the destruction of the College and the Museum as anything beyond real estate and historic name. Without a faculty, staff with institutional memory, Association of Independent Colleges of Art and Design (AICAD) level curriculum, and degrees to grant, the College will cease to exist, and GW will acquire yet another historic DC landmark.

Before that is allowed to happen, and regardless of any final arrangements, I beg the court to investigate the severe failings of this Board of Trustees. As a staff member I had a first hand view to their cultural deafness, incompetence, and financial negligence. My more senior colleagues can speak to repeated instances of harassment, coercion, and other hostilities perpetrated in the workplace. It was an open secret among staff that the Board often worked in direct opposition to the success of the institution and this, again, has proven sadly true. This would be readily confirmed by those left on the staff if not for the pervasive fear of retaliatory action.

I ask this court to investigate the following as proof of negligence by breach of fiduciary duty:

- 1) The hiring of Lord Cultural Resources for as yet unspecified amounts for a "re-visioning", to ultimately ignore their recommendations.
- 2) The sale of assets including the Randall School, the downtown parking lot, the sickle leaf Persian carpet, and would-be sale of the Georgetown building, in lieu of any attempt at fundraising or a capital campaign.
- 3) The nepotistic hiring of Fred Bollerer, Lauren Garcia, and Mimi Carter, as VP level staff despite their utter lack of experience running a museum, college, non profit, or cultural entity of any kind.
- 4) Repeated and persistent inability to hire and retain qualified Development staff to cultivate fundraising.
- 5) Allowing continued deterioration of the building followed by obfuscation and abject lies regarding the true cost of renovations.
- 6) Spending unspecified amounts on investigating and then ultimately abandoning a ridiculous and fiscally irresponsible plan to relocate to the Alexandria waterfront.
- 7) Continuing to spend unspecified amounts on outside consultants, including Real Change Solutions and Lord Cultural Resources, while the institution's financial health continued to deteriorate.
- 8) The failed University of Maryland partnership and surreptitious GW deal, which were both arranged via closed-door back-room dealings. These plans were brought about with no input from financial stakeholders, including students and families who continue to pay tuition.
- 9) Failure to fundraise in a city rife with cultural benefactors. The comparative successes of the Philips Collection are proof of the Board's fundraising incompetence.
- 10) The continued tenure of all of the Board members themselves, including Harry Hopper, when any reasonable observer would see that they would doing more harm than good, and yet were unwilling to step aside and recruit more knowledgeable and experienced leadership.
- 11) The cy pres petition itself. The Board's final argument before the court erroneously states that the "relationship between the College and the Gallery has imposed the expenses of both, while hindering the development of a unique identity for either." This would be laughable if it were not so patently offensive. The College was financially self-sustaining only five years ago, and the Gallery could have been if competent development staff had been hired, retained, and able to do their job. It was the Board's fiduciary responsibility to raise funds and they have been utterly negligent in that role.

Any reasonable observer would agree that the sporadic sale of assets and the continual expense of consultants would need to be offset with additional income. Unfortunately, the College's tuition dollars were the sole source of reliable revenue in the toxic environment fomented by this Board. Their failure will surely be studied in non-profit business classes: A non-profit Board's first responsibility is to cultivate fundraising. Their second is to hire the right people and allow them to do their jobs. This Board has failed on both accounts.

I have many friends who work in the non-profit sector in this city, from advocacy groups to think tanks, across disciplines both political and cultural, and they are all watching this case closely. This court must decide what message to send the would-be stewards of these organizations: is a Board, tasked first with financial responsibility, permitted to run a venerable 145 year old cultural institution into the ground through their fiduciary negligence? Does the city have a stake in cultivating, at minimum, ethical standards by which to guide future Boards of Trustees? Or will the crimes of this Board, which will be all that is left of the Corcoran if the cy pres petition is granted, go unpunished?

The death of the Corcoran as an independent entity is at hand, and make no mistake, it is a direct result of the negligence by breach of fiduciary duty of this Board of Trustees. I can speak to the blood, sweat, tears, callouses, splinters, eye strain, time, money, and love the staff, faculty, alumni, students, and their families have spent to trying keep the Corcoran running despite the Board's failures, and the true tragedy before the court would be to allow absolution by silence. The crimes of this Board must be aired.

Will you allow future Boards to destroy historic institutions without consequence? You must set a precedent.

Sincerely,

Ariana Ortega

Jackson, Catherine (OAG)

From: Brigitte Savage <bsavage@singularconsultants.com>
Sent: Friday, July 11, 2014 11:00 PM
To: Jackson, Catherine (OAG)
Subject: FW: Hearing on the Corcoran Gallery of Art

Sorry – I forgot the signature block –see below

From: Brigitte Savage [<mailto:bsavage@singularconsultants.com>]
Sent: Friday, July 11, 2014 8:49 PM
To: 'catherine.jackson@dc.gov'
Subject: Hearing on the Corcoran Gallery of Art

Dear Ms. Jackson:

I am writing to you in my role as a former staff member of the Corcoran Gallery of Art and a longtime supporter of the Gallery. I was proud to serve as Director of Membership at the Corcoran Gallery – not the School – from 1981 to 1990. A member of the Senior Staff and an integral part of the fundraising and development team of the Museum, I can assure you that throughout the 1980s the Corcoran was able to:

- easily raise the necessary funds for the annual budget,
- add a campaign to establish and upgrade the entire climate control system ,
- include at least four widely popular special exhibitions in the regular exhibition schedule, exhibitions that brought thousands of visitors daily to the Gallery and necessitated crowd control systems,
- regularly add funds to the endowment, and
- operate in the black every single year.

A short review of the 1980s Annual Report –we did publish Annual Reports then – will show that all this took place during a decade when admission to the Gallery was free , due to a grant we were able to secure from Armand Hammer. Membership numbers grew steadily throughout the decade. The Friends of the Corcoran –a longtime support group, discontinued by the Board in the late 1990s-- brought more than \$300,000 in donations to the Gallery every year and regularly worked with the curators to purchase works of art for the permanent collection.

In fact both, the Gallery and the School, then run by trained museum professionals und supported by a dedicated board made up of 35+ Corporate members, Foundation representatives, major Washington donors, representatives of the School, educators, local artists, and a representative of the Clark family, were thriving. The Corcoran was particularly well-regarded world-wide for its Biennials of Modern Art. Many of today's major artists had their start in the Corcoran Biennials. The Gallery and the Art School were known for being a showcase of the "American Genius" which William Wilson Corcoran saw as the mission of his art gallery,

I greatly object to the fact that the current Corcoran Board is using its lack of museum expertise, its stunning mismanagement of the resources and it's forfeiture of the community's good will, as proof that the Corcoran cannot function as established by Mr. Corcoran and chartered by Congress.

As a 30 year veteran of fundraising, I can assure you that without any doubt, in the right hands the Corcoran could and can continue to prosper.

I ask you to bring this fact to the attention of the judge in this case. The Corcoran Gallery has been more than 100 years in the making -- a showcase for American Art and for Washington DC. Don't let an undeserving and untrustworthy Board destroy it all in a few short months.

Brigitte Savage, CFRE
Partner, Savage/Melendez & Associates
5090 Grimm Drive
Alexandria, VA 22304
Cell/text: 202-271-1685
Office: 571-312-2709
bsavage@singularconsultants.com
www.singularconsultants.com

Jackson, Catherine (OAG)

From: caroloroberts <caroloroberts@verizon.net>
Sent: Friday, July 11, 2014 12:51 PM
To: Jackson, Catherine (OAG)
Subject: The Corcoran HAS been saved...

.... and efforts by the so-called Save the Corcoran will result in expensive litigation thus assuring the selling of the art to the highest bidders who assuredly will not be from Washington. The agreement reached with the National Gallery of Art and the GeorgeWashington University is the best and only responsible thing the Corcoran has done in the last decade.

Carol Roberts

Jackson, Catherine (OAG)

From: Aimlahs@aol.com
Sent: Saturday, July 12, 2014 12:33 PM
To: Jackson, Catherine (OAG)
Subject: The Corcoran

I simply want to add my voice to those who urge the DC Court to approve the Corcoran's pending request. It seems to be the only way to save the museum's collections for DC. Please shortcut further diversions by letting the three principals (Corcoran, NGA, and GWU) get on with their work.

Ann Imlah Schneider
3319 Fessenden Street, NW
Washington, DC 20008-2034
Phone: 202-363-0109

Jackson, Catherine (OAG)

From: oconnell9@aol.com
Sent: Saturday, July 12, 2014 2:12 PM
To: Jackson, Catherine (OAG)
Subject: Cy Pres Petition
Attachments: Corcoran_-_Cy_Pres_Petition.pdf

Dear Ms. Jackson,

Attached is a letter from Wayne Reynolds regarding the Cy Pres Petition proceedings before the Court of the District of Columbia by the Corcoran Gallery of Art.

Please let me know if you have any questions.

Sincerely,

Kathleen O'Connell
Assistant to Wayne R. Reynolds
Office: (202) 887-0000, ext. 104
Mobile: (703) 203-6425
Email: oconnell9@aol.com



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Chairman, Grupo Televisa

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H.E. EHUD BARAK
Former Prime Minister, Israel

JOSHUA BELL
Grammy Award-winning Violinist

A. SCOTT BERG
Pulitzer Prize for Biography

HON. MICHAEL R. BLOOMBERG
Mayor of New York City

SERGEY BRIN AND LARRY PAGE
Co-founders, Google Inc.

DR. BENJAMIN S. CARSON
Pediatric Neurosurgeon

HON. WILLIAM J. CLINTON
*42nd President of the
United States*

DR. FRANCIS S. COLLINS
Human Genome Research

HON. RICHARD M. DALEY
Former Mayor of Chicago

DR. ANTHONY FAUCI
National Medal of Science

SALLY FIELD
Oscar for "Best Actress"

WILLIAM H. GATES, III
Chairman, Microsoft Corporation

DAME JANE GOODALL
World Renowned Primatologist

DONALD E. GRAHAM
Chairman, Washington Post Co.

DR. SUSAN HOCKFIELD
*President, Massachusetts Institute
of Technology*

QUINCY JONES
79 Grammy Nominations

HON. ANTHONY M. KENNEDY
The Supreme Court of the United States

DR. ERIC S. LANDER
Founding Director, Broad Institute

GEORGE LUCAS
Motion Picture Production

WYNTON MARSALIS
Pulitzer Prize for Music

HON. SHIMON PERES
Nobel Prize for Peace

GEN. COLIN L. POWELL
Military and Public Service

HAROLD PRINCE
Broadway Producer and Director

LORD ROTHSCHILD
Financier and Philanthropist

DAVID M. RUBENSTEIN
*Co-founder and Managing Director
The Carlyle Group*

DR. JOHN SEXTON
President, New York University

CARLOS SLIM HELÚ
Chairman, Teléfonos de México

ARCHBISHOP DESMOND TUTU
Nobel Prize for Peace

HON. ANTONIO R. VILLARAIGOSA
Mayor of Los Angeles

ELIE WIESEL
Nobel Prize for Peace

OPRAH WINFREY
Entertainment Executive

this is a partial list

July 12, 2014

Ms. Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

WAYNE R. REYNOLDS
Chairman & Chief Executive Officer

Dear Ms. Jackson:

This letter concerns the Cy Pres Petition proceedings before the Superior Court of the District of Columbia by the Corcoran Gallery of Art and the Corcoran College of Art + Design.

With regard to my own background and experience, for the past 15 years I've had the honor of serving as Board Chairman of the Academy of Achievement, a nonprofit educational foundation that brings together leaders and scholars to share their experience in diverse disciplines with graduate students from around the world.

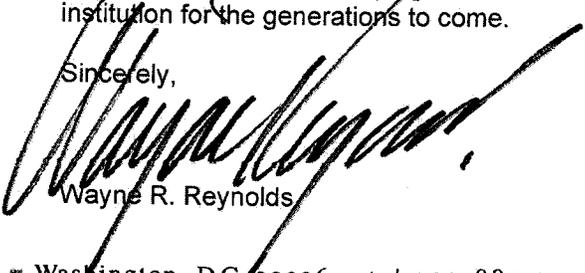
Additionally, I served as Chairman of Ford's Theatre Society for six years – beginning in 2006 – during which I advocated for the expansion of the Society's educational programming, and for the transformation of Ford's Theatre into a center for learning, dedicated to the life and legacy of Abraham Lincoln. I oversaw the development of the Center for Education and Leadership, and spearheaded the fundraising campaigns that resulted in the Theatre's net assets increasing by \$50 million.

I initially became familiar with the Corcoran Museum and College of Art + Design in 2012, when I was approached by current Corcoran Chairman Harry Hopper, who invited me to become the next Chairman of the Corcoran Board of Trustees. It was my understanding that the Corcoran was critically in need of new leadership, and was actively seeking my expertise and involvement on the board – and potentially as Chairman – in light of my substantial record leading other nonprofit institutions, and most especially due to the impressive sea change at Ford's Theatre.

I am wholeheartedly certain that, given my many years of experience and proven success as Board Chairman within the nonprofit arena, I have the demonstrated leadership skills to set the Corcoran on a reverse direction toward financial solvency and vitality within a period of 18 months. It would be my pleasure to serve as Chairman of the Corcoran Museum and College of Art + Design with that attainable goal as my mission.

I passionately believe that with the right vision for a viable business model, practical application of proven strategies, and committed, cohesive teamwork, the Corcoran Museum can – and should – have a robust future. I am hopeful that I may assist the Court and Attorney General in developing interim and long-term solutions that will preserve this historic institution for the generations to come.

Sincerely,


Wayne R. Reynolds

Jackson, Catherine (OAG)

From: Teresa Grana <teresa.grana39@gmail.com>
Sent: Sunday, July 13, 2014 1:43 PM
To: Jackson, Catherine (OAG)
Subject: Comments on Corcoran Cy Press petition
Attachments: corcoranlet_ed.docx

Teresa Grana
5430 39th Street, NW, Washington, DC 20015
Teresa.grana39@gmail.com

July 13, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 4th Street, NW, Suite 600-S
Washington DC 20001

Dear Ms. Jackson,

I am writing in reference to the June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design. I urge you to ask for a delay in the hearing.

I am the personal representative of The Ruth Cole Kainen Estate and a Trustee of The Jacob Kainen Art Trust. Ruth and Jacob Kainen were generous patrons of the Corcoran Gallery of Art over the years and the Gallery's collection includes several major works of art by Mr. Kainen, a highly respected Washington artist (www.jacobkainen.com).

Additionally, in 1996 while working with Linda Simmons, then curator of American Art at the Corcoran, I facilitated the donation of 30 works of art by my dear friend Thurlow Tibbs. These works of art from the nationally recognized Evans-Tibbs Collection of African American Art, together with its archive, were considered at the time to be the largest and most important group of historic American art and reference material to come to the Corcoran in almost a half century. The collection features paintings, sculpture and prints by such renowned artists as Romare Bearden, Elizabeth Catlett, Palmer Hayden, Henry Tanner, Alma Thomas, Hale Woodruff and Aaron Douglas. The Aaron Douglas painting *Into Bondage* (1936) was a partial gift and purchase. Douglas was the most significant visual artist of the Harlem Renaissance and today is considered one of the early 20th century's most important modernists. This work was recently featured in *The Washington Post*. Philip Brookman, the museum's current chief curator stated that its acquisition was an "important moment of collecting for the Corcoran."

Like Ruth and Jacob Kainen, Thurlow Tibbs contributed to and supported the Corcoran because of the museum's commitment to the Washington community. For Tibbs, the Corcoran's long-standing record of exhibits of African American culture and its commitment to education programs that directly affected the African American community of the District of Columbia was critical.

The division and scattering of the Corcoran's collection, as has been proposed, deserves an objective review. I know that the Kainens and Tibbs wanted the art they gave the Corcoran to remain at the Corcoran. I strongly disapprove of this plan to dissolve the Corcoran and urge you not to allow it to proceed. Doing so would be a major disservice to the Washington community, our cultural history, and the art world while showing no respect for the intentions of William Wilson Corcoran or the many donors who have supported the Corcoran over the past century and a half.

Sincerely,

Teresa Grana

Teresa Grana
5430 39th Street, NW, Washington, DC 20015
Teresa.grana39@gmail.com

July 7, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 4th Street, NW, Suite 600-S
Washington DC 20001

Dear Ms. Jackson,

I am writing in reference to the June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design. I urge you to ask for a delay in the hearing.

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Sincerely,

Teresa Grana

Jackson, Catherine (OAG)

From: Amy Joseph <amy_joseph@corcoran.edu>
Sent: Sunday, July 13, 2014 4:12 PM
To: Jackson, Catherine (OAG)
Subject: Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design
Attachments: Copy for the Trustees of the Corcoran Gallery of Art.pdf

4201 31st. Street South
#447
Arlington, VA 22206
amy_joseph@corcoran.edu

July 13, 2014

Office of the Attorney General
Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001
catherine.jackson@dc.gov

Dear Ms. Jackson:

Thank you for this opportunity. I oppose the granting of the cy pres petition to the Trustees of the Corcoran Gallery of Art. I hope that there is a way for the Corcoran Gallery of Art and College of Art + Design to remain as it is, an independent institution including the museum and the school. I ask the court to please look at other options before making this final decision.

The Corcoran as a whole, the museum and the school, has such an important place in our history and needs to continue as part of our future. The beauty of the Corcoran is in the community, the spirit and the independence. This is such a special place where we are surrounded by inspiration, from the building itself, the art and the people.

I am a graduate of the Corcoran; I graduated in May of 2013 with a Master of Arts in New Media Photojournalism (NMPJ). The Corcoran community means so much to me. I learned so much from the faculty, staff and students and the connection between the school and the museum is extremely important and vital.

The NMPJ program is a very special program that is both necessary and unique in the ever-evolving field of photojournalism. The faculty is excellent. Faculty members are both talented artists and teachers who have given us the tools and skills, and the freedom and guidance to figure out the best way for each of us to tell stories.

It is important that the program remain small. We had the opportunity to get to know each other and our different projects and approaches to working. We also had the opportunity to work closely with faculty. Through the NMPJ program, I was given the opportunity to create work that I never thought I would be able to do, while still being true to myself as an artist. My hope for the NMPJ program is that it can continue evolving as it has, as a small, independent program dedicated to innovation in the field of photojournalism and connected to an amazing museum.

It is so unique to be able to study in a school that is part of a museum. I am always inspired by the beauty of the building and the importance and innovation of the exhibits. We had the opportunity to have an exhibit, "This Is Not A Photo," in Gallery 31 during the fall of 2012. As the graduating class, we had another opportunity to be part of "NEXT" in the spring of 2013.

I had such an amazing experience at the Corcoran. I feel so grateful and lucky for that experience and I hope that the opportunity to experience being a student at the Corcoran Gallery of Art and College of Art + Design continues, for both current and future students.

My hope for the Corcoran Gallery of Art and College of Art + Design is right there in the name, the museum and the school together, remaining an independent institution with the community intact. This is our history; we need to preserve it and we need to continue it as we move forward.

Thank you for your consideration.

Sincerely,
Amy Joseph

(A copy is attached for the Trustees of the Corcoran Gallery of Art.)

4201 31st. Street South
#447
Arlington, VA 22206
amy_joseph@corcoran.edu

July 13, 2014

Trustees of the Corcoran Gallery of Art
c/o Charles Patrizia
Paul Hastings LLP
875 15th Street, N.W.
Washington, DC 20005

Dear Trustees of the Corcoran Gallery of Art:

Thank you for this opportunity. I oppose the granting of the cy pres petition to the Trustees of the Corcoran Gallery of Art. I hope that there is a way for the Corcoran Gallery of Art and College of Art + Design to remain as it is, an independent institution including the museum and the school. I ask the court to please look at other options before making this final decision.

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My hope for the Corcoran Gallery of Art and College of Art + Design is right there in the name, the museum and the school together, remaining an independent institution with the community intact. This is our history; we need to preserve it and we need to continue it as we move forward.

Thank you for your consideration.

Sincerely,
Amy Joseph

Jackson, Catherine (OAG)

From: Jill Bernstein <jillbdc@gmail.com>
Sent: Monday, July 14, 2014 6:27 PM
To: Jackson, Catherine (OAG)
Cc: Darrel Sewell; Teresa Grana
Subject: Save the Corcoran
Attachments: Corcoran_letter_July_13_2014.docx

I'm sending this on behalf of Darrel Sewell.

Dear Ms. Jackson,

Please see my letter attached regarding the Corcoran.

Sincerely,
Darell Sewell

Darrel Sewell
2031 Locust Street
Apt 404
Philadelphia, PA 19103

July 13, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, NW, Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

I am writing to join the chorus of voices speaking against a petition filed by the Trustees of the Corcoran Gallery of Art to alter the intent of its founding documents. Every effort should be made to preserve the Gallery as an entity, and every idea and plan toward this end should be studied.

As Curator of Education at the National Collection of Fine Arts (now the National Museum of American Art), then as the Robert L. McNeil, Jr. Curator of American Art and head of the American department at the Philadelphia Museum of Art for 30 years, and now as Curator Emeritus, I have had the opportunity to study many collections of American art across the United States. The collection of American paintings and sculpture at the Corcoran Gallery is one of the best, ranking in the opinion of museum professionals with the Metropolitan Museum of Art in New York, the Boston Museum of Fine Arts, and the Philadelphia Museum of Art. In addition, William Wilson Corcoran made purchases of European art that are notable in their own right and provide a setting for the American works that he considered a continuation of the great traditions of art.

Each museum has its own character and personality due to the art interests of its founders. Mr. Corcoran began collecting just as the first native school of American art—the Hudson River School of landscape painting—was becoming established in the 1840s. He was a friend of many of these artists and acquired major examples of their work. From then on until his death, recognized as a major collector, he had access to the best examples of American art available, and he was buying during years of exciting development of art in the United States. As a result, much of the 19th century American collection at the Corcoran reflects the knowledge, taste, and personal friendships of a committed collector of American art and represents a comprehensive history of American art during this period. Like the collection of Albert C. Barnes in Philadelphia, it is unique, and could not be replicated today. As a totality, it has meaning and significance beyond the individual works of art. There are fashions in art, just as in every other aspect of life, and there is no guarantee that what a curator today sees as a masterpiece would be seen as such in future decades. Selecting “masterpieces” and distributing the rest of what is in fact a historical document of the highest quality is to destroy something irreplaceable.

-continued-

Mr. Corcoran was, in fact, collecting contemporary art, and this trend of collecting new art continued with the innovative Biennial Exhibitions of American Painting that began in 1907, giving the Gallery today an important collection of modern and contemporary American art. The quality of the American collection, and Corcoran's handsome new building, opened in 1897, led to important gifts of European art in the 1920s and 1930s, although the Trustees continued to restrict purchases to American art.

Besides his commitment to American Art, William Corcoran was committed to Washington. Born in the city in 1798, he made his fortune there, opened the art gallery in his house to the public, and, as early as 1849, hired architect James Renwick to design an art gallery in the center of Washington, although it wasn't opened until 1869. He wanted his collection to be for the citizens of the city as well as visitors to the nation's capital.

The present gallery building is widely recognized as one of the most beautiful spaces to show art in the United States. Art looks wonderful in it, and as an experience the galleries have a vitality and excitement that is entirely missing in the monolithic museums on the mall. Furthermore, this is not just a museum in the nation's capital, but it is engaged with life in Washington in ways that the national museums on the mall are not. This particular quality has led to important gifts such as the Gordon Parks Collection of Photography and the Evans-Tibbs Collection of African-American Art, donated in 1996 by Thurlow Evans Tibbs, Jr. As Sarah Cash, the Corcoran's Bechhoefer Curator of American Art noted in her essay for the collection catalogue published in 2011, "Tibbs acknowledged the Corcoran's important legacy as not only Washington's community museum, but also one with vast potential, noting that it 'has the opportunity to leap generations ahead of any other institutions in this country'...."

As a matchless collection of American art, in a beautiful, centrally located building, embedded in the life of Washington, the Corcoran Gallery of Art must survive intact to realize its potential as an essential element in the cultural life of Washington, D.C.

Yours sincerely,

Darrel Sewell
Curator Emeritus of American Art
Philadelphia Museum of Art

Jackson, Catherine (OAG)

From: Everett, Gwendolyn N. <geverett@Howard.edu>
Sent: Monday, July 14, 2014 6:30 PM
To: Jackson, Catherine (OAG)
Cc: Johnston, Eileen
Subject: Petition of the Corcoran Gallery of Art

This message was sent securely using ZixCorp.

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

The Howard University Gallery of Art is interested in being considered among the regional repositories for works of art from the permanent of the Corcoran Gallery of Art. As a former adjunct faculty member at the Corcoran, I am familiar with the collection and feel that the Howard University Gallery would be an appropriate partner in your endeavor to keep the collection in Washington.

The Howard University Gallery of Art was established in 1928, by action of the Board of Trustees to "make revolving exhibitions of contemporary arts and crafts available for visitation and study to students." Over the following eight decades, numerous purchases and gifts from friends and faculty of the University, private collectors, art foundations, and various branches of the federal government have entered the permanent collection. For example, the Kress Foundation of New York set up our collection of Renaissance and Baroque paintings, while other significant contributions and acquisitions such as the Irving Gumbel collection of European prints from the 16th to the 19th centuries, and an array of paintings, sculptures, drawings, and prints by African American and other 19th and 20th century American artists have grown the collection exponentially. The Gallery also serves as a study and research facility of the University and scholarly communities. We offer rotating exhibitions of national and international artists. Our collections are available to the general public, students, faculty, and visiting scholars during the academic year and in the summer by appointment.

While we welcome the opportunity to be considered for selections from the Corcoran, the Evans-Tibbs collection is best suited for Howard University Gallery of Art. Thurlow Tibbs, grandson of Lillian Evans Tibbs, bequeathed the collection to the Corcoran in 1997. The Tibbs family also has a special relationship with Howard University. Madame Lillian Evanti (Lillian Evans Tibbs), a distinguished Howard alumna, was an internationally renowned Opera singer and DC cultural icon. Considering the family's legacy in Washington and with Howard in particular, we sincerely hope that our petition would be given special attention.

We are pleased to participate in this unique offer from the Corcoran and look forward to your response.

Sincerely,

Gwendolyn H. Everett, Ph.D.

Associate Dean
Director, Gallery of Art
Division of Fine Arts
Howard University
2455 6th Street, NW, Suite 1004
Washington, DC 20059
geverett@howard.edu
202-806-7040

This message was secured by **ZixCorp**^(R).

Jackson, Catherine (OAG)

From: Everett, Gwendolyn N. <geverett@Howard.edu>
Sent: Monday, July 14, 2014 6:40 PM
To: charlespatrizia@paulhastings.com
Cc: Johnston, Eileen; Jackson, Catherine (OAG)
Subject: Petition of the Corcoran Gallery of Art

This message was sent securely using ZixCorp.

Trustees of the Corcoran Gallery of Art
c/o Charles Patrizia
Paul Hastings LLP
875 15th Street, N.W.
Washington, DC 20005

Dear Mr. Patrizia:

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Sincerely,

Gwendolyn H. Everett, Ph.D.

Associate Dean
Director, Gallery of Art
Division of Fine Arts
Howard University
2455 6th Street, NW, Suite 1004
Washington, DC 20059
geverett@howard.edu
202-806-7040

This message was secured by **ZixCorp**^(R).

Jackson, Catherine (OAG)

From: Roy Slade <Royslade@royslade.com>
Sent: Monday, July 14, 2014 8:02 AM
To: Jackson, Catherine (OAG)
Subject: Corcoran
Attachments: W W Corcoran.docx; ATT00002.htm

14 July 2014

Dear Ms Jackson,

As former Director of the Corcoran gallery of Art (1972-77), I would like to share my concerns with you in regard to the founder William Wilson Corcoran & his American Collection.

Whatever happens with the Court's deliberations, I trust due consideration is given to honoring Corcoran's name through perpetuity. Towards this end, I attach document on William Wilson Corcoran, extracts www.royslade.com

Moreover, the masterworks of American Art should be kept together, for this collection of painting and sculpture gives an understanding of our country, creativity & culture.

"Encouraging American Genius: Master Paintings from the Corcoran Gallery of Art" was the title of a touring exhibition, shown at the Ringling Museum of Art in 2007. At that time, I gave a lecture and quoted the words of critic Frank Getlein: ".....*the Corcoran's collection is the best readily available summary of a new country, a new mind, new vision*".....

What the future holds is uncertain yet the name Corcoran should be forever remembered along with his dedication "to promote and encourage the American Genius".

I wish you well with your hearings & deliberations, respectfully

Roy Slade
Former Director Corcoran Gallery of Art
Director Emeritus Cranbrook Art Museum
Honorary Member AAMD
www.royslade.com

William Wilson Corcoran was born in 1798 in Georgetown. His Irish father was the mayor. William Wilson became a businessman, financier, banker, philanthropist and patron.

When he died in 1888, newspapers stated that "no other name except that which the capital bears, no other memory except that of the father of our republic, are so dear to the hearts of the people of this city."

William Wilson Corcoran made significant contributions to the capital city as he founded the first Art Gallery and also gave money to the Smithsonian and funds to complete the Washington Monument. The original plan that was to have a portico with a statue of George Washington in a Roman chariot but as Corcoran said "the friends of the chimney prevailed" and the obelisk was built.

The Corcoran Gallery and School are located in the center of the nation's capitol. The founder, William Wilson Corcoran, had three buildings surrounding the White House. As a financier, he

helped found the Corcoran & Riggs Bank, located on one corner. Across Lafayette Park, on the corner of Seventeenth Street and Pennsylvania Avenue, was the site of the original Gallery. Although founded in 1859, the first gallery, designed by James Renwick, first opened in 1871. A gala ball, attended by President Ulysses Grant, was held to raise funds for the Washington Monument. The inauguration, as an art gallery, occurred on January 19, 1874. (The story of the founder and early history of the gallery is to be found in the publication "Corcoran", published in 1976. Library of Congress Catalog Card No. 76-457).

When W.W. Corcoran died in 1888, at the age of eighty-nine, he was recognized throughout the country as a great benefactor. With the formation of his collection and gallery, he created one of the great collections of American painting and sculpture and an institution without precedent in American art. His art gallery was the first in our capitol and the third oldest in the nation. In 1891, the Trustees decided to acquire land for a new building for the growing needs of the gallery and school. The present site on Seventeenth Street and New York Avenue, across from the White House, was purchased

that April. The building, with facilities for the expanding school and more galleries, was designed by Ernest Flagg. The inauguration, attended by President Grover Cleveland, was on February 22, 1897. A local wag remarked that the buildings of Mr. Corcoran, a Southern sympathizer, had effectively surrounded the White House.

The original Gallery building of 1871 was sold to the government in 1901. Much later, in 1972, after considerable restoration, the building was renamed after the architect and opened as the Renwick Gallery of the Smithsonian Institution, to show American decorative arts, crafts and design. On the façade of both buildings, the Renwick and the Corcoran, are the initials "WWC" and the phrase "Dedicated to Art"; a fitting tribute to the founder.

During the five years (1972-77) that I served as director, I emphasized the Corcoran's collection of American painting and sculpture; Washington Art; and contemporary American art. Working with limited the funds, I had to be ingenious and

frugal in the exhibitions that I presented; but a lively program was sustained. However I was most proud of my commitment to the collection. The story of finding that collection in storage is fully told in the lecture "The American Collection" presented at the Ringling (qv); an extract follows:

"As I have said, when appointed director, I toured the galleries and found masterworks, both paintings and sculpture, laying in storage, neglected and abandoned. In 1974, with an NEA grant, the paintings and sculptures were installed chronologically in 12 galleries, previously boarded-up. These galleries were of beautiful proportion with wooden floors, gorgeous ceilings and mutated skylights, an elegant setting for Mr. Corcoran's collection. The installation was called "The American Collection" and I was hailed as "an American scholar" by the New York Times. I knew little about American Art of that time but as (former director) Bill Williams told me, "few people do"!

.....Much was written on the installation. My favorite quote is from the critic Frank Getlein who said, "It is all at the Corcoran and if you are an American you have to go there to begin to understand yourself. But what ever you are, the

*Corcoran's collection is the best readily available
summary of a new country, a new mind, new
vision.....”*

Roy Slade

*Director (1972-77) Corcoran Gallery of Art
Director Emeritus Cranbrook Art Museum
Honorary Member AAMD*

website: www.royslade.com

Jackson, Catherine (OAG)

From: JWaldmann <jciw-centernet@erols.com>
Sent: Monday, July 14, 2014 8:44 PM
To: Jackson, Catherine (OAG)
Subject: delay Corcoran hearing

Importance: High

Dear Ms. Jackson,

The Corcoran Museum and School have been respected institutions in the District of Columbia for nearly two centuries. During that time, they have contributed immeasurably to the City, particularly to those who care deeply about the visual arts. That this treasure has been undermined by poor fiscal management is unconscionable. Dividing its functions weakens each of them and destroys the Corcoran's unique identity. It is more to the City than the sum of its parts.

Rather than hastening to dismember the Corcoran legacy, I urge you to delay consideration of its future to allow for alternative solutions. Such an esteemed institution surely deserves more time to find a more satisfying solution to its difficulties. Please postpone the July 18th hearing.

J Waldmann
Friendship Heights

Jackson, Catherine (OAG)

From: Steven Shulman <SShulman@culturaltourismdc.org>
Sent: Monday, July 14, 2014 4:47 PM
To: Jackson, Catherine (OAG)
Subject: The Future of the Corcoran Gallery
Attachments: Corcoran Gallery Partnership with NGA and GWU 140714.pdf

Please consider the points of view expressed in the attached letter.

Thank you,

Steve Shulman

Steven E. Shulman

Executive Director

SShulman@CulturalTourismDC.org

Cultural Tourism★**DC**

700 12th St NW, Ste 700 | Washington, DC 20005 | 202-661-7581

Mail: 1250 H St NW, Ste 1000 | Washington, DC 20005

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Named one of Greater Washington's best nonprofits by the 2012/2013 Catalogue for Philanthropy



Cultural Tourism DC

July 14, 2014

Ms. Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

Cultural Tourism DC supports the proposed partnership of the Corcoran Gallery of Art and Corcoran College of Art + Design, the National Gallery of Art, and the George Washington University.

We believe that free, public access to the art pieces within the Corcoran's collection, the bulk of which will remain in Washington, DC, is very important to its residents and to the millions of visitors who come to the city each year. The partnership, at this time, is the best outcome for the collection, the students, and the facilities.

These are trying times for nonprofits in the arts and culture sector. There are many factors affecting their financial stability and the Corcoran has been pressured by many of them. While others may have ideas for it to remain as an independent entity, the proposed partnership is the best business plan for retaining the Corcoran's collection as a collection, securing students' tuition dollars through a financially stable educational institution, and preserving the remarkable building that faces the President's Park.

Thank you for your consideration of these points.

Sincerely,
Cultural Tourism DC, Inc.



Steven E. Shulman
Executive Director



*Named one of Greater Washington's best nonprofits by
the 2012/2013 Catalogue for Philanthropy*

1250 H Street NW, Suite 1000
Washington, DC 20005
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CulturalTourismDC

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July 14, 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 4th Street, NW, Suite 600-S
Washington, DC 20001

Ms. Jackson,

On behalf of the Federal City Council, I am pleased to express support for the proposed partnership between the Corcoran, George Washington University, and the National Gallery of Art. The partnership promises to preserve the Corcoran's iconic building and treasured collections in the District of Columbia while allowing for the continuation of its arts education programs as a hub for a world class arts education in the city.

The dissolution of the Corcoran as an independent institution is a tremendous loss for our city, but the current proposal is the best alternative we could expect as a way to preserve the Corcoran's collections and programming as accessible arts and cultural resources for our community and for visitors to the nation's capital.

Sincerely,

Anthony A. Williams
CEO and Executive Director
Federal City Council of Washington DC

23615 W. Harris Road
Dickerson, MD 20842
10 July 2014

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms. Jackson:

I am writing to comment on the plan for the future of the Corcoran Gallery of Art.

As a long-time resident of the Washington area and a former federal senior executive responsible for the funding at my agency of museums and museum exhibitions, most of them at art museums, I have long cared deeply about the Corcoran. Over the years, I have known members of the staff at the museum and have enjoyed both the permanent collection and the temporary exhibitions. In addition, I believe that the College of Art and Design has played an important role in our city's artistic environment.

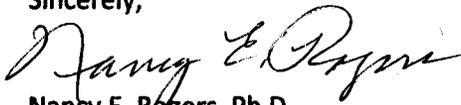
However, the past few years have brought me many worries about the future of the Corcoran, as I have seen visitorship decrease and have learned about the dire need for repairs to the building. It had become clear that if drastic steps were not soon taken, the Corcoran would simply have to close its doors.

Under these dire circumstances, it seems to me that the new partnership among the National Gallery of Art, the George Washington University, and the Corcoran is a thoughtful solution, one that deserves commendation and support. It saves the collection for Washington residents; provides jobs for the Corcoran's curators at the National Gallery of Art; will produce improvements in the art school; and will include funds for the maintenance and repair of the building.

These are all important benefits for art-lovers in Washington, and I hope that you will take them into account when considering the future of the museum. In my view, the new partnership will save the best assets of the Corcoran in an imaginative way.

Thank you for your attention to this letter.

Sincerely,



Nancy E. Rogers, Ph.D.

Copy: Trustees of the Corcoran Gallery of Art

Jackson, Catherine (OAG)

From: Charles Barber <cbarber@email.gwu.edu>
Sent: Tuesday, July 15, 2014 11:46 AM
To: Jackson, Catherine (OAG)
Cc: Patrizia, Charles A.
Subject: Comments on Corcoran Cy Pres Petition from George Washington University
Attachments: DOC.PDF

Here is a letter from the Provost and Executive Vice President for Academic Affairs of the George Washington University, Steven Lerman, supporting the cy pres petition filed by the Corcoran Gallery of Art, and providing reasons why an expeditious ruling by the court is in the best interests of the Corcoran students and faculty, as well as the Corcoran's mission.

Charles Barber
Deputy General Counsel
George Washington University
202-994-6503

July 14, 2014

Mr. Irvin B. Nathan
Attorney General for the District of Columbia
441 Fourth Street, NW
Washington, D.C. 20001

Re: *Trustees of the Corcoran Gallery of Art v.
The District of Columbia*,
Civ. Action No. 22014 CA 003745 B

Dear Mr. Nathan:

As Provost and Executive Vice President for Academic Affairs of the George Washington University (GW), I am writing to express GW's strong support for the cy pres petition filed by the Trustees of the Corcoran Gallery of Art. As you know, on May 15, 2014, GW signed an agreement with the Corcoran to assume control of the Corcoran School of Art + Design (Corcoran College) and to incorporate that institution within the broader university. GW is enthusiastic about this opportunity to build on the Corcoran's distinguished history of arts education and GW's existing arts curriculum to create a new model for arts education in the District of Columbia and the nation.

As part of this agreement, GW made commitments to the existing Corcoran students, including maintaining the requirements for graduation during the time allotted for the completion of their educational programs and keeping the same Corcoran tuition during this time with only modest annual adjustments.

The arts education program will continue to be housed in the iconic 17th Street building. GW, as part of its educational mission, will display student art in the building, such as the NEXT exhibit that showcases the art of graduating students, as well as the art of faculty and alumni.

GW has committed to spend millions of dollars in a phased renovation to address years of deferred maintenance and to provide an appropriate venue for twenty-first century arts education. The first phase of these renovations would begin as soon as practical, and we will undertake fundraising efforts in the coming years to address the remaining deferred maintenance issues in the building.

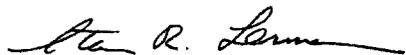
In addition, GW has signed a separate agreement with the National Gallery of Art ("NGA") to allow NGA to use space in the building to operate galleries for the continued exhibition of modern art.

Since the agreements were signed, GW and Corcoran officials have been meeting regularly to work through the many issues associated with this proposed transfer. GW cannot, of course, assume this major responsibility without the approval of the court. The timing of such approval is vitally important. If the cy pres petition is not approved prior to the start of the fall semester, the transition issues become far more challenging. Among the issues made more difficult by a delayed ruling on the petition are the following:

- GW has made offers of employment to approximately 150 Corcoran employees, including approximately 125 full and part time faculty. These offers are contingent on the approval of the cy pres petition and the closing of the transaction by the parties. If the court does not rule on the petition until after the semester starts, the transfer of instructional personnel becomes much more complicated. In addition, until the petition is granted, these personnel must continue to be paid from the Corcoran's diminishing financial resources, which could threaten the funds necessary for the restoration of the 17th Street facility and the preservation of the Corcoran arts collection.
- Many of the Corcoran School students are dependent on federal financial aid. GW and Corcoran representatives are in contact with the U.S. Department of Education to ensure that students are protected during the transfer of the responsibility from the Corcoran to GW to administer this aid. It is important that GW be granted the authority to fully address this issue in time to make financial aid available at the beginning of classes, and this can only happen after the court grants the cy pres petition and the Department of Education approves the transaction.
- Recruitment of students for the fall of 2015 is already underway. Travel schedules and programmatic materials need to be finalized by the end of the summer. Because of the college admissions cycle, time is of the essence. Delaying the transfer could create uncertainty that would discourage prospective students from applying, and thus could have a significant negative effect on enrollment.
- Accrediting bodies for the Corcoran School have expressed serious concerns about the school's financial condition. The transfer of the Corcoran School to GW should address those concerns, but any significant delay in this transfer would leave this issue unresolved.

In short, there are fundamental operational issues inherent in this transfer that can only be fully addressed after the court grants the cy pres petition. A favorable ruling issued well before the start of the fall semester would help ensure a more stable and predictable transition, which would be in the best interests of the Corcoran College, its students, and its faculty and employees.

Sincerely,

A handwritten signature in cursive script, appearing to read "Steven Lerman".

Steven Lerman
Provost and Executive Vice President for Academic Affairs

Jackson, Catherine (OAG)

From: Camila Rondon <camila_rondon@yahoo.com>
Sent: Tuesday, July 15, 2014 11:58 AM
To: Jackson, Catherine (OAG)
Subject: Letter from a concerned Corcoran student
Attachments: Letter(Camila Rondon).docx

Dear Ms. Jackson,

I have attached a letter that I hope will impact the decisions at hand.

~Camila Rondon

July 15, 2014

Dear Ms. Jackson:

I am writing in concern of the June 26, 2014 Notice of Cy Press Petition of the Corcoran Gallery and College of Art and Design. I am hoping that this letter will have some impact on you and give you a sense of the impact that the Corcoran has on its students. I urge you to consider asking for a delay in the hearing. This is a culmination of a series of events that have taken place over a number of years; the decision that was made was done in a short few months. A decision that has such a huge affect on so many people should take years of consideration, not just months. We, the students, are the true stakeholders of this institution, and we ask, plead, and implore you to hear us out.

The Corcoran Gallery and College is one unit, a unit that all the students, faculty and staff are proud to call home. I came to the Corcoran as a freshman, ready and excited to be at a school that was fully dedicated to art. A school so full of art, that everywhere you looked art filled the halls and hearts of all those who walked the halls. After that first year Corcoran became my safe haven, a place where I could be myself and not be afraid of being judged. This historical place has touched so many lives, for more than a hundred years. The Corcoran is true and genuine American history. Not only a piece of American history but also of the beginnings of the art world in this country. The words *Dedicated to Art* inscribed above the entrance is the heart of the Corcoran, Gallery and School together.

This year I have taken the responsibility of becoming the President of our Student Council. I took this position because I believe in the Corcoran, and I am willing to fight for it.

I believe that the Pleadings deserve an objective review. The students, staff, and faculty deserve to know what happened to this beloved place. A mere two weeks is simply not enough time to effectively review the Pleadings. I hope that this letter will open your eyes to how important this place is to all of us.

Thank you for your consideration of this letter.

Sincerely,
Camila Rondon
President of the Student Council

Jackson, Catherine (OAG)

From: lcsimmons@mindspring.com
Sent: Tuesday, July 15, 2014 10:42 AM
To: Jackson, Catherine (OAG)
Subject: Letter regarding Corcoran request for Cy Pres

Office of the Attorney General
Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Dear Ms Jackson,

I write in regards to the Cy Pres request of the Corcoran to give the collection of the Corcoran Gallery of Art to the National Gallery of Art. Please refuse to grant the Corcoran this request to give away the collection. Such an action will not preserve the collection. The National Gallery of Art will keep masterpieces suited to their mission and send the rest to undisclosed institutions within the District of Columbia, many not even art museums, and others not within the city of Washington within District of Columbia. This wonderful collection of approximately 17,000 works of art in a variety of media from paintings, to sculpture to prints, drawings, photographs and decorative arts by both American and European artists would then cease to exist together, would no longer be available as a collection telling the art history of Washington City. This does not appear to me to be a path to preserving the collection in perpetuity and is thus completely contradictory to the intentions of William Wilson Corcoran as stated in his deed of trust that created the Corcoran Gallery of Art in 1869.

I know this collection well having worked as a curator at the Corcoran Gallery of Art for nearly 3 decades. I was conferred the title of Curator Emerita by the Corcoran Board of Trustees at my retirement in 1998. I hold a BA in studio art and art history from American University as well as a MA in art history from the University of Delaware, a certificate in arts administration at Harvard University and am a.b.d. for my PhD from the University of Virginia. My areas of expertise are in the field of American painting from the end of the 18th century into the early 20th century and I have conducted research, written and published about painters of the American South, including Washington, DC, as well as the surrounding metropolitan area; 18th and 19th century American women artists; painters of the 18th and 19th century in the lower Shenandoah Valley, American non-academic painters; African American artists; and the painters of the Peale family.

The Corcoran has a long-standing tradition of publishing its collection thus making it readily accessible to both scholars, the general public, the Washington community and the art world alike. The first catalogues appeared in the 1870s and continued through the most recent volume published three years ago in 2011. That massive book of 336 pages with extensive color illustrations includes research and essays by more than 24 highly regarded scholars with credentials from major universities and colleges in the United States and abroad. It was produced under the direction of project director, author and editor Sarah Cash, Bechhoefer Curator of American Art. Funding came from among others The Henry Luce Foundation, Inc., The Getty Foundation and the National Endowment for the Arts.

This catalogue is a testament to the great value of the Corcoran's collection and the importance of it remaining together as one of the most important collections of American art in existence as well as community history. As Curator Cash recounts in her carefully researched, heavily footnoted introduction, titled, "Encouraging American Genius": Collecting American art at the Corcoran Gallery of Art" founder William Wilson Corcoran's intentions and actions were clear: "Corcoran planned for the majority of his art collection to form the nucleus around which the gallery to be "dedicated to Art" would develop; the gallery was to be "used solely for the purpose of encouraging American genius in the production and preservation of works pertaining to the Fine Arts and kindred objects."

As Cash further notes from the "outset, visitors to the Corcoran Gallery were meant to view American art as a continuation of the great tradition of Western art." This was accomplished with a sweeping presentation of the history of western art interspersed with American paintings and sculpture. Then as now the importance of learning about the American genius and inspiring the creative genius in students, artists and general visitors was achieved by displaying the collection in the Corcoran's building as well as in changing exhibitions. To continue to fulfill Mr. Corcoran's intention to fully understand and learn from art – to "encourage the American genius" as he put it - it is necessary to keep the collection together, to thus be able to both appreciate individual works but also to learn about them in the fuller context of the complete collection.

A further reason for keeping this valuable and important collection together is to respect the intentions of the donors of the many other gifts made to the Corcoran Gallery of Art over the past 146 years. One of particular importance was the 1996 gift of 30 works by 28 African American artists along with the important archive and library about African American art made by Thurlow Evans Tibbs, Jr. a native Washingtonian. Thurlow was a friend and I encouraged and facilitated his gift to the Corcoran. He donated works by such major

African American artists as Henry O. Tanner, Lois Mailou Jones, Hale Woodruff, James Van Der Zee, Addison Scurlock, and Elizabeth Catlett. It was very important to Thurlow that these art works be at the Corcoran. As my successor Cash states: 'Tibbs acknowledged the Corcoran's important legacy as not only Washington's community museum but also one with vast potential, noting that it "has the opportunity to leap generations ahead of any other institution in the country and I want to see that happen in my home city. I think generations to come will say how this is forward thinking."

On a personal level, I and my late husband gave a number of works of art to the Corcoran. We made gifts of art to many other institutions also including the National Gallery of Art, the Freer/Sackler Gallery, the Baltimore Museum of Art, American University, Howard University, George Washington University, the University of Virginia. We carefully selected the works we gave to suit each institution and made those gifts without restriction. It is deeply troubling to me as a donor and as the personal representative of my husband's estate, that the works of art he and I gave to the Corcoran will not be at the Corcoran in the future for the visitors from the community, art students, artists and others to enjoy and to experience as part of their participation in Mr. Corcoran's goal of encouraging that "American genius".

It boggles the mind when I try to understand the reasoning behind the Board of Trustees current course of action to disperse the Corcoran's collection. Such action is entirely counter to Mr. Corcoran's plans and runs totally against the intentions of such generous and enlightened donors as Thurlow, my husband and so many others. I urge you not to allow the destruction of what is really the City of Washington's own art collection. It should remain together and continue at the heart and soul of the Corcoran. I cannot stress too strongly how important this collection is to this community. As Cash states in her introduction: "Through his generous gifts, gallery purchases... and multiple legacies to the institution that bears his name, William Wilson Corcoran succeeded in pioneering a landmark in the nation's cultural history.... During its distinguished history now well into its second century, the institution has continually and enthusiastically renewed its founder's aspiration that it be "used solely for the purpose of encouraging American genius." I strongly urge the court not to let this legacy come to such a destructive end just 4 years short of the 150th anniversary of the founder's deed of gift.

Linda Crocker Simmons

Curator Emerita

The Corcoran Gallery of Art

Jackson, Catherine (OAG)

From: Mark White <coaccession@gmail.com>
Sent: Tuesday, July 15, 2014 1:37 AM
To: Jackson, Catherine (OAG)
Cc: charlespatrizia@paulhastings.com
Subject: Cy Pres Relief at the Corcoran

Dear Catherine Jackson,

The Corcoran's board asserts: "It is financially impracticable, and indeed in the medium- and longer-term, financially impossible, to continue the operations of the Gallery and College in their current form." Ultimately, that is: "Because the Corcoran is an accredited museum, [and] the Trustees have adhered to guidelines published by the American Association of Museums and the Association of Museum Directors, under which proceeds from the sale of art are directed by the Trustees to an account maintained within the overall financial assets of the Corcoran dedicated to acquisition of additional works."

Putting art sale proceeds into an operating account would financially enable the Corcoran to maintain its existing form without cy pres relief. Since the Corcoran's trust document requires maintenance of its existing form, but doesn't require AAM/AAMD accreditation, the OAG should reject the trustees request, noting officially that art sale proceeds can go into an operating account if necessary to fulfill the trust.

Thinking creatively, trustees could fund an much larger operating endowment while maintaining crucial rights to the Corcoran's existing art collection. One example of such creative transactions is James Maroney's Barnes Plan:

jamesmaroney.com/art/museum-plan/Barnes_Brief.pdf

Another is Michael Saigh's Liquid Rarity Exchange:

liquidrarityexchange.com

A third is my own Coaccession. Other methods are conceivable, with various advantages and disadvantages. Given that Corcoran's trust does not prohibit such transactions, but does prohibit breaking up the Corcoran, cy pres relief is not only unnecessary, but counter to the public's interest in having the Corcoran as is but with a larger endowment.

If you'd like to know more about these options, I'd be happy to tell you about my research and conclusions. Trustees at The Corcoran, though, are those with a real need to know. They have a DC institution to maintain, accredited or not.

All the best,

Mark White, PhD (Finance, UArizona, '92)

--

Coaccession... because culture does not live by appreciation alone

Jackson, Catherine (OAG)

From: James Huckenpahler <supertwist@gmail.com>
Sent: Tuesday, July 15, 2014 11:36 AM
To: Jackson, Catherine (OAG)
Subject: View on the Corcoran's petition for cy press
Attachments: CCAD_cy_pres.pdf; ATT00002.htm

Attached as PDF

15 July, 2014

TO:

Office of the Attorney General
Irvin B. Nathan
Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, DC 20001

Trustees of the Corcoran Gallery of Art
c/o Charles Patrizia
Paul Hastings LLP
875 15th Street, N.W.
Washington, DC 20005

RE:

The Corcoran's Petition for Cy Pres

Dear Mr. Irvin,

My name is James Huckenpahler. I started taking classes at the Corcoran in the late-1970's when I was 9 or 10 years old. Often I would arrive early on Saturday mornings and wander through the empty classrooms. The spaces were filled to the brim with the restless explorations of the full-time students, and at that time of morning, were lit only with the cool light drifting through the skylights from the atrium of the museum above. For me it was a surreal, happy netherworld that left a deep impression.

I was privileged – as a child my parents wanted to expose me to everything. Boy scouts, classes at the Smithsonian, music lessons, you name it. But my experience at the Corcoran stuck. Eventually I earned a Bachelor's Degree there, taught there (occasionally I still do), even worked as an art handler in the museum. I am not a rare case. Many of peers, as well as artists before and after (not to speak of the broader community of art enthusiasts and patrons), are grieving the epic failure of stewardship on the part of the Corcoran's Trustees.

It is ironic that the leadership of an institution dedicated to creativity is unable to muster a compelling vision of, and the will to execute, a creative solution. The problems that the Corcoran faces are far from unique; all institutions have had bouts of bad decisions that successive leaders then had to remediate; all institutions have had to refresh their boards and woo new patrons; all institutions have had to ride the economic tides. The Philips Collection is an excellent example of an institution in walking distance of the Corcoran that had faced similar challenges and yet is thriving.

The Corcoran's leadership has consistently operated with stealth rather than transparency, shutting out the very community that the institution is supposed to serve. Had the attempt to move the institution to Alexandria not been brought to light, it could well have been a 'done deal' without any input from the community. The leadership learned its lesson well, keeping

everyone in the dark about plans with the National Gallery of Art and George Washington University – even University of Maryland, which had been in good faith diligently working on a plan for almost a year, was caught off-guard, receiving a phone call minutes before the public announcement. These are two examples of pattern of behavior on the part of the Corcoran leadership that suggest that, rather than rebuilding a healthy, thriving institution, they can't wait to dispose of the corpse.

It is probably true that if the takeover of the Corcoran by GWU and the NGA (it is in no way a 'partnership' as the Corcoran leadership spins the story) does not happen, the institution will likely cease, period. It is self-fulfilling because the Corcoran leadership lacks the creativity to articulate a compelling vision of the future, the will to pursue such a vision, and the humility to engage the community it is supposed to serve.

About fifteen years ago, my mother's father gave me several boxes of old family photos. In one of them I discovered a young lady relaxing on some very familiar marble steps... in fact the steps at the New York Avenue entrance to the College, where I and my classmates took breaks. With a little sleuthing I discovered that my grandad's aunt, Maria LaCavera had been a student sometime in the 1930's. Around the time I discovered this photo, I also learned that my father's aunt, Eileen Gaylor, had both been a student and had modeled for one of her professors, in the 1930's or -40s. The loss of the Corcoran would be a tremendous loss for the city, as many have already written. For myself it would also be a loss of deep personal history.

Sincerely,

James Huckenpahler
Artist
52 'O' Street NW
Washington DC 20001

+++++

James Huckenpahler

GWU <http://geriatricward.wordpress.com/>

STUDIO <http://www.superluckyland.com/>

Jackson, Catherine (OAG)

From: Gonzalez, Robert <RGonzalez2@gibsondunn.com>
Sent: Tuesday, July 15, 2014 12:00 PM
To: Jackson, Catherine (OAG)
Subject: Comments in Response to Notice of Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design (1 of 2)
Attachments: STC Submission -- Opposition to Trustees' Request for Cy Pres (AG).pdf

Dear Ms. Jackson:

In response to the Office of the Attorney General's June 26, 2014 notice and call for comments, Save The Corcoran respectfully submits the attached memorandum opposing the *cy pres* relief sought by the Trustees. Exhibits are forthcoming in a second email. An abridged version of this memorandum is also being filed with the D.C. Superior Court. We welcome any opportunity to further discuss these comments with the Office of the Attorney General.

Sincerely,
Robert Gonzalez

GIBSON DUNN

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July 8, 2014

BY FIRST CLASS MAIL AND ELECTRONIC MAIL

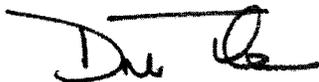
Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, D.C. 20001

Re: Comments in Response to Notice of *Cy Pres* Petition of the Corcoran Gallery of Art and College of Art and Design

Dear Ms. Jackson:

In response to the Office of the Attorney General's June 26, 2014 notice and call for comments, Save The Corcoran respectfully submits the attached memorandum opposing the *cy pres* relief sought by the Trustees. An abridged version of this memorandum is also being filed with the D.C. Superior Court. We welcome any opportunity to further discuss these comments with the Office of the Attorney General.

Sincerely,



Andrew S. Tulumello

cc: Charles Patrizia
Interested Parties

**SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
CIVIL DIVISION**

THE TRUSTEES OF THE CORCORAN
GALLERY OF ART,

Petitioners,

v.

THE DISTRICT OF COLUMBIA,

Respondent.

Civil Action No. 2014 CA 003745 B

Judge Robert D. Okun

SUBMISSION OF SAVE THE CORCORAN

Intervenors Sebastien Arbona, Robin David Bell, Reuben Samuel Breslar, Carolyn Campbell, Lorenzo Cardim, Avijit Gupta, Caroline Lacey, Patrick Masterson, Jayme McLellan, Natalie Fulgencio Perez, Thomas Robert Pullin, Elizabeth Punsalan, Linda Crocker Simmons, and Save The Corcoran (collectively, "STC") respectfully request that this Court deny Petitioners' motion for entry of an order granting *cy pres*.

INTRODUCTION

The stakes for the Corcoran Gallery and School could not be higher or more existential. No museum or school with such tradition, history, and meaning has ever "consciously willed itself into oblivion." Eric Gibson, *Clueless at the Corcoran*, Wall St. J., Feb. 24, 2014. But that is precisely what the Trustees seek permission from the Court to effectuate. The Trustees seek this unprecedented relief on an evidentiary record that does not remotely substantiate the "findings" they ask the Court to enter in their motion for entry of a proposed order. Indeed, given the sweeping and historic relief they seek, one would expect to see at a minimum a *complete* set of deal documents, fully audited financial statements going back a meaningful period of time, detailed breakdowns of the

promised renovations GW purportedly will undertake to the Flagg building, and a reasoned discussion of the costs and benefits of accreditation with the AAMD, among other crucial points.

The Trustees' submission, however, is either thin or non-existent—on every relevant point. The Trustees have not met their burden of proving that the Corcoran Trust has become impracticable. Nor have they established that the proposed dissolution is “as close as possible” to the original terms and purposes of that Trust, and that the Corcoran cannot survive—and thrive—as an independent institution.

As to the Corcoran's financial circumstances, the Trustees have submitted one page—a summary of financial data (not actual audited financial statements) that reports results in a distorted manner. The Trustees have not submitted complete deal agreements to this Court; their filing is missing virtually all of the key exhibits that this Court would necessarily need to review. Nor have the Trustees submitted those documents to the Court, even though Save the Corcoran has asked them to do so. *See* Ex. A.

The Trustees' submission likewise contains no documentation of the amounts purportedly necessary to refurbish the Gallery, or any documents demonstrating what GW will do to refurbish the Gallery and when, even though this is set out as a key reason for the *cypres* (Pet. ¶ 45), and the Court is asked to enter an order making a direct factual finding on this issue. *See* Proposed Order at 2.

The Trustees also make assertions about the consequences of deaccessioning art and AAM and AAMD accreditation, without even mentioning that this Board—which devotes much of its Petition to the importance of maintaining “reputation” in the arts community (Pet. ¶ 17)—appointed Fred Bollerer, a financial consultant, as Director of the Corcoran from 2010 to 2013. Mr. Bollerer was never a member of the American Association of Museum Directors or eligible to be one. Nor do the Trustees ever mention that according to former Director Paul Greenhalgh, the Corcoran had been suspended by AAMD in the early 2000s, and the museum was reinstated after a short period of time

and maintained its reputation and performance. *See* Ex. B. The Trustees' submission omits these facts, which contextualize the Board's over-stated doomsday treatment of AAMD accreditation.

Similarly, while the Board intones against the risk of being unable to hire "qualified staff" (Pet. ¶ 17), they do not mention that the Trustees hired Board Chairman Harry Hopper's Alexandria, Virginia neighbor—literally, his *neighbor*—Lauren Garcia (now Stack) to be Chief Operating Officer in 2011, notwithstanding her virtually complete lack of experience in the art world. Thus, the very Board that handed the keys to this institution to individuals who knew nothing of the arts world *now* says that AAMD accreditation is the *sine qua non* of preserving the Corcoran's "reputation" and its ability to hire "qualified staff."

Perhaps most remarkably, as a consequence of filing the motion to intervene, and the outpouring of support and information STC has since received from relevant stakeholders, it has come to light that the Board has violated the very promises it made to this Court that it would preserve the status quo pending approval of the *cy pres* relief sought. The Petition expressly states and assures the Court that pending closing of the transaction the Corcoran will operate "consistent with the current [deed] restrictions," Pet. ¶ 47, but the Trustees—in unmistakable breach of their fiduciary duties—have taken steps over the last several months that directly violate the Trust. First, the Board obligated itself in its Agreement with GW not to retain any new faculty (*see* Asset Contribution Agreement § 7.5(i)); and now it has come to light that on April 16 it gave 90-day notices of termination to all staff members, and in June gave 60-day notices of termination to all faculty. *See* Ex. C. More than 150 employees will lose their jobs on August 15. *See* Rebecca Cooper, *More than 150 Corcoran Employees Face Layoffs As Mergers Loom*, *Washington Business Journal* (July 15, 2014). These termination notices were all delivered before the Trustees had received *any* permission from this Court to proceed with *cy pres*. The Trustees also have wound down fundraising and board donations. The Board has apparently operated for months to wind down

the institution on the theory that when it *did* come to the Court, the Court would conclude that no other choice is available. Not so.

Save the Corcoran believes that the Corcoran can and should remain independent. The problems at the Corcoran are not the iconic Flagg building or its location across the street from the White House, or competition from other federally funded institutions. The problem has been—and remains—a failure of leadership. Sadly, these Trustees long ago stopped believing that the institution they are charged with protecting could survive, yet they have stubbornly refused to bring in new members to the Board who have energy, resources, connection, vision, and an abiding belief that the greatest triumph in difficult circumstances is to honor and preserve history, not destroy it. Save the Corcoran has been working with two leaders who are willing to assist the Court in understanding the alternatives to the dissolution proposed by the Trustees: Wayne Reynolds, former Chairman of the Board at Ford's Theatre (who in November 2012 was invited to be Chairman of the Trustees, who rescinded the invitation when Mr. Reynolds insisted on maintaining the Corcoran's independence); and Tony Podesta, a significant donor to the Corcoran and collector of American art, and one of the most prominent fundraisers and respected counselors in Washington, D.C. The credibility, track record, and civic standing of Mr. Reynolds and Mr. Podesta cannot be questioned, and both can aid the Court in understanding how an independent Corcoran can be maintained.

Thus, it is demonstrable that the sweeping relief requested by the Trustees cannot be approved on the current record. STC opposes entry of the proposed order pending an evidentiary hearing, and, upon being permitted to intervene, requests an expedited evidentiary hearing so that the parties may provide this Court the factual material it needs to evaluate in an orderly fashion the extraordinary relief requested. This includes an examination and analysis of essential financial information (consisting of 10 years of audited financial statements with auditor's notes provided to the Court and STC); an evidentiary hearing where the Court can hear presentations on the Corcoran's

financial position and alternatives regarding the Corcoran's future viability; and an order preserving the status quo so that the Trustees cannot continue to dismantle the Trust. Justice must be done in this case—and justice also must be seen to have been done.

ARGUMENT

Under the D.C. Code, when a settlor's charitable purpose has become "impracticable or impossible," "a court may apply *cy pres*" only "to modify . . . [a] trust . . . *in a manner consistent with the settlor's charitable purposes.*" D.C. Code § 19-1304.13, 13(c) (emphasis added). This is an extraordinary equitable remedy that courts do not undertake lightly. *See, e.g., Conn. Coll. v. United States*, 276 F.2d 491, 497 (D.C. Cir. 1960).¹

Accordingly, the moving party must show, by clear and convincing evidence, that: (1) the trust has become impracticable; and (2) that its proposed solution is as close as possible to the original terms of the trust. *See, e.g., Barnes Found. ("Barnes I")*, 2004 WL 1960204, at *11 (Pa. Com. Pl. Jan. 29, 2004). Courts commonly deny *cy pres* relief where the moving party has failed to provide sufficient evidence under either prong. *See, e.g., Conn. Coll.*, 276 F.2d at 497, 499; *Museum of Fine Arts v. Beland*, 735 N.E.2d 1248, 1252 (Mass. 2000); *In re Fisk Univ.*, 2007 WL 4913166, *9 (Tenn. Ch. June 12, 2007), *vacated on other grounds, Georgia O'Keeffe Found. v. Fisk Univ.*, 312 S.W.3d 1 (Tenn. Ct. App. 2009). Significantly, *cy pres* relief also is unavailable where a trustee's "own deliberate act has prevented the fulfillment of the trustor's purpose." *Conn. Coll.*, 276 F.2d at 497.

The Trustees' request for *cy pres* relief falls far short of this demanding standard for two reasons. *First*, the Trustees have failed to establish that the Trust has become impracticable. *Second*,

¹ Although the statutory remedy of *cy pres* is of relatively recent vintage, D.C. Code § 19-1304 merely codified prior doctrine, changing only the presumption against general charitable intent that courts had previously applied. *See Scott & Ascher on Trusts* 2697-2700 (5th ed. 2009).

the Trustees have failed to establish that their proposed solution is as close as possible to the original terms of the Trust.

I. CY PRES RELIEF IS NOT AVAILABLE BECAUSE THE TRUSTEES HAVE NOT PROVIDED SUFFICIENT EVIDENCE THAT THE TRUST HAS BECOME IMPRACTICABLE.

The Trustees' attempted showing of impracticability falls far short of their evidentiary burden. Courts normally require hard evidence of impracticability, adduced at trial or in an evidentiary hearing.² Here, by contrast, the Trustees ask the Court to make factual findings in the proposed order for which evidence is wholly lacking.

A. The Trustees Have Not Established That The Financial Circumstances Render The Trust's Purposes Impracticable.

The Corcoran Trust is now worth billions. See David Montgomery, *Corcoran Gallery of Art and College to Split Apart, Partnering with National Gallery, GWU*. Wash. Post, Feb. 19, 2014 ("The Corcoran's art [is] worth an estimated \$2 billion . . ."). The Corcoran currently has at least \$43 million in cash (see Asset Contribution Agreement, §§ 1.1, 2.1(d)), as well as the Flagg Building (assessed by the District at more than \$150 million)³ and annual tuition revenues of \$13-\$14 million. See Ex. D, at 9. In its most recent annual report, the Corcoran reported net assets of \$73.5 million. *Id.* From 2001 to 2013, the Corcoran has operated at a profit nearly every other year, with an average annual deficit of about \$1 million. *Infra* 7 n.4. To cover that gap, historically the Corcoran has relied on fundraising—which consistently provided more than \$5 million annually until only

² See, e.g., *In re Fisk Univ.*, 392 S.W.3d 582, 597 (Tenn. Ct. App.) (partially affirming cy pres award after trial); *Barnes Found.* ("Barnes II"), 2004 WL 2903655 (Pa. Com. Pl. Dec. 13, 2004) (granting cy pres relief after conducting multiple evidentiary hearings resulting in 1,200 pages of testimony); cf. *Cleveland Museum of Art v. Keybank Nat'l Ass'n*, No. 2009 ADV 0150224 (Comm. Pl. Ohio Oct. 8, 2009) (awarding deviation after three days of hearing evidence at trial). Absent such an adversarial process for weighing the evidence, courts have denied cy pres relief. See *Beland*, 735 N.E.2d at 1252 (denying cy pres relief where evidentiary record resulting from filings without hearings or trial did not show that alternatives were futile).

³ The Randall Street Property (see Asset Contribution Agreement § 1.1) was assessed at over \$27 million in 2014. On information and belief, the 2013 assessment of the Flagg Building by the District of Columbia was \$126 million.

recently. *See* Intervenor's Compl. ¶ 45. In 2010, "a financial officer" of the Corcoran "proclaimed the College's financial health as a self-sustaining institution." Letter of Ariana Ortega to D.C. Attorney General, July 11, 2014.

Financial Condition

To support their claim of financial "impossibility," the Trustees have not filed any audited financial statements (complete with auditor's notes) documenting their financial position. Instead, they have submitted a single spreadsheet that purports to demonstrate that the Trust is "impossible" to administer. If anything, though, the Trustees' evidence indicates that the trust is viable or, at worst, merely inconvenient—not impracticable—to administer. *See Conn. Coll.*, 276 F.2d at 497 (holding that impracticability must stem from "changed conditions beyond the control" of the trustees, not a policy desire to administer the trust's assets in another way).

Far from showing a "chronic deficit," *Cy Pres* Mem. at 10, as the Trustees maintain, the spreadsheet demonstrates that in 8 of 13 years the change in net assets from operations was a net positive—for a *net increase of \$31.2 million* in assets since 2001.⁴ The Trustees add two columns to this spreadsheet to back out the impact of investment activity, but investment income is a key way in which the Corcoran and other museums generate income from year-to-year.

Indeed, based on the Trustees' own papers in this Court, to say that the Trust has become "impossible" to administer is patently misleading. The deal documents contemplate that **the Corcoran will contribute at least \$43 million in cash**—including the College Transfer Amount of at least \$8 million (Asset Contribution Agreement 2.1(d)); a Renovation Transfer Amount of at least

⁴ Row 5 of the table in the Trustees' Exhibit 3 indicates whether the Corcoran ran a deficit or a surplus in a particular year. In 2001, 2002, 2004, 2006, 2007, 2010, 2012, and 2013, the Corcoran had a surplus. *Id.* These numbers include "other changes"—which the Trustees do not define. *Id.* Even when those "other changes" are removed from the equation (Row 3), the Corcoran still saw a net surplus just under half of the time: in 2002, 2004, 2006, 2007, 2008, and 2010. *Id.* Over that period, the Corcoran lost only about \$1 million per year on average. For an institution with \$2 billion of art, this is not a level of deficit to warrant the equivalent of a complete reorganization of the institution's assets.

\$35 million (*id.* 1.1); and the Randall Street Property (*id.*), which was assessed at over \$27 million in 2014. This figure excludes the over \$20 million in revenue that the College will expect to receive in tuition for the upcoming year⁵ and ignores the value of the Flagg Building. Given that the Corcoran expects renovations to cost about \$70 million (Stack Decl. ¶ 7), there is *no* apparent reason why the Corcoran could not simply apply the resources it is ready to give to GW to fully fund the renovations today.

The bottom line is that there is no reliable way to assess the financial performance of the Corcoran without looking at audited financial statements, complete with auditors' notes. The Corcoran should have these financial statements through Fiscal Year ended June 2013, and they should be filed with the Court and shared with STC. Without this information, this Court cannot adequately evaluate statements such as the Trustees' assertion that they would "need to . . . invade the acquisition fund to maintain operations for the coming year." *Cy Pres* Mem. at 11.⁶

Refurbishing the Gallery

As to the estimates for the renovations that are needed to restore the Corcoran's historic building, the evidentiary record is equally thin. There is no evidence whatsoever to justify the claimed \$70-100 million in renovation costs. The Trustees have not provided verified estimates for these costs. They also did not include the relevant exhibit to the GW deal document explaining what obligations GW is undertaking. *See* Asset Contribution Agreement, Ex. A. A GW official already has publicly disputed the Corcoran's estimates. *Intervenors' Compl.* ¶ 42. Despite this lack of foundation, the Trustees ask this Court to approve *cy pres* relief that would send at least \$43 million

⁵ Attached as Exhibit E is the Corcoran's 990 form for the 2012 fiscal year. For that year, the College provided \$20.5 million in revenues. *See id.* at 9.

⁶ Notably, the deal documents only grant GW and the National Gallery vague and limited audit rights. The deal provides for limited access to the Corcoran's books and records (beyond an evaluation of the "Transition Budget"). Indeed, GW is specifically barred under the agreements from seeking the books and records. Asset Contribution Agreement, at § 5.9. This is a very peculiar deal term - the need for such secrecy underscores the need for this Court to bring sunlight and clear-eyed examination to this process.

of the Corcoran's assets to GW to pay for renovations. There has been no showing that the Corcoran cannot use those same assets to pay for the renovations itself.

Fundraising

Nor do the Trustees provide an adequate explanation of why fundraising could not make the Trust practicable. The Trustees have unaccountably stalled fundraising *for years*, while cutting professional fundraising and development staff. The Trustees have pushed the staff into turmoil, with the Director giving *on the record quotes* that a "malaise" had set in at the Board level because the leadership could not provide a vision to excite donors. Intervenors' Compl. ¶ 44. Given the Corcoran's success in fundraising as recent as the mid-2000's, the Trustees' self-imposed "quiet period" amounted to inexplicable mismanagement. Indeed, the Corcoran reduced its experienced development staff and hired Alexandria resident Mimi Carter. Ms. Carter had no previous professional fundraising experience. Under her tenure, fundraising declined considerably, with the Corcoran spending \$3.7 million to solicit just \$4.0 million in contributions in 2012-13. At the same time, she attempted to hire her husband to re-do the Corcoran's website for \$30,000, in a deal that the husband-and-wife team presented to the Corcoran as an arms-length arrangement. *See* Ex. F, at 8.

The Trustees in their petition contend that their revenue problems are due to factors beyond their control. But that claim is baseless—Chairman Hopper was more directly on point when he attributed the decline in fundraising to lack of vision and board malaise. For example, the Trustees maintain that the Corcoran's dependence on admission fees "has been deeply undercut, as has been seen in many galleries across the country" because of competition from federally-funded galleries (*Cy Pres* Mem. at 4), and a location away from a "major tourism nexus" on the other side of the White House (Petition ¶ 19). Yet competition alone cannot explain why Corcoran attendance figures over the past decade have plummeted nearly 79%. *See* Intervenors' Compl. ¶ 47. And it is not credible to claim that the Corcoran's location *next to the White House* is somehow a disadvantaged

location. Indeed, other private museums—such as the Phillips Collection, the Kreeger Museum, and the International Spy Museum—have flourished despite facing the exact same competition and being located even further away from the “major tourism nexus” next to the Mall.⁷

Likewise, the Trustees cannot possibly blame a “lack[] [of] a substantial base of local, very wealthy donors” for their own *refusal* to fundraise at all. *See* Intervenor’s Compl. ¶ 45. In any case, the Trustees’ characterization does not square with the experience of the National Gallery, which recently raised \$30 million for an expansion; Ford’s Theatre, which similarly raised \$54 million; or even the Corcoran’s own experience in raising over \$110 million for a new wing just ten years ago. *Id.* ¶ 46.

Finally, most fatal to the Trustees case of purported impracticability is their own admission that it is a *lack of leadership*—and not financial circumstances—that has left the Corcoran on this deteriorating path. In November 2012, the Board asked Wayne Reynolds to become Chairman of the Board of the Trustees. In inviting Mr. Reynolds to the Board, the Corcoran’s lawyer explained the current state of affairs at the Corcoran, describing as “key assets” the “Corcoran brand and history,” “Iconic building and its location,” “Collection,” Accredited Art College and its reputation,” “Successfully engaging with the Washington community, *e.g.*, programs with DC public schools, a presence at THEARC in Ward 8.” *Ex.* But the Trustees *also* said the following crucial elements were missing:

Missing:
Visionary and disciplined leadership
Fundraising, both from Trustee and Development efforts

The communication also candidly stated that the Trustees know “they need new blood to make it work.” *Id.* Mr. Reynolds met with several board members, but made clear that he would insist upon

⁷ On the success of the Philips Collection as compared to the Corcoran, see Kriston Capps, *The Final Failure of the Corcoran Gallery of Art*, Wash. City Paper, Feb. 26, 2014.

the resignation of several board members before he would agree to serve as Chairman. He also strongly disagreed that the Corcoran should pursue dissolution into GW or NGA and that it could easily be revitalized with new leadership. The offer was later rescinded.

For all of these reasons, this Court should be deeply skeptical of the Trustees' unsubstantiated statement that they would need to "invade the acquisition fund to maintain operations for the coming academic year." Pet. ¶ 45; *see* Ex. I. The Corcoran can manage the \$28 million cost of operations at the Gallery and College for another year, given that they were prepared to hand over to GW over \$43 million, and they can expect another \$15 million in tuition revenues. Indeed, the Trustees have been in this situation before: the original deal with the University of Maryland was supposed to have been completed by Fall, 2013; but when the deal did not go through, the Gallery and College still operated for another year.

B. The Trustees Provide No Support For The Requested Finding That Disastrous Consequences Would Occur If Relief Is Not Granted.

Assuredly seeking to sow doubt in this Court's mind that no alternative is left, the Trustees present a parade of horrors regarding what could happen to the Corcoran if relief is not granted, but they do not rigorously evaluate either those consequences or the viability of alternatives. In similar circumstances, where there has been no showing that other alternatives would be impracticable, courts have denied *cy pres* relief. *See, e.g., Beland*, 735 N.E.2d at 1252.

There is no basis for this Court to make the requested fact-finding that the strategic, supervised, and limited de-accessioning of portions of the collection "would result in the loss of [the Corcoran's] accreditation as a museum and would result in significant harm to the institution." Proposed Order Granting *Cy Près*, at 2. The *only* evidence the Trustees provide for this finding is assertions in the Petition. Petition ¶ 17. The Petition carefully alleges that a failure to adhere to AAM guidelines would only "*likely* result in loss of accreditation" or "*likely* substantially undermine [the Corcoran's] ability to recruit and retain qualified curatorial and other key museum staff."

Petition ¶ 17 (emphases added). On the Trustees' own evidence, therefore, this Court cannot make a definitive finding about the consequences of using the proceeds of deaccessioning for operations for a short-term stabilization program.

Moreover, the very deal negotiated by the Trustees contemplates that the proceeds from the sale of art will go to funding operations. The Trustees must provide at least \$35 million in cash to GW as part of the deal. Asset Contribution Agreement, § 1.1 ("Renovation Transfer Amount." Some or all of those funds are proceeds from the sale of a Persian carpet for \$33.8 million⁸ rugs and monies expected from the Clark estate. Corcoran officials have *admitted* that the Corcoran will "use endowment funds and proceeds from a previous sale of precious rugs to help finance the new arrangement" with GW. David Montgomery, *Corcoran Gallery, GWU & National Gallery Close Deal to Transform Corcoran*, Wash. Post, May 15, 2014. In other words, the Corcoran has improved its cash position through deaccessioning, but instead of simply admitting it and using those proceeds to survive, it is creating a fund of monies that will be shifted over to GW to help GW renovate the building. This does not make sense.

Furthermore, STC believes that a review of the financial statements ending June 2014 will demonstrate that the Trustees have already used deaccession funds for operating expenses, while simply making pledges to repay those funds. The Petition effectively acknowledges that the Corcoran has used restricted funds in this manner: the Trustees "borrowed amounts from [acquisition] accounts, but with the identification of specific accrued future revenues that would repay the borrowing." Pet. ¶ 44. Thus the Board is *already* engaged in the use of restricted funds to pay operational costs. Again, the Board is doing this and yet turning all the cash over the GW, rather

⁸ Katherine Boyle, *Corcoran's Clark Sickle-Leaf Carpet Breaks World Record at Sotheby's Auction*, Wash. Post, June 5, 2013.

than investing in an independent Corcoran. The Trustees do not explain in any convincing fashion why this use of the funds is the most consistent with the Trust intent.

Furthermore, even in an absolute worst case scenario, the loss of accreditation by the American Alliance of Museums (“AAM”) simply would not have the dire consequences predicted by the Trustees. According to its former Director, the Corcoran has lost its accreditation before, during the early 2000’s, yet retained its world class reputation and remained profitable. Ex. B, at 2-3.⁹ Indeed, only 5% of museums in this country have AAM accreditation at all,¹⁰ while many successful and highly-regarded museums do not. Corcoran Trustee Kathryn Gleeson sits on the Board of such a museum—the Hirshhorn—yet that institution is widely regarded as one of the world’s leading museums of international modern and contemporary art. Nor is the Hirshhorn alone: the National Academy Museum, Meijer Gardens, and several museums affiliated with well-regarded educational institutions all are highly successful institutions that lack AAM accreditation. Indeed, the Trustees’ assertions about professional reputation and standing in the art community are impossible to square with placing a national treasure of a museum in the hands of Fred Bollerer when he was not—and has never since become—a member of the AAMD. Yet the Trustees did not just hire Mr. Bollerer, they also paid him the highest salary of any Corcoran director—ever, and then hired Laruen Garcia (Stack) as Chief Operating Officer, who also had no background in the arts.

Even if the Corcoran did lose its AAM accreditation, moreover, there is no indication that that loss would be permanent. On information and belief, after losing its accreditation in the early

⁹ STC has not been able to independently confirm the Corcoran’s loss of accreditation because AAM has a policy of keeping those records confidential, and the Trustees have not provided such a record. An evidentiary hearing in this case would require production of those records, among other critical evidentiary support that is wholly lacking.

¹⁰ In March 2014, the AAM reported only 779 accredited members. See *Statistics*, American Alliance of Museums, <http://www.aam-us.org/resources/assessment-programs/accreditation/statistics>. By contrast, the Official Museum Directory lists over 15,000 museums and cultural institutions nationwide. Official Museum Directory, <http://www.officialmuseumdirectory.com/about-the-official-museum-directory.html> (last accessed July 15, 2014).

2000's, the Corcoran has since regained it. Museums often only temporarily lose their accreditation in that way: the Museum of Northern Arizona, for example, lost its accreditation over deaccessioning but regained it within five years.¹¹ While it is obviously not desirable to fall out of the good graces of the AAM, when the very life of an institution is at stake, the issue must be considered. There are also innovative ways to ensure that this is done in a strategic and thoughtful manner. See, e.g., *Cleveland Museum of Art*, No. 2009 ADV 0150224, at 6-7 (permitting museum to use deaccession funds to fund operations, but restricting use so that primary use of funds was for further acquisitions); *Cleveland Museum of Art v. O'Neill*, 129 N.E. 2d 669, 672 (Comm. Pl. Ohio 1955) (permitting museum to use deaccession funds to enable expansion). Indeed, there is absolutely no conceivable state of facts in which W.W. Corcoran would elevate membership in the AAM (which did not exist in his day) over the utter destruction of the institution he created and nurtured and sought to maintain in perpetuity.

While it might be a challenge for a board suffering from fatigue to manage through the issues, whatever temporary difficulties attend to the AAM's position do not amount to impracticability. See *Conn. Coll.*, 276 F.2d at 499 (mere inconvenience in administering a trust does not amount to impracticability). Indeed, the Trustees chide the Delaware Art Museum for deaccessioning art to generate funds as part of a short-term stabilization program. *Cy Pres Mem.* at 4 n.4. But although the museum did lose its AAM accreditation, it will still exist as an independent institution in 2014, 2015, and beyond. Meanwhile, the Corcoran will vanish forever if the Trustees have their way.

¹¹ MNA Press Gallery, <http://www.musnaz.org/press/press2008.shtml>.

C. To the Extent That the Trust Has Become Impracticable, the Trustees' Own Actions Caused That Impracticability.

Even if the Trustees could show that the Trust has become impracticable—which they cannot—they still would not merit *cy pres* relief because their “own deliberate act[s] ha[ve] prevented the fulfillment of the trustor’s purpose.” *Conn. Coll.*, 276 F.2d at 497 (discussing cases). There is significant evidence that, to the extent that the Trust has become impracticable, the Trustees’ own mismanagement has caused it. The unanswered questions on this point are significant.

The Trustees appear to have halted fundraising even as they drew on the endowment in the expectation of future fundraising (Intervenors’ Compl. ¶¶ 44-48); expended numerous resources in pursuit of unlawful actions such as relocating outside of Washington, D.C. (*id.* ¶ 61); hired expensive consultants whose recommendations were either ignored or were, in any case, unlawful (*id.* ¶53); paid certain employees six-figure salaries despite little to no relevant employment experience (*id.* ¶ 54); and engaged in a series of related-party transactions, including paying tens of thousands of dollars to an employee’s husband for a website redesign that has not even been implemented (*see id.* ¶ 54; Ex. F).

In particular, with regard to fundraising, the Trustees spent millions year after year on fundraising efforts, only to see fundraising nosedive. For example, in 2012, the Trustees spent \$1.6 million on fundraising, only to collect \$2.1 million in donations; in 2013, they spent \$2.1 million to solicit \$1.8 million (not counting an unsolicited donation of \$5 million). Ex. D, at 9. Despite these enormous expenditures, the Trustees never established a well-functioning development office that could make effective use of those resources—on the contrary, they *promoted* to head of fundraising a friend of Mr. Hopper and Ms. Garcia (now Stack)—Mimi Carter—who was also an Alexandria resident, who had had no non-profit fundraising experience. *See* Mimi Carter, LinkedIn, <http://www.linkedin.com/in/mimicarter> (last accessed July 15, 2014).

The Board's own giving to the Corcoran has been wholly inadequate and is at its lowest point since 2003. *See* Ex. G. As the Board has engaged on a determined path of dissolution, its own giving has dropped precipitously. Moreover, some Trustees have been allowed to make "in kind" donations, as opposed to providing cash to a purportedly cash-starved institution. The failure to fundraise is mystifying, and there must be answers to these questions before any relief is granted.

If true, these incidents would strongly suggest that the Trustees' "own deliberate act[s] ha[ve] prevented the fulfillment of the trustor's purpose." *Conn. Coll.*, 276 F.2d at 497. At the very least, this Court should require further discovery to determine whether *cy pres* relief is legally available.

II. THE REQUESTED *CY PRES* RELIEF IS NOT AT ALL CLOSE TO THE ORIGINAL TERMS AND PURPOSES OF THE TRUST.

Even if the Trustees could show that the Trust has become impracticable due to circumstances outside their control—which they cannot—they still would not be entitled to *cy pres* relief at this time because their proposed plan is not "as close as possible" to the original terms and purposes of the Trust.

The Collection:

The deal documents do not state how much of the Corcoran's collection NGA will decide to cherry-pick. The collection at the Corcoran has 19,000 pieces; NGA may take 100, 500, or 1000. It may take even less—indeed, no representations whatsoever have been made about which pieces NGA will take. It is patently clear that, under the proposal, the vast majority of collection will be dismantled, with anything that NGA does not want disseminated to other institutions, with no assurance at all that the art remain in Washington, D.C. (While the D.C. Attorney General is entitled to review any proposal to donate art outside of DC, the reality is that the DC Attorney General has no effective veto under this arrangement. The D.C. Attorney General cannot force NGA to keep or display the collection in perpetuity under the terms of the deal. Moreover, the side letter executed by NGA and the Trustee makes clear that "if the Corcoran . . . believes with respect to any particular

work that there are circumstances that would indicate a non-DC institution would be the most suitable candidate for a particular work, such work need not first be offered to DC institutions.” Side Letter between NGA and Corcoran, at 1.)

Moreover, the very Trustees who have put in place a plan to dissolve the institution are the same ones responsible for doling out all of the art that NGA does not take. There is no independent check, no balance, and no stakeholder participation on what the Trustees will do; it will be open season on the Corcoran’s collection. It cannot possibly be consistent with Corcoran’s intent to eradicate the collection as a collection and disperse it to the winds. There is no discussion or analysis of why NGA cannot take the entire collection, given that it receives the tremendous benefit of receiving—for nothing—the crown jewels of the Corcoran’s collection.

The proposed plan also will harm the Corcoran collection irreparably. What makes the collection so magnificent and unique is not its individual components, but their combination as a whole. Given the breadth and depth of the Corcoran’s American collection, the Gallery can tell stories about American art—juxtaposing one artist with another, one style with another—that no other collection can. *See* Maura Judkis, *The Corcoran Gallery’s Hidden Gems*, June 26, 2014. W. W. Corcoran understood the power of having such a collection: that is why he dedicated his Trust to establishing “an institution”—singular, not plural. Ever since that time, the Corcoran has focused on identifying and promoting emerging artists, thereby encouraging American genius. By scattering the collection’s components across the country, and by eliminating that focus on emerging artists, the Trustees will forever deprive the public of a unique opportunity to *understand* what American art is. *See* Mary Anne Goley, Letter to D.C. Attorney General, July 10, 2014. In so doing, they will fundamentally “defeat [Corcoran’s] intention.” *Conn. Coll.*, 276 F.2d at 497.

In addition to harming the collection, the proposed plan will run roughshod over the intent of countless donors who donated their works to the Corcoran under the understanding that that work

would be exhibited by *the Corcoran*—not NGA, and not any other museum in the country.

According to a consulting report commissioned by the Board in 2011, there are over 14,000 pieces in the collection for which the curators “lack . . . knowledge surrounding terms of individual gift agreements.” Ex. H. A full 41% of the collection had “incomplete or unavailable documentation.” *Id.* The Trustees cannot elide the basic terms of these donor agreements by substituting how “those restrictions have been understood and performed by Corcoran” (Art Accession Agreement, at § 2.3) for what the donor agreements actually require. Because deaccessioning to NGA and museums across the country would breach the donor agreement on numerous works, the proposed plan cannot possibly be the *best* means of preserving the collection.

Finally, the Trustees aim to break up perhaps *the* single most important aspect of the Corcoran Trust: the unique gallery-college combination which directly contributes to American genius. The proposed deal says precious little about students’ valued access to the Gallery. But ultimately students learned far more not just from *access* to the Gallery, but from having the Gallery incorporated into their classroom activities, teaching programs, and shows and exhibits. That is possible only when a single steward guides both Gallery and College.

Because the Trustees’ proposal would harm the College, the collection, and would irreversibly separate Gallery from College, it is wholly antithetical to the Trust’s intent. This Court should therefore deny *cy pres* relief until the Trustees can show how the proposal would further the Trust’s purposes.¹²

¹² NGA evidently has no obligation to exhibit any of the Corcoran collection in the Flagg Building: “in its sole discretion” it may choose to exhibit only current NGA pieces in that space. Art Accession Agreement, at § 2.2(a). And although NGA will assume responsibility for the Legacy Gallery (*id.* at § 2.2(b)), it need not actually display those pieces in the Legacy Gallery, but can rotate or even loan them out for display elsewhere (*id.* at § 2.2(c)). And if GW sells or leases the Flagg Building, then NGA is under no obligation to exhibit the Legacy Art in the Legacy Gallery. *Id.* at § 2.2(d). This is particularly troubling because the agreement recognizes that the Legacy Art, by definition, includes works that are “so intrinsically identified with the [Flagg Building] or with the history of the Gallery” that they should remain on exhibit in that building. *Id.* at § 2.2(b).
(*Cont'd on next page*)

The Students:

GW's commitment to the Trust's purposes is similarly thin. Although GW formally commits to funding the "transfer of the Legacy College and the establishment of the GW Corcoran School" (Asset Contribution Agreement, at 7.3; *see id.* at 4.3), there is no long-term commitment to operating that school. GW promises to employ Corcoran faculty for only one year. *Id.* at 7.5 In fact, the only thing "permanent" about the new GW Corcoran School will be its "name" (*id.* at 7.1 (c)) and "presence" (*id.* at 7.1(d)(i)) in the Flagg Building—and even those are not truly permanent, for it appears that GW can sell the building (*see* GW-NGA License Agreement, at 4(b)). For future classes of GW Corcoran students, GW reserves the right to provide only "substantially similar" academic programs (Asset Contribution Agreement, at 7.1(d)(vii)), and it can "integrate" Corcoran programs with "current arts programs at the University" (*id.* at 7.1(b)) in its "sole discretion" as soon as the deal closes. In short, the deal documents suggest that GW could be in full compliance by absorbing the Corcoran's operations, eliminating any distinct Corcoran program within a few years.

Even if the parties had a robust commitment to maintaining the GW Corcoran School and the NGA Corcoran Gallery of Art, this proposal *still* would be antithetical to the Trust's purposes. As the Trustees recognize, the Corcoran Trust was established to create "an institution"—a school and gallery combined—dedicated to "encouraging American genius." *See Cy Pres Mem.*, Ex. 1, at 1. Yet the current proposal suffocates innovation by gutting the College, destroying the Collection, and breaking up the singular defining feature of the Corcoran—its school-gallery combination—that encourages American genius. Moreover, it hands over the Trust's assets to GW even though W. W. Corcoran was on the board of GW and did not leave his Trust to GW. Because the proposal would

(*Cont'd from previous page*)

Thus, NGA has little to no obligation to preserve any connection between the Gallery and the Corcoran collection, as the Trust requires.

therefore “defeat the intention of the testator,” the Court should deny the Trustees’ request for relief. *See Conn. Coll.*, 276 F.2d at 497; *see Beland*, 735 N.E.2d at 1252; *Fisk Univ.*, 2007 WL 4913166, at *9.

What makes the College such an unusually rich place for artistic innovation is its strong community, its world-class faculty, and its exhibition opportunities that encourage students to be bold. The proposed plan will eliminate all three of these critical features—to the detriment of students and American genius, as the Intervenor Plaintiffs’ declarations show. GW can open up Corcoran classes to GW students, thereby diluting the strength of the Corcoran community. *See Cardim Decl.* ¶ 14; *Gupta Decl.* ¶ 5. Moreover, GW has not transferred anywhere near the full 200 Corcoran faculty members—meaning that Corcoran students will now be taught by those professors selected by GW (pursuant to whatever rigid academic standards GW chooses to apply), rather than by the rich collection of practicing artists that make up the Corcoran’s faculty. *See, e.g., Lacey Decl.* ¶ 19. And there is no guarantee that students will be able to exhibit their work in the Gallery: instead, in order to exhibit their art, they will need to make it conform to GW’s expectations. *See id.* ¶ 11; *Cardim Decl.* ¶ 14; *Gupta Decl.* ¶ 5. Because there is no evidence that the proposed plan will actually accomplish the goals the Trustees claim, *cy pres* relief is inappropriate until the parties have answered these questions.

III. THIS COURT SHOULD HOLD AN EVIDENTIARY HEARING.

Fort these reasons, this Court should do what every other court faced with this situation has done and deny *cy pres* relief until the Court can hold an evidentiary hearing to provide the Court with the factual material it needs to evaluate the extraordinary relief the Trustees request. For that hearing, this Court should require the Trustees to provide the essential financial information outlined above; allow STC to offer alternative evidence regarding the Corcoran’s future viability; and

examine whether the Trustees' own mismanagement has caused the Corcoran to become impracticable.

The Court also should at least hear from Mr. Reynolds and Mr. Podesta, who can assist the Court in understanding why the Corcoran can and should remain independent. Both Mr. Reynolds and Mr. Podesta are uniquely qualified: the Trustees previously asked Mr. Reynolds to chair the Corcoran Board of Trustees; and Mr. Podesta has been a lifetime supporter of the Corcoran and is widely regarded as one of Washington, D.C.'s most respected advisors. Backgrounds for both individuals can be found at Exhibit K. Let them share their vision for the Corcoran and give this Court an opportunity to consider a viable alternative.

CONCLUSION

For the foregoing reasons, STC respectfully requests that this Court conditionally deny the Trustees' request for *cy pres* relief until after an evidentiary hearing.

Dated: July 14, 2014

/s/ Andrew S. Tulumello

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Counsel for Intervenor Plaintiffs

**SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
CIVIL DIVISION**

THE TRUSTEES OF THE CORCORAN
GALLERY OF ART,

Petitioners,

v.

THE DISTRICT OF COLUMBIA,

Respondent.

Civil Action No. 2014 CA 003745 B

Judge Robert D. Okun

**PROPOSED ORDER DENYING PETITIONERS' REQUEST FOR ENTRY OF
PROPOSED ORDER**

Petitioners have filed a Motion for Entry of Proposed Order in the above-captioned proceedings. Intervenor-Plaintiffs Sebastien Arbona, Robin David Bell, Reuben Samuel Breslar, Carolyn Campbell, Lorenzo Cardim, Avijit Gupta, Caroline Lacey, Patrick Masterson, Jayme McLellan, Natalie Fulgencio Perez, Thomas Pullin, Elizabeth Punsalan, Linda Crocker Simmons, and Save The Corcoran (collectively, "Save The Corcoran") have filed a Memorandum of Points and Authorities in Opposition to Petitioner's Motion for Entry of Proposed Order in the above-captioned proceedings.

The Court, having considered the motion, the memorandum of points and authorities in opposition to that motion, all arguments of counsel, and the record before it, **HEREBY ORDERS AND DECREES:**

Petitioners' Motion for Entry of Proposed Order is **DENIED**.

SO ORDERED, this ___ day of _____, 2014.

Hon. Robert D. Okun
Superior Court of the District of Columbia

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Jackson, Catherine (OAG)

From: Gonzalez, Robert <RGonzalez2@gibsondunn.com>
Sent: Tuesday, July 15, 2014 12:02 PM
To: Jackson, Catherine (OAG)
Subject: RE: Comments in Response to Notice of Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design (2 of 2)
Attachments: STC Submission -- Exhibits (complete).pdf

Attached are the exhibits to STC's submission.

Robert Gonzalez

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From: Gonzalez, Robert
Sent: Tuesday, July 15, 2014 11:59 AM
To: 'catherine.jackson@dc.gov'
Subject: Comments in Response to Notice of Cy Pres Petition of the Corcoran Gallery of Art and College of Art and Design (1 of 2)

Dear Ms. Jackson:

In response to the Office of the Attorney General's June 26, 2014 notice and call for comments, Save The Corcoran respectfully submits the attached memorandum opposing the *cy pres* relief sought by the Trustees. Exhibits are forthcoming in a second email. An abridged version of this memorandum is also being filed with the D.C. Superior Court. We welcome any opportunity to further discuss these comments with the Office of the Attorney General.

Sincerely,
Robert Gonzalez

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EXHIBIT A

**LETTER TO TRUSTEES &
D.C. ATTORNEY GENERAL
RE: MISSING EXHIBITS**

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July 8, 2014

BY FIRST CLASS MAIL AND ELECTRONIC MAIL

Charles A. Patrizia
Paul Hastings LLP
875 15th Street, N.W.
Washington, D.C. 20005

Catherine A. Jackson
Assistant Attorney General
Office of the Attorney General
441 Fourth Street, N.W., Suite 600-S
Washington, D.C. 20001

Re: *Trustees of the Corcoran Gallery of Art v. District of Columbia*, No. 2014 CA
003745 B – Missing Schedules, Exhibits, and Other Documentation

Dear Mr. Patrizia and Ms. Jackson:

We represent Save the Corcoran and various individual proposed intervenors in the above-referenced case. The current court file does not include many key schedules and exhibits that are essential to evaluating the terms of the proposed agreements. These documents are mentioned in the deal documents that have been filed with the Court, but they have not been included in those filings or otherwise made available to the public. These include, among others:

- Exhibit A of the Asset Contribution Agreement, detailing the Preliminary Renovation Plan and how much of the Corcoran's proceeds will cover those expenses;
- Exhibit C of the Asset Contribution Agreement, including a non-binding statement of intent regarding the operation of the GW Corcoran School after Closing;
- Schedule 2.4(d) of the Asset Contribution Agreement, listing the Permanent Works that GW will receive;
- Schedule 2.6(c) of the Asset Contribution Agreement, containing a calculation of potential adjustments to the Renovation Transfer Amount;

GIBSON DUNN

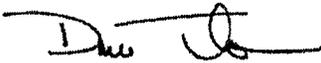
July 8, 2014

Page 2

- Schedule 3.6(a) of the Asset Contribution Agreement, listing all material restrictions encumbering Contributed Assets;
- Schedules 7.5(a) and 7.5(b) of the Asset Contribution Agreement, detailing which faculty and non-faculty employees will be hired by GW;
- Schedule 3.5.1 of the Art Accession Agreement, listing all Gifts and Endowments and material restrictions thereon; and
- Transition Budget, alluded to in Section 5.6 of the Asset Contribution Agreement, which includes the post-Closing operational expenses to be borne by the Corcoran.

This list is non-exhaustive and intended to highlight some of the key documents that have not been publicly disclosed. We respectfully request that these documents—and any other schedules, exhibits, appendices, or other documentation related to the transactions at issue—be made available to the Court, and to the public, for review and comment.

Sincerely,



Andrew S. Tulumello

EXHIBIT B

**LETTER FROM PAUL GREENHALGH TO
CORCORAN FRIENDS & COLLEAGUES**

Dear Friends and Colleagues,

I hope and trust you are all well. I have been gone from Washington and the Corcoran for over two years now, but as with all of you, I remain deeply attached and worried by the ongoing state of things. I have stayed quiet to now because I have always declined to speak publicly about my predecessors or successors, or offer advice to either when it wasn't asked for. Such interventions have little dignity. But now I have something to say.

To come directly to the point: there is a solution to the Corcoran's problem. There is a fully viable plan that would immediately stabilize the finances, put money in the bank, and create an aggressive growth strategy that will move the institution into a permanently stable and viable condition in four years. I would like to visit you, to address the Board and invitees – perhaps former Board members and Washingtonians who care deeply about the place - to explain these ideas more fully.

This communication is lengthy, but I hope you can spare the time to stay with it. It will explain the plan in a summary way. It is in two stages.

Stage 1:

A controlled, intellectually and artistically logical de-accession program of specific materials. I will explain this in some detail as it is obviously contentious. I am aware also that some Board members are new, and might be unaware of the approaches and outlook up to the end of 2009:

1. From 2006 we conducted a thorough review of the collections, made an inventory, and created a collections management plan. It was the case that Corcoran did not wholly know what it had in its collections, and that to a greater or lesser degree, the collection had not been attended to for some time. We also smartened up the galleries and re-displayed the collections. And we disposed of a number of works.
2. It became absolutely apparent that the American holdings are the real thrust of the Corcoran, and that the core brand should be formed around them.
3. Historically, the Corcoran has also been an institution of living, Contemporary Art. Many of the great historic American paintings were purchased from the artists when they were alive; the Corcoran Biennial had been a major contemporary art event through the middle of the 20th century; the College is full of living artists and designers. In this spirit we initiated the *Now* program in 2008, fully developed the student end-of-year exhibition, and continued to acquire contemporary works. All core to the brand.
4. This dual thrust in the Gallery of *American* and *Contemporary* art provides a vital link to the College, and is a major element in the process of integrating the two.
5. The European holdings are *very* strong in areas, with acknowledged masterpieces, and are also *very* eccentric and piecemeal in others. It is a fact that had the European holdings been properly managed from 1930 onwards, this eccentricity would not be there. Some works had

been in storage for decades. My proposal would be to complete the work begun in 2006, and fix this eccentricity now.

6. Having said all this, we should remember that the European holdings are as large in number as the American. It is not a small collection, and in most cities, it would constitute a very major holding.
7. The collections vision created in 2006 was that the European holdings are important *insofar* as they *relate* to the American holdings. So, there are very good, intellectual and artistic reasons behind a significant but controlled editing of the European holdings, in order to give them focus and clarity, alongside the American collections.
8. The process will be concentrated primarily on pre-19th century European works that are *not core* to the thrust of the organization or its mission. The European 19th century holdings that relate to America, to this mission and vision, will not be included in the de-accession process. For example, much of the 18th century English, 17th century Dutch, 18th century French, and Renaissance material is irrelevant to the mission.
9. As many of you might recall, from 2006 we got a firm hold of the European holdings, and beautifully redisplayed it. We then managed de-accessioning rounds under Chair Mike Harreld. These were conducted without public issue or negative press. The process halted largely because the market collapsed (I seem to remember I did as well around that time...) We built strong relations with specialists in the marketplace, including the auction houses. We used our contacts in the art world to keep the situation under control.
10. The market is once again buoyant in key areas. You should know that in the last two months I have been in close – informal and confidential – contact with colleagues in the field in the US and Europe, who are specialists able to closely value and sell the specific works I have in mind.
- * 11. The good news is that surprisingly few works need to be de-accessioned in the current market to raise at least \$100M. The number could be considerably more, depending on what the Board wishes to do.
12. The intellectual thrust of collections as a whole will be left intact. The mission and vision will also be intact. The world thinks principally of the Corcoran Gallery as housing American, Contemporary, and 19th Century European art. It still will.
13. The process can only be conducted by a Corcoran that is led and directed by internationally recognised expertise. Let me reiterate: the Corcoran must be led through this process by appropriate specialists, who know the collection intimately and understand it. There is no other way. The process will fail without this leadership.
14. The resultant funds could then be split into two pots. The first will settle immediate debts. The second will create a completely restricted endowment that will spin off significant funds each year.
15. The institution could commit to regenerating an acquisition fund, in order to pay back the de-accession funds not used for acquisition, over, say, a 15 year period. This commitment will come some way to

appeasing the AAM, who may well temporarily suspend the institution. Colleagues might recall that AAM previously suspended the Corcoran's membership in the early 2000's. We regained membership in 2007. I would have thought that AAM would consider themselves to have little option other than to suspend the Corcoran again. But all this can be managed.

16. I am unaware of the extent of the financial deterioration in the immediate last two years, but I assume it has greatly accelerated. So my numbers might need to be adjusted, and the de-accession target may have to be bigger: so be it.

Stage 2.

Colleges and galleries are dependent on their reputations. It is their only currency. Quality breeds reputation. Quality demands time and money. There are no silver bullets in this world.

Experience shows that the best way to achieve (or recover) quality is through a process of rapid incrementalism, or a determined, unrelenting, tenacious, steady, change across the whole range of activity: economic, artistic, architectural, pedagogical, communication, restoration, commercial, etc. In other words, you set targets across the board, in all aspects of the organization, regardless of local objections, staff objections, or the niceties of life, and you ruthlessly accelerate the organization to a new place through all these elements at the same time. The process requires full-time, experienced, arts management specialists with an intimate knowledge the college and gallery businesses, and a total commitment to the Corcoran. Such a scheme cannot be executed by external consultancy, and needs expertise from within the art world.

As is well known, my own administration was cut short. (My health, by the way folks, remains rather good, under the watchful eyes of friends and my lovely sons).

But before that administration was cut short, a lot was done. All of you who were there, the Board, the Corcoran staff, faculty, and community, should be rightly proud of that. Let's remember: from a starting point in 2006, near to bankruptcy, with sliding student numbers, a destroyed donor base, a violently negative press, a near derelict building, and utterly destroyed morale, the following happened in under 3 years:

1. Student numbers were increased from the low 400's to the low 600's.
2. Significant new academic programs were created.
3. The profile of the college grew. It was always my view that the college, if it is steered in the right direction, has no serious rivals in the region. It remains my view.
4. A string of major historic and contemporary exhibitions was generated. A number of these toured to major venues in the States and Europe, including London, Barcelona, San Francisco, San Diego, and Huston. (Incidentally, I was delighted to see *30 Americans*, and *Diebenkorn*, two

shows put into the schedule then, open on schedule). Without exhibitions the gallery ceases to exist. And without the gallery, of course, the college will cease to exist. See below.

5. All the permanent collections were taken out of storage and redisplayed in an ongoing, rolling program.
6. The galleries were renovated so as to look like an organization of national standing
7. The gallery was re-admitted to the AAM.
8. Middle States restored the college to full degree-awarding, approved status, and gave a green light to growth.
9. Important acquisitions of contemporary and historic were made
10. Attendances grew from a base of c.45,000 a year, to more than double that number from 2006 onwards. 118,000 people showed up to a single photography exhibition. And even though I was disappointed by the number, 90,000 showed up to Modernism. These numbers are all astronomically higher than current performance. None of this was enough, but it reversed a trend, and gave good evidence of what a better-funded situation could deliver
11. High quality leisure events were re-established.
12. The press calmed down and even got happy. We had a run of years without press issues
13. And we must remind ourselves, the fundraising began to move in the right direction. Up to 2006, previous donors were asking for their money back. From then, over the following 30 months, around \$15M came in in \$1M+ gifts, from private and public sources. Obviously not enough. But a demonstration that the donor-base, and relations with the city, could be rebuilt once the institution got its pride and poise back
14. The building was brought back from the dead: the roof, facades, grand staircases, the Rotunda, the Clark Landing, and a number of the galleries, were restored, reminding us that it is one of America's iconic landmarks, and why Frank Lloyd Wright so admired it. Remember how ugly and broken the place was in 2006? Look at it now. Obviously the building needs much more work. We showed that the building can be steadily brought to its optimum over a period of years, given available funds. The numbers for this work are well known within the institution. So I was puzzled by the notion in the press, that it is necessary to spend \$130M immediately. Where did that number come from? Presumably it is an agglomeration of the long term strategic building plan developed before 2009? Obviously this is a wholly unnecessary number in the short term, that appears to make the building untenable. Presumably the Board was misrepresented by this completely misleading figure.
15. The overall policy was to integrate the college and gallery. This process was put underway, with structural changes to the Board, staff, and faculty.

That is an awful lot for the Board and community to be proud of. A developing consensus at that time, inside the building, in the city, country, and internationally, was that the Corcoran ship was steady, strengthening, and building a platform for moving forward. As a Board and a Community, you provided the evidence through those months that the Corcoran could succeed.

And you can do it again: *incrementalism*: an aggressive, relentless, pragmatic, shrewd, expert-driven process of fixing and expanding. It can happen again, and with money in the bank, this time it won't stall. Last time, cash was the issue. There was no other strategic issue: It was clearly demonstrated that the Corcoran could succeed with the college/gallery combination, in that city, in that location.

By the way, every Corcoran statistic growing back through time shows that when the gallery is struggling, the college also struggles to recruit. When the gallery regains its reputation, the college recruits. And vice versa: a strong college feeds the gallery. They are Siamese twins. Undermine one, and both will die.

So, a two stage plan.

- 1) A powerful cash injection through expert de-accessioning.
- 2) An aggressive incremental growth led by the Board, the appropriately developed Corcoran team, and a revived Corcoran community.

I would suggest also that the plan does not at this stage necessitate partnerships, and that any and all negotiations with other organisations should be put on hold. By definition, negotiations with anyone at this time will be from a position of weakness, and might well result in the partial dismantling of the organization, in asset-stripping, loss of autonomy, of identity, and even of its eventual disappearance.

After the execution of the plan, if desired, negotiations can be undertaken from a position of strength, to create a real partnership, not a takeover. Indeed, long term, a partnership built from strength might be desirable. But not now.

There are many partnership models. I myself have recent direct experience of a number, and am at present chairing a committee to monitor such an amalgamation in Britain, between a longstanding School with a great history but financial weakness, and a very powerful university. The parallels with the Corcoran are real enough. In your context, I would say that this is not the moment for the Corcoran to attempt a formal integration. Inevitably it will be sold cheap. Incidentally, at present I am Chair of Art and Design for the UK government's Research Excellence Framework (REF), which is the core mechanism that runs the university sector here, so I have access to all current thinking in the art and design colleges. I would be delighted to share this material with you all when I visit.

I am not *au fait* with the results of the investments made in strategic consultancy after I left. So I apologise if I restate covered ground. I would say, however, that while I was at the Corcoran, the best external consultancy advice I received, in 2007, was that the strategy of incremental growth of all the businesses simultaneously, was completely correct, and all that was additionally necessary was to fully and aggressively commit to fundraising. It was good advice then, and it remains good now. All the evidence shows that there is no historical inevitability determining that the Corcoran will fail. Too much communication

and press has focused on this ridiculous fallacy. Such fatalism does little more than encourage failure, and provide administrations with excuses for it.

I await your instruction. Perhaps the practical way forward will be for the appropriate Corcoran colleague to organise my visit with my Executive Officer? I cc in Darci and Rachel accordingly. Apologies also if this email does not get to all the appropriate colleagues. I am not sure exactly of the composition of the current Board. I am sure all appropriate colleagues can have it forwarded to them. I await instruction and look forward to meeting with you all.

And somewhere in all this, I hope there is the possibility of dinner. I regard myself as owing my American friends, and especially my Corcoran friends, the greatest debt one can ever have in this life. I can never pay back that gift, which I continue to enjoy every day, but I believe this is a way I can at least try.

My very best wishes to you all, and as ever,

Paul.

EXHIBIT C

**STAFF AND FACULTY NOTICES OF
TERMINATION**

June 10, 2014



Re: Legal Notice of Mass Layoff

Dear 

As you know, the Corcoran is concluding an agreement with George Washington University (GW) and the National Gallery of Art (NGA) that will, among other changes, result in a different and much smaller Corcoran going forward. The name and assets of the Corcoran Gallery of Art and the Corcoran College of Art + Design will be transferred to the National Gallery of Art and The George Washington University. Due to this transfer, the Corcoran will no longer operate the facilities at 500 Seventeenth Street NW, Washington, D.C. 20006 and 1801 35th Street NW, Washington, D.C. 20007. An exact date has not been finalized for this transfer, but it is anticipated to take place between August 12, 2014 and August 26, 2014. All employees will be permanently laid off at that time.

You do not have any bumping rights; in other words, you do not have the right to take another employee's job. Certain employees may be offered employment by either GW or the NGA. However, at present, we do not know which employees, if any, may be offered this option.

If you have any questions or concerns about the transition or the exit process, please make an appointment to see me. You may also contact me at kwitt@corcoran.org or 202-639-1763.

Sincerely,

A handwritten signature in black ink, appearing to read "Karen Witt".

Karen Witt
Senior Director of Human Resources

As you know, the Corcoran is entering into an agreement with The George Washington University (GW) and the National Gallery of Art (NGA) which will change the structure of the operations of both the gallery and the college. As Peggy Loar highlighted in our all employee meeting on February 19th, the treatment of Corcoran employees who are not offered jobs at GW or NGA is a high priority and we want to be as helpful and transparent as possible. That effort includes giving you the maximum amount of time to plan and search for your next job.

This letter serves as 90 days' notice to you that your employment with the Corcoran will end on either July 15, 2014, or the agreement transition date, whichever is sooner. You will be paid for the full 90 day notice period at the Corcoran unless you find other employment sooner.

We encourage you to utilize all your resources to find a new job and we will continue to offer any assistance we can. In the event that you are offered a position by either GW or NGA, and you accept the offer, you should transition into your new role as soon as possible. You will not be paid by both the Corcoran and the receiving organization at the same time.

If you have not secured other employment by July 15, 2014, nor received an offer of employment from either GW or NGA, you will be eligible for severance according to our current policy: the Corcoran will pay one week of severance for each year of employment, with a minimum of four weeks and a maximum of ten weeks.

After your last day of work you will be paid for any accrued but unused PTO, up to the limits established.

You will be eligible for continuing insurance coverage through COBRA. You will receive a separate COBRA notice detailing costs and timelines prior to your last day of work.

Please make an appointment to see me as soon as possible to go over any questions you have about the transition or the exit process.

Sincerely,



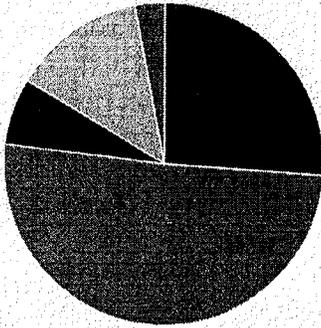
Karen Witt
Senior Director of Human Resources

EXHIBIT D

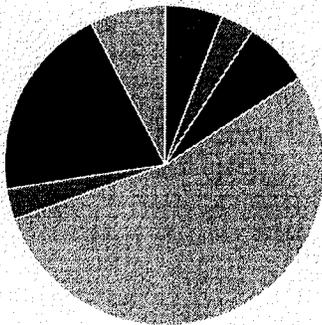
CORCORAN ANNUAL REPORT 2012-13

Financial Report

FY 2013



- CONTRIBUTIONS, GRANTS, AND MEMBERSHIP
- TUITION, FEES, AND OTHER COLLEGE INCOME
- PROGRAMS AND ENTERPRISE
- OPERATING INVESTMENT RETURN
- EXHIBITIONS AND OTHER INCOME



- MUSEUM OPERATIONS
- MUSEUM EXHIBITIONS
- MUSEUM PROGRAMS AND PROJECTS
- COLLEGE OPERATIONS
- CORCORAN ENTERPRISES
- ADMINISTRATION
- FUNDRAISING

STATEMENTS OF ACTIVITIES

	2013	2012
REVENUE AND SUPPORT		
Contributions, grants, and membership	\$6,865,026	\$2,136,847
Tuition, fees, and other college income	13,317,367	14,001,998
Programs and enterprise	1,784,038	1,859,750
Operating investment return	3,456,179	(85,160)
Exhibitions and other income	792,005	971,435
Net assets released from restriction:	-	-
Satisfaction of program restrictions	-	-
Total Revenue and Support	\$26,214,615	\$18,884,870
EXPENSES		
PROGRAM SERVICES		
Museum operations	1,704,157	1,887,107
Museum exhibitions	950,140	1,685,695
Museum programs and projects	1,844,032	1,748,806
College operations	15,211,306	15,499,104
Corcoran enterprises	828,576	831,062
Total Program Services	20,538,211	21,651,774
SUPPORTING SERVICES		
Administration	5,621,333	4,944,404
Fundraising	2,126,200	1,607,621
Total Supporting Services	7,747,533	6,552,025
Total Expenses	28,285,744	28,203,799
Change in Net Assets from Operations	(2,071,129)	(9,318,929)
Non-operating investment return	(2,503,004)	(207,743)
Unrealized gain (loss) on interest rate swap	184,569	(167,108)
Change in value of property held for sale	-	(844,915)
Gain on sale of property	-	18,827,637
Change in value of split-interest agreements	392,770	(112,786)
Sale of collection items	40,459,908	735,870
Collection items purchased	(88,341)	(245,618)
Change in Net Assets	36,374,773	8,666,408
Net Assets, beginning of year	\$37,170,010	\$28,503,602
Net Assets, end of year	\$73,544,783	\$37,170,010

THE CORCORAN GALLERY OF ART STATEMENT OF FINANCIAL
POSITION FOR THE YEARS ENDED JUNE 30, 2012 AND 2013

	2013	2012
ASSETS		
Cash and cash equivalents	\$7,448,366	\$3,825,870
Accounts receivable	600,817	389,618
Receivable from sales of collection items	39,915,200	-
Merchandise inventory	126,984	108,401
Prepaid expenses and other assets	64,031	4,684,591
Contributions receivable	1,857,442	454,129
Federal student financial aid receivable	450,589	435,998
Notes receivable	16,500,000	15,714,286
Property held for sale	6,500,000	6,500,000
Beneficial interest in charitable trust	-	989,456
Property and equipment	17,996,356	18,581,575
Collection	-	-
Total Assets	\$91,459,785	\$51,683,924
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued expenses	2,361,363	3,659,296
Short-term loans	11,418,500	6,500,000
Deferred revenue	781,726	587,645
Refundable advance - U.S. government student Loans	156,341	143,878
Term loan	2,787,690	3,029,144
Interest rate swap	409,382	593,951
Total Liabilities	17,915,002	14,513,914
NET ASSETS		
Unrestricted	3,938,017	9,617,108
Temporarily restricted	6,762,278	7,812,412
Permanently restricted	62,844,488	19,740,490
Total Net Assets	73,544,783	37,170,010
Total Liabilities and Net Assets	91,459,785	51,683,924

Note: Art acquisition fund is part of the permanently restricted net assets. The fund held \$44,485,266 and \$5,561,847 for 2013 and 2012 respectively.

EXHIBIT E

2012 CORCORAN TAX RETURN

Form **990**

Return of Organization Exempt From Income Tax

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2012

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning 07-01-2012, 2012, and ending 06-30-2013

B Check if applicable:

- Address change
- Name change
- Initial return
- Terminated
- Amended return
- Application pending

C Name of organization
TRUSTEES OF THE CORCORAN GALLERY OF ART

Doing Business As

Number and street (or P O box if mail is not delivered to street address) Room/suite
500 SEVENTEENTH STREET NW

City or town, state or country, and ZIP + 4
WASHINGTON, DC 200064804

D Employer identification number
53-0196641

E Telephone number
(202) 639-1700

G Gross receipts \$ 72,365,327

F Name and address of principal officer
PEGGY LOAR
500 SEVENTEENTH STREET NW
WASHINGTON, DC 200064804

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status 501(c)(3) 501(c) () ◀ (insert no) 4947(a)(1) or 527

J Website: ▶ WWW.CORCORAN.ORG

K Form of organization Corporation Trust Association Other ▶

L Year of formation 1869

M State of legal domicile DC

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities THE GALLERY WAS FORMED TO ESTABLISH AN INSTITUTION IN WASHINGTON, DC DEDICATED TO ART AND USED FOR THE PURPOSE OF ENCOURAGING AMERICAN GENIUS IN THE PRODUCTION AND PRESERVATION OF WORKS PERTAINING TO THE FINE ARTS AND KINDRED OBJECTS		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	13
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	13
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	614
	6 Total number of volunteers (estimate if necessary)	6	150
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 3,172,444	Current Year 6,952,654
	9 Program service revenue (Part VIII, line 2g)	20,072,678	20,550,838
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	19,833,190	40,072,072
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-42,635	-69,247
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	43,035,677	67,506,317
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	4,971,310
14 Benefits paid to or for members (Part IX, column (A), line 4)		0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		14,834,613	14,737,917
16a Professional fundraising fees (Part IX, column (A), line 11e)		0	0
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 939,446			
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		12,445,368	11,438,586
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	32,251,291	31,303,245	
19 Revenue less expenses Subtract line 18 from line 12	10,784,386	36,203,072	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 51,683,924	End of Year 91,459,785
	21 Total liabilities (Part X, line 26)	14,513,914	17,915,002
	22 Net assets or fund balances Subtract line 21 from line 20	37,170,010	73,544,783

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here

Signature of officer: *****
Date: 2013-11-13

FREDERICK KNOPS TREASURER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name: ELIZABETH W HELLER
Preparer's signature: _____
Date: _____
Check if self-employed
PTIN: P00397829

Firm's name: ▶ TATE AND TRYON
Firm's EIN: ▶ 52-1855942

Firm's address: ▶ 2021 L STREET NW SUITE 400
WASHINGTON, DC 20036
Phone no: (202) 293-2200

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1 Briefly describe the organization's mission

IN THE WORDS OF ITS FOUNDER, THE CORCORAN IS "DEDICATED TO ART " ITS MUSEUM PRESENTS, INTERPRETS AND PRESERVES THE ART OF OUR TIMES AND OF TIMES PAST, ITS COLLEGE OF ART AND DESIGN NURTURES AND HELPS SHAPE NEW GENERATIONS OF ARTISTS AND DESIGNERS EDUCATION IS A CENTRAL FOCUS, NOT JUST IN THE CORCORAN'S CLASSROOMS BUT IN ITS GALLERIES AND THROUGHOUT THE GREATER WASHINGTON REGION THOUGH AMERICAN ART IS THE COLLECTION'S EMPHASIS, THE ART OF OTHER NATIONS AND CULTURES IS, WHEN APPROPRIATE, ACQUIRED AND EXHIBITED THE CORCORAN IS COMMITTED TO MAKING THE HISTORIC ART IN ITS COLLECTIONS AND THE EMERGING ART OF OUR TIME ACCESSIBLE AND UNDERSTANDABLE TO THE BROADEST POSSIBLE AUDIENCE THROUGH INNOVATIVE EXHIBITIONS AND EDUCATIONAL PROGRAMMING, SYSTEMATIC RESEARCH AND RIGOROUS SCHOLARSHIP ITS MANY ACTIVITIES EMPHASIZE THE COMBINED RESOURCES OF ITS MUSEUM AND COLLEGE, AND ARE DIRECTED TOWARD DIVERSE COMMUNITIES WITH WIDELY DIFFERING EDUCATIONAL AND SOCIO-ECONOMIC BACKGROUNDS

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 3,969,899 including grants of \$ 792,005) (Revenue \$)
SINCE ITS FOUNDING IN 1869, THE CORCORAN GALLERY OF ART HAS ACQUIRED THROUGH DONATION AND ACQUISITION AN EXTENSIVE PERMANENT COLLECTION OF AMERICAN AND EUROPEAN ART, INCLUDING PAINTINGS, SCULPTURE, WORKS ON PAPER, AND PHOTOGRAPHS THROUGH SPECIAL EXHIBITIONS ORGANIZED BY ITS CURATORIAL STAFF AND OTHER LEADING ART INSTITUTIONS FROM AROUND THE WORLD, THE CORCORAN CONTRIBUTES TO THE PUBLIC'S UNDERSTANDING OF AND APPRECIATION FOR HISTORICAL AND CONTEMPORARY ART

4b (Code) (Expenses \$ 19,927,037 including grants of \$ 5,126,742) (Revenue \$ 18,121,637)
THE CORCORAN COLLEGE OF ART + DESIGN, FOUNDED IN 1890, IS THE OLDEST AND MOST COMPREHENSIVE PROFESSIONAL COLLEGE OF ART AND DESIGN IN WASHINGTON, D.C. THE FULLY ACCREDITED COLLEGE OFFERS FOUR-YEAR BACHELOR OF FINE ARTS (BFA) DEGREE PROGRAMS IN FINE ART, ART STUDIES, GRAPHIC DESIGN, DIGITAL MEDIA DESIGN, INTERIOR DESIGN, PHOTOGRAPHY, AND PHOTOJOURNALISM THE COLLEGE ALSO OFFERS ASSOCIATE OF FINE ARTS (AFA) DEGREE PROGRAMS IN FINE ART, DIGITAL MEDIA, GRAPHIC DESIGN, AND PHOTOGRAPHY, MASTER OF ARTS (MA) DEGREES IN ART AND THE BOOK, INTERIOR DESIGN, EXHIBITION DESIGN, THE HISTORY OF DECORATIVE ARTS, AND NEW MEDIA PHOTOJOURNALISM, AND A FIVE-YEAR COMBINED BFA/MA IN TEACHING

4c (Code) (Expenses \$ 828,576 including grants of \$ 1,784,038) (Revenue \$)
CORCORAN COMMUNITY EDUCATION EXTENDS ITS SERVICES DIRECTLY INTO THE WASHINGTON COMMUNITY BY MAKING SPECIAL EFFORTS TO ENGAGE YOUNG PEOPLE AND AMATEUR ARTISTS THROUGH A SERIES OF PUBLIC PROGRAMS, LECTURES, ART-FOCUSED TOURS, AND MUSEUM EDUCATION FOCUSED ON PROGRAMMING FOR CHILDREN AND YOUNG ADULTS, INCLUDING THE LARGEST ART SUMMER CAMP PROGRAMS IN THE CITY

4d Other program services (Describe in Schedule O) (Expenses \$) (Revenue \$)

4e Total program service expenses 24,725,512

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee			
(1) HARRY F HOPPER III CHAIRMAN	2 00 0 00	X		X			0	0	0
(2) SARAH E CHAPOTON SECRETARY	2 00 0 00	X		X			0	0	0
(3) FREDERICK W KNOPS III TREASURER	2 00 0 00	X		X			0	0	0
(4) FRANK G LAPRADE TRUSTEE	2 00 0 00	X					0	0	0
(5) CAROLYN S ALPER TRUSTEE	2 00 0 00	X					0	0	0
(6) ANNE N EDWARDS TRUSTEE	2 00 0 00	X					0	0	0
(7) MICHELA ENGLISH TRUSTEE	2 00 0 00	X					0	0	0
(8) SHANNON J FINLEY TRUSTEE	2 00 0 00	X					0	0	0
(9) KATHRYN L GLEASON TRUSTEE	2 00 0 00	X					0	0	0
(10) ELEANOR F HEDDEN TRUSTEE	2 00 0 00	X					0	0	0
(11) JULIE J JENSEN TRUSTEE	2 00 0 00	X					0	0	0
(12) SAREE R PITT TRUSTEE	2 00 0 00	X					0	0	0
(13) HENRY L THAGGER III TRUSTEE	2 00 0 00	X					0	0	0
(14) FRED BOLLERER PRESIDENT (TIL APR 13)	40 00 0 00			X			365,439	0	741
(15) PEGGY LOAR INTERIM PRESIDENT (BEGAN APR 13)	40 00 0 00			X			0	0	0
(16) CATHERINE ARMOUR PROVOST AND CHIEF ACADEMIC OFFICER	40 00 0 00				X		196,077	0	8,484
(17) LAUREN GARCIA COO	40 00 0 00				X		190,861	0	15,288

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns 1a	2,013				
	b Membership dues 1b					
	c Fundraising events 1c	453,207				
	d Related organizations 1d					
	e Government grants (contributions) 1e	304,452				
	f All other contributions, gifts, grants, and similar amounts not included above 1f	6,192,982				
	g Noncash contributions included in lines 1a-1f \$	190,058				
	h Total. Add lines 1a-1f ▶	6,952,654				
Program Service Revenue	2a TUITION AND FEES		Business Code			
		900099	18,318,146	18,318,146		
	b COMMISSIONS		900099	1,535,200	1,535,200	
	c EXHIBITIONS AND TOURS		900099	367,080	367,080	
	d ADMISSIONS AND PROGRAMS		900099	330,412	330,412	
	e					
	f All other program service revenue					
g Total. Add lines 2a-2f ▶			20,550,838			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶			816,287		816,287
	4 Income from investment of tax-exempt bond proceeds ▶					
	5 Royalties ▶			19,816		19,816
	6a Gross rents	(i) Real	(ii) Personal			
		b Less rental expenses				
		c Rental income or (loss)				
		d Net rental income or (loss) ▶				
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
		4,547,749	38,924,708			
		b Less cost or other basis and sales expenses		4,216,672	0	
		c Gain or (loss)		331,077	38,924,708	
	d Net gain or (loss) ▶			39,255,785		39,255,785
	8a Gross income from fundraising events (not including \$ 453,207 of contributions reported on line 1c) See Part IV, line 18					
	a			206,302		
	b Less direct expenses b			556,550		
c Net income or (loss) from fundraising events ▶			-350,248		-350,248	
9a Gross income from gaming activities See Part IV, line 19						
a						
b Less direct expenses b						
c Net income or (loss) from gaming activities ▶						
10a Gross sales of inventory, less returns and allowances						
a			230,305			
b Less cost of goods sold b			85,788			
c Net income or (loss) from sales of inventory ▶			144,517	144,517		
Miscellaneous Revenue		Business Code				
11a MISCELLANEOUS		900099	114,343		114,343	
b PARKING		900099	2,325	2,325		
c						
d All other revenue						
e Total. Add lines 11a-11d ▶			116,668			
12 Total revenue. See Instructions ▶			67,506,317	20,697,680	0	39,855,983

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	5,126,742	5,126,742		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	783,756	476,837	281,415	25,504
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	11,925,471	7,219,022	4,330,568	375,881
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	77,881	42,730	35,151	
9 Other employee benefits	1,060,700	726,581	272,105	62,014
10 Payroll taxes	890,109	457,071	433,038	
11 Fees for services (non-employees)				
a Management				
b Legal	616,117	5,511	610,606	
c Accounting	92,502		92,502	
d Lobbying	3,015		3,015	
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	16,954		16,954	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	1,041,222	267,078	711,174	62,970
12 Advertising and promotion	482,596	167,340	315,256	
13 Office expenses	1,130,903	846,730	225,066	59,107
14 Information technology	804,999	226,749	550,446	27,804
15 Royalties				
16 Occupancy	2,520,164	1,346,738	1,173,426	
17 Travel	228,951	206,923	20,222	1,806
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	354,880	284,555	6,047	64,278
20 Interest	202,713	162,777	39,936	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,116,711	534,049	582,662	
23 Insurance	184,906	43,794	141,112	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a FED FINANCIAL AID	527,908	527,908		
b EXHIBITION EXPENSE	283,161	283,161		
c LICENSES, REGISTRATION,	107,869	88,194	16,775	2,900
d OVERHEAD ALLOCATION	0	4,519,931	-4,753,101	233,170
e All other expenses	1,723,015	1,165,091	533,912	24,012
25 Total functional expenses. Add lines 1 through 24e	31,303,245	24,725,512	5,638,287	939,446
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing	4,901	1	4,896
	2 Savings and temporary cash investments	3,820,970	2	7,443,466
	3 Pledges and grants receivable, net	461,048	3	1,871,280
	4 Accounts receivable, net	382,698	4	40,502,181
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	16,150,284	7	16,950,589
	8 Inventories for sale or use	108,401	8	126,984
	9 Prepaid expenses and deferred charges	83,264	9	35,806
	10a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a 29,917,994		
	b Less accumulated depreciation	10b 11,921,638	18,581,575	10c 17,996,356
	11 Investments—publicly traded securities	4,601,327	11	28,225
	12 Investments—other securities. See Part IV, line 11		12	
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	7,489,458	15	6,500,000
16 Total assets. Add lines 1 through 15 (must equal line 34)	51,683,924	16	91,459,785	
Liabilities	17 Accounts payable and accrued expenses	3,659,296	17	2,381,363
	18 Grants payable		18	
	19 Deferred revenue	587,645	19	781,726
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	9,529,144	23	9,287,690
	24 Unsecured notes and loans payable to unrelated third parties		24	4,918,500
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	737,829	25	565,723
	26 Total liabilities. Add lines 17 through 25	14,513,914	26	17,915,002
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	9,617,108	27	3,938,017
	28 Temporarily restricted net assets	7,812,412	28	6,762,278
	29 Permanently restricted net assets	19,740,490	29	62,844,488
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	37,170,010	33	73,544,783
	34 Total liabilities and net assets/fund balances	51,683,924	34	91,459,785

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	67,506,317
2	Total expenses (must equal Part IX, column (A), line 25)	31,303,245
3	Revenue less expenses Subtract line 2 from line 1	36,203,072
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	37,170,010
5	Net unrealized gains (losses) on investments	-177,235
6	Donated services and use of facilities	
7	Investment expenses	
8	Prior period adjustments	
9	Other changes in net assets or fund balances (explain in Schedule O)	348,936
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	73,544,783

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		No
2b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	Yes	
2c If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	Yes	
3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	Yes	

EXHIBIT F

WEBSITE REDESIGN

From: Mimi Carter <mcarter@corcoran.org>

Subject: RE: proposal

Date: January 7, 2013 12:49:41 PM EST

To: Ashleigh Ferran <aferran@corcoran.org>, Maria Habib <MHabib@corcoran.org>

You are summarizing exactly right! Maria, if you could tell me what you think I would like to then discuss with Bert and Falar and get this thing rolling! Thanks!

Mimi Carter
Vice President, Marketing & Communications
Corcoran Gallery of Art
Corcoran College of Art + Design
500 Seventeenth Street, NW
Washington, DC 20006
mcarter@corcoran.org

www.Corcoran.org
t (202) 639-1867

c (571) 218-0951

From: Ashleigh Ferran
Sent: Monday, January 07, 2013 12:37 PM
To: Mimi Carter; Maria Habib
Subject: RE: proposal

Hi Mimi and Maria- please see the revised proposal below. Maria, could you take a quick look at Part 2, which we broke out to cover the UX design work. Our thinking is that we could provide Reingold with the design for the most important landing pages. They could then audit these to make sure they meet SEO requirements. Then they would draft the wireframes for the conversion funnels leading from each of these landing pages and

provide them to you to design. The wireframes would more or less outline all the page elements and interactions (ex. you give them design for primary college landing page. they review from seo perspective and then give you the wireframes for the inquiry form pages and the apply now form pages).

Mimi am I summarizing this right? Maria, how does that sound/look to you?

Thanks!

Ashleigh

Part 1: SEO

Item 1

Provide keyword research and assign keywords to pages. Provide guidance on copy optimization.

Hours - 40

Per hour charge - \$125

Total - \$5,000

NOTE: Our expectation is that keyword assessment would include both an analysis of current performance and an analysis of new opportunities (new key word areas) we should be focusing on in order to meet our institutional objectives.

NOTE: Keywords should be bucketed by types of pages so that we can apply across all pages on our site. Example: Any pages talking about family programs should include certain keywords.

Item 2

Conduct analysis of site map, taxonomy, and structure and make recommendations for enhancements.

Hours - 32

Per hour charge - \$125

Total - \$4,000

Notes: Our expectation is that ³enhancements² should include recommendations for title tags, alt text for images, header/footer text and keyword/taxonomy implementation.

Item 3

Technical implementation of these enhancements on top 20% of site pages.

Hours, time, price TBD

Approximate price - \$5000

Part 2: Design and UX Guidance

Item 1

Look at provided designs for key landing pages, and provide SEO recommendations. Develop 3-4 wireframe recommendations for conversion funnels leading from these key landing pages.

Hours?

\$125

Cost?

NOTE: What exactly would A/B testing look like here? These would not be live pages and the ³original² page is not a relevant comparison.

NOTE: Conversion funnels technically must move between our sites and partners sites including Black baud and Fire Engine Red, providing limitations we will need to discuss.

Item 2

Develop style guide and conduct staff training to ensure use of SEO keywords in new content.

Hours - 30

Per hour charge - \$150

Total - \$4,500

TOTAL = ?

From: Mimi Carter
Sent: Friday, January 04, 2013 4:01 PM
To: Ashleigh Ferran; Ashleigh Ferran
Subject: proposal

Phase 1, Part 1: SEO

Item 1:

Provide keyword research and assign keywords to pages. Provide guidance on copy optimization.

Hours - 40

Per hour charge - \$125

Total - \$5,000

NOTES: Our expectation is that Key word assessment would include not only what we are currently performing on but what opportunities (new key word areas) we should be focusing on.

Key words should be bucketed by types of pages. Example: Any pages talking about family programs should include certain key words.

Item 2:

Conduct analysis of site map, taxonomy, and structure and make recommendations for enhancements.

Hours 32

\$125

\$4,000

Notes: Our expectation is that ³enhancements² should include recommendations for title tags, alt text for images, header/footer text and key word/taxonomy implementation.

Item 3

Technical implementation of these enhancements on 20% of site pages

Hours, time, price TBD.

Approximate price: \$5000

Phase 1 Part 2: Design and UX Guidance

Look at designs for key landing pages, and provide SEO recommendations.

Develop 3-4 wireframe recommendations for conversion funnels leading from these key landing pages.

Provide input on all other wireframes.

Hours?

\$125

Cost?

Note: What exactly does A/B test look like here? Live pages? The 'original' page is not a relevant comparison. FYI conversion funnels technically must move between our sites and partners sites including Black baud and Fire Engine Red, providing limitations we will need to discuss.

Phase 2 Part 2

Develop style guide and conduct
staff training to ensure use of SEO
keywords in new content.

30

\$150

\$4,500

Note: This looks good.

Total \$29,750

Mimi Carter
Vice President, Marketing & Communications
Corcoran Gallery of Art
Corcoran College of Art + Design
500 Seventeenth Street, NW
Washington, DC 20006
mcarter@corcoran.org

www.Corcoran.org
t (202) 639-1867

c (571) 218-0951

From: Joe LaMountain [<mailto:jlamountain@reingold.com>]
Sent: Monday, December 31, 2012 12:39 PM
To: Mimi Carter
Subject: Attached: Revised proposal

Ms. Carter,

Thank you for your consideration.

Joseph

Joseph LaMountain

Vice President

Reingold, Inc.
433 E. Monroe Ave.
Alexandria, VA 22301
Direct: [571.814.3372](tel:571.814.3372)

Mobile: [202.288.5124](tel:202.288.5124)
email: jlamountain@reingold.com

www.linkedin.com/in/joelamountain

www.reingold.com

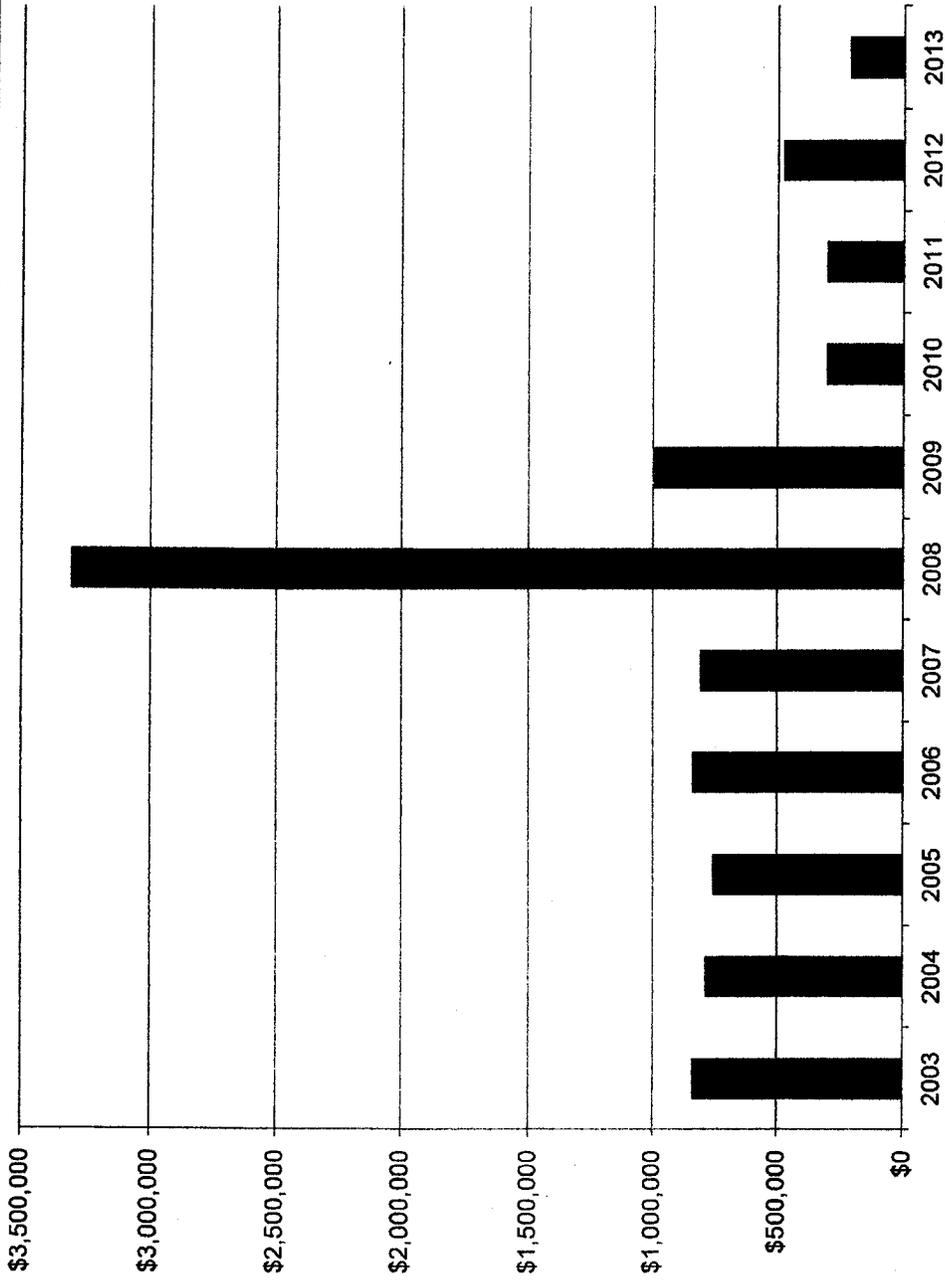
We're on a mission. Yours.

This message may contain confidential and privileged information. If it has been sent to you in error, please reply to advise the sender of the error and then immediately delete this message.

EXHIBIT G

ANNUAL GIVING BY CORCORAN BOARD

Corcoran Gallery: Board Giving History



DEVELOPMENT GUILD/DDI

Corcoran Gallery of Art and College of Art + Design
Initial Findings and Direction

EXHIBIT H

LORD CONSULTING REPORT ON
CORCORAN COLLECTION

Corcoran Gallery of Art: Collections Analysis

April 10, 2011

CONFIDENTIAL

Barriers

- Lack of knowledge surrounding terms of individual gift agreements for approximately 14,000 objects.
- Lack of knowledge surrounding the purported poor condition of numerous works in off-site storage.
- Start date for Contemporary Art collection remains static at 1980, does not reflect dynamism of the field.
- No curator in European Arts and Decorative Arts collections.
- Current File Maker Pro collection management system is outdated and inflexible; additionally, the museum staff is not adequately trained to use it efficiently or effectively.
- Major lack of research regarding authenticity of authorship of works in the European Art collection and Nazi-era provenance of 44 objects that were in Europe between 1932 and 1946.
- The Clark Will clearly and strictly states the mandatory, and inflexible, installation of works from the Clark collection.
- Strong disconnect between museum collections and school activities and teaching.

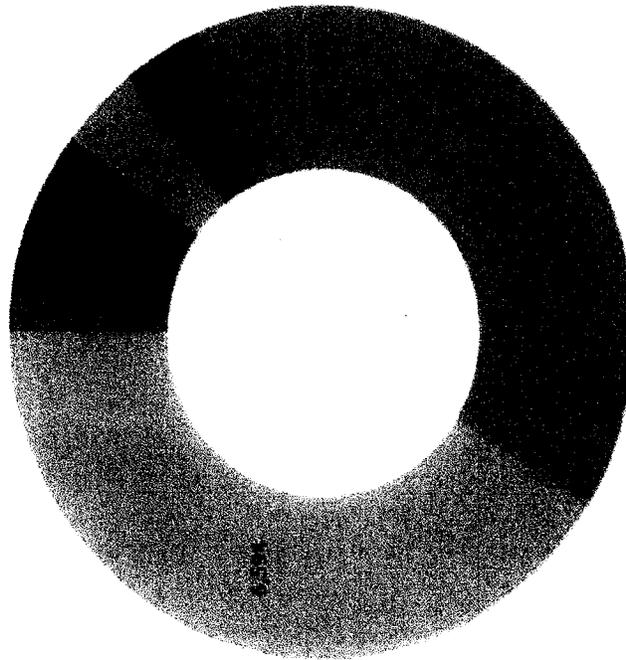
Collection by Gift

- The Corcoran and Clark gifts make up 10% of the Gallery's gifted works of art and 8.8% of the collection as a whole. The terms of these gift agreements are well-known and available to museum staff.
- The remaining 90% of gifted art works, or 91.2% of the collection as a whole, are subject to various individual gift agreements, which must be the subject of comprehensive research.
- The category titled "unidentified" refers to works with incomplete or unavailable documentation and should be prioritized research items.

Key Finding:

The large majority of the Corcoran Gallery of Art collection is comprised of gifts. Understanding the terms of these gifts will be essential to moving forward into the future.

Collection by Gift



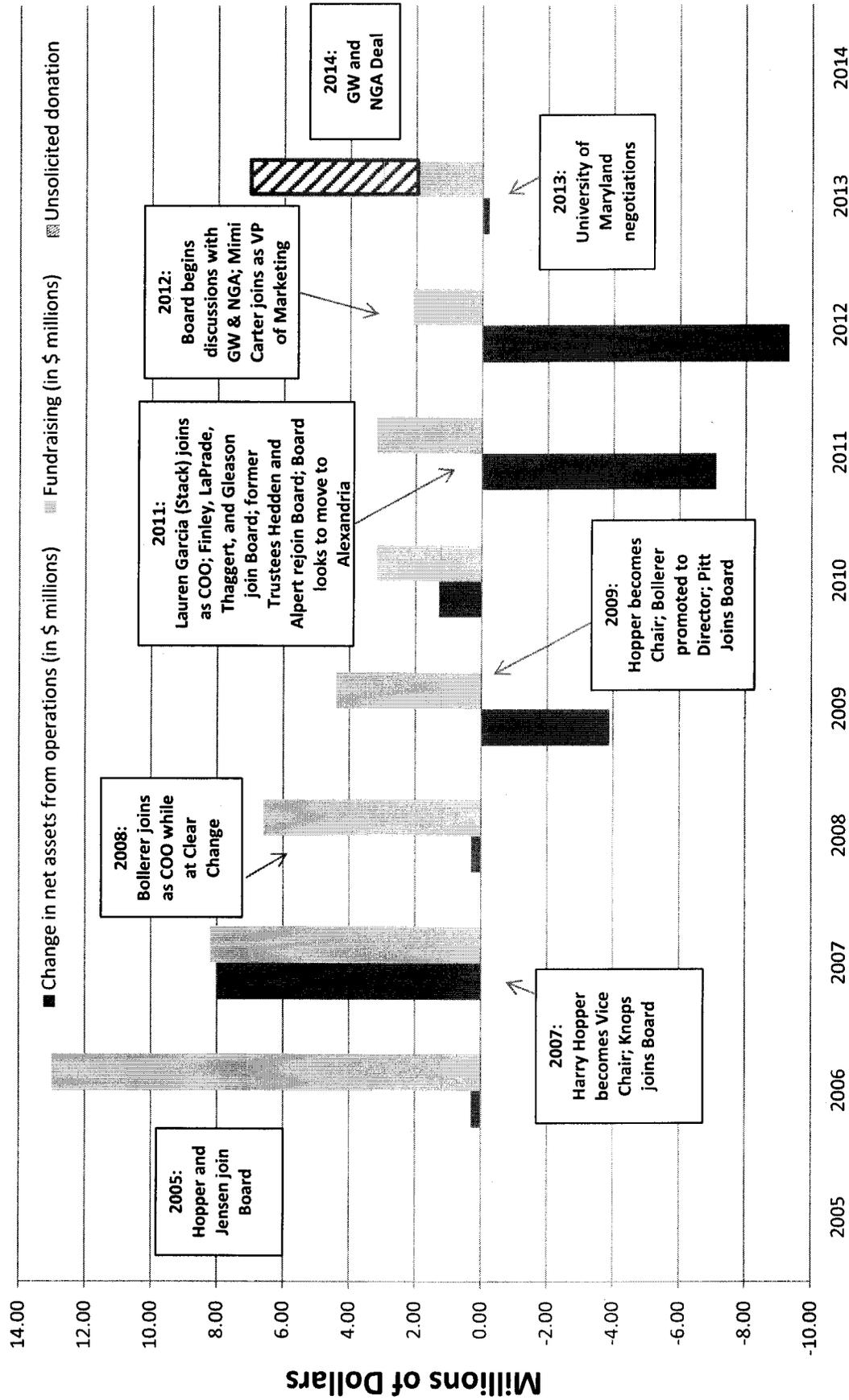
- (2%) Gifts of 10-100 works
- (8%) Gifts of 100-300 works
- (4%) Hirschhorn
- (4%) Clark
- (6%) Corcoran
- (35%) Other
- (41%) Unidentified

Notes:

- 1) Unidentified = As pertaining to a collection designation, "Unidentified" means the works are not identified in the database by department. As pertaining to a credit designation, unidentified means the object is listed as "Anonymous Gift", "Museum Purchase" or there is no credit line.
- 2) Other = Funds or gift provided by individuals or groups not previously mentioned in list.

EXHIBIT I

**COMPARISON OF OPERATIONS VS.
FUNDRAISING, 2006-2013**



Fiscal Year

EXHIBIT J

LETTER FROM CORCORAN TO WAYNE
REYNOLDS



From: David Julyan <julandjul@aol.com>
Subject: Re: Corcoran
Date: November 18, 2012 at 3:27:52 PM EST
To: Wayne Reynolds <wreynolds@aol.com>

The Trustees know that the Corcoran can't continue on its present course (deferred maintenance of current facility >\$100M, collapsed development, operating deficits, mid-level management issues, etc.).

They are pursuing various options including repairing the building and re-locating the college, selling the building and relocating both college and gallery in new location, explore "collaborative" agreements with other institutions (e.g., NGA, GWU).

While "all options are on the table," unless there's an identified source or group of substantial leadership and financial support all the other options will become some sort of acquisition(s).

Key assets include:

Corcoran brand and history

Iconic building and its location

Collection

Accredited art college and its reputation

Successfully engaging with the Washington community, e.g., programs with DC public schools, a presence at THE ARC in Ward 8, and other existing outreach activities.

Missing:

Visionary and disciplined leadership

Fundraising, both from Trustee and Development efforts

As we discussed, many of the pieces needed to solve the puzzle of success are already on the table and the opportunities for making something truly exciting and of monumental significance are real.

It is, however, a big project and needs someone who knows how to make a big project work.

The best news is that the Trustees know all of the above, and that they need new blood to make it work.

I'm sure you both will enjoy tomorrow's visit.

Attached is a history of the Corcoran. It's long, but you might find it interesting to review.

On Nov 16, 2012, at 7:05 PM, Wayne Reynolds wrote:

David,

Thank you for the guidance and follow up email. Cathy and I will be visiting the Corcoran on Monday. I will keep you posted. Meantime, if you have any additional thoughts on how I can best be helpful, please contact me.

Best,

Wayne Reynolds

Sent from my iPhone

On Nov 16, 2012, at 12:17 PM, David Julyan <julandjul@aol.com> wrote:

Thank you for yesterday's call and your interest in the Corcoran.

As we discussed, it's got plenty of positives and wonderful potentials, but is in trouble.

However, the issues are manageable and the challenges actually exciting... most important, the impact of success can be far reaching.

Bottom line: with vision, resources, and leadership this can be a huge win. Current leadership has strengths and can be part of the solution (not the problem), but knows it needs help.

Attached is the short explanation on its somewhat unique structure as well as the Corcoran Deed and federal charter.

More historically interesting than legally significant, although the Trustees as actual owners of the assets do have more flexibility that is common for non-profits.

If I can be of any additional assistance, please contact me.

Personal regards,

David

<The Establishment of the Corcoran Gallery of Art.docx>

<Corcoran Deed of Trust.pdf>

<Federal Charter.pdf>

David S. Julyan
Julyan&Julyan
1100 G Street, NW #655
Washington, DC 20005
(202) 367-0800
dsjulyan@me.com

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EXHIBIT K

BACKGROUND ON TONY PODESTA

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Mr. Tony Podesta, Chairman - Podesta Group (USA)

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Trends

From the halls of the Capitol to the agencies that operate the country, Tony Podesta draws upon his unique mastery of how the nation's capital works to navigate the policy landscape as Chairman of the Podesta Group. A recent The New York Times profile states, "his clients are going to get a blueprint for how to succeed in official Washington."



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Dubbed one of DC's "50 heavy lifters" by the Financial Times and "one of Washington's biggest players" by The New York Times, Tony is recognized by his peers, the news media and decision-makers across the federal government as the man with the judgment and smart, strategic sense to get things done.

A trusted advisor among clients and legislators alike, Tony does more than talk on behalf of clients – he offers expert strategic guidance informed by decades of legislative, political and public relations experience. Tony has been distinguished by The New York Times, The Wall Street Journal, Financial Times, Newsweek and BusinessWeek, among other publications both inside and outside the Beltway, as a leading lobbyist in Washington today.

Banking & securities

Commerce & industry

Insurance

Investment funds & hedge funds

Healthcare & life sciences

PSF

Public sector

Real estate and private equity

Technology, media & telecommunications

In addition to being named one of the top 11 lawyer-lobbyists of the last decade by Legal Times, Tony was ranked third by Washingtonian on their list of the "The City's Top 50 Lobbyists," and he has consistently been named a top lobbyist by Roll Call and The Hill newspapers. According to The New York Times, "To the surprise of no one in the capital's K Street corridor, Mr. Podesta – Democratic fund-raiser, avid art collector and member of a family brand in Washington – has had a big hand in both (cleaning up Wall Street and cleaning up the Gulf Coast). And medical companies have also been drawn to his firm, particularly in the wake of health care legislation."

Directing the Podesta Group's broad policy practice and leading some of the most innovative public outreach campaigns in Washington, Tony has built his three-person business into what is now one of the leading lobbying firms in Washington, DC, according to publications such as The National Law Journal and Fortune. Tony has led the way on some of the most significant policy debates in recent history, honing expertise that ranges from health care to financial services to technology. And despite his firm's growth, he maintains its client-focused, results-oriented approach.

Respected throughout the political and legal community as one of the Democratic Party's top political strategists, Tony has been active for many years with Democratic congressional leaders as well as with many rank-and-file members in both the House and Senate. Additionally, he is active with the Democratic Governors Association and maintains relationships with governors from coast to coast.

As the head of the Podesta Group, which The Washington Times calls "one of Washington's most successful firms of its kind," Tony has delivered successful outcomes for businesses of all sizes, nonprofits, coalitions and governments. His success over the past 20 years confirms what the media has been saying: If you want something done in Washington, DC, you go to Tony Podesta.

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Tuesday, July 15, 2014

Innovation strategies in retail financial services - From Follower to Leader | Whitepaper

Sunday, July 13, 2014

Jackson, Catherine (OAG)

From: Mary Anne Goley <maryanne.goley@gmail.com>
Sent: Tuesday, July 15, 2014 2:03 PM
To: Jackson, Catherine (OAG)
Cc: Tulumello, Andrew S.
Subject: Re: Please confirm receipt of my letter of yesterday re the Corlicoran

Further to the situation regarding the Corcoran. Two development officers, one under David Levy and the other under his successor believe that if you follow the filing of forms 990 particularity sections VI-Xii you will find a clue to mismanagement. I am a third party, but these forms are filed with the city and it should be easy to verify.

Please advise as to the address and room number for the hearing this friday.

thank you.

On Sun, Jul 13, 2014 at 1:34 PM, Mary Anne Goley <maryanne.goley@gmail.com> wrote:
thank you.

On Sun, Jul 13, 2014 at 1:31 PM, Jackson, Catherine (OAG) <catherine.jackson@dc.gov> wrote:

Ms. Goley,

We received your letter.

Regards,

Catherine A. Jackson
Assistant Attorney General
Public Advocacy Section

Office of the Attorney General
for the District of Columbia
441 4th Street, NW, Suite 600 South
Washington, D.C. 20001
(t) [\(202\) 442-9864](tel:2024429864)
(f) [\(202\) 741-0655](tel:2027410655)

catherine.jackson@dc.gov

From: Mary Anne Goley [mailto:maryanne.goley@gmail.com]

Sent: Friday, July 11, 2014 4:18 PM

To: Jackson, Catherine (OAG)

Subject: Please confirm receipt of my letter of yesterday re the Corlcoran

DC Public Schools' Beautification Day is on Saturday, August 23! Roll up your sleeves and help beautify our schools. [Sign up](#) to volunteer.

Jackson, Catherine (OAG)

From: Reuben Breslar <rbreslar@gmail.com>
Sent: Tuesday, July 15, 2014 2:34 PM
To: Jackson, Catherine (OAG)
Subject: In reference to the June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery and College of Art + Design.

To: Office of the Attorney General

Catherine A. Jackson

441 Fourth Street, NW, Suite 600-S

Washington, DC 20001

catherine.jackson@dc.gov

From: Reuben Breslar

9819 Bronte Drive

Fairfax, VA 22032

rbreslar@gmail.com

Dear Ms. Jackson,

I write in reference to the June 26, 2014 Notice of Cy Pres Petition of the Corcoran Gallery and College of Art + Design. I believe that the current Board of Trustees has led the Corcoran entity towards a false rubicon that entails splitting up the museum and college between the National Gallery of Art and the George Washington University. The Board has been working on a solution to their management problems for over two years, and there is ample information that needs critical review before moving forward with any intended action. As an alumni of the college and as a member of the Corcoran community, I ask you to please consider all evidence that speaks to the credibility of the institution to remain independent, healthy, and thriving.

My Story

I arrived at the Corcoran as a transfer student in 2003 after attending several colleges that left me yearning for a more wholesome education. The Corcoran had everything I was looking for in a school: a tight-knit community, an interdisciplinary approach to learning, and the presence as a central hub for continuing education and support for the arts in the DC Metropolitan area.

As a transfer sophomore, I worked in the Corcoran College of Art + Design Admissions Department to help with my housing costs and tuition. It was there that I learned the full history of the Corcoran and gave tours of the college and gallery to prospective students. In class, I quickly met and befriended nearly all of my classmates and professors. Class sizes at the Corcoran were intimate and they provided for easy communication and collaboration amongst all.

When I graduated with my BFA in 2006, I immediately had multiple opportunities to exhibit my art. I felt very fortunate to have graduated from the Corcoran, as all of the shows and fanfare I received started with a point person at the Corcoran. In my first two years out of school, I had connections and representation in DC and along the east coast—a dream come true. I also had the opportunity to meet and work with many professional artists by way of my Corcoran connections.

I have met and maintained many creative and professional contacts through the Corcoran. Upon graduating I worked in the museum, both as an Audio Visual technician and also as an Art Preparator—installing exhibitions in the museum's galleries. Two years after working in the museum I began teaching at ArtReach, Corcoran's free public arts program that provides art instruction and exposure to underserved youth in the District. It was amazing. The collaboration between the Corcoran's Masters of Art and Teaching (MAT) program and the museum curatorial staff is very unique and provides a platform for ArtReach to build its yearly programming on. ArtReach students also get to visit the museum and learn about current exhibits. At the end of the semester there is a community celebration at the Corcoran where the students get to mingle with the public as their art hangs on the walls of the first floor atrium. It is a very meaningful event for everyone.

The Corcoran has always been unique in its programming and community outreach. The collaborations between the college and the museum have been huge. It's NOW series and Senior Thesis exhibitions are two easy examples of this amazing synthesis. A few years ago, the museum and school joined forces alongside local non-profit art gallery Transformer, to lead a heated lecture series titled Culture Wars: Then and Now. This four-part series exemplifies the Corcoran's presence as a beacon for public forum on the culture of creativity, in the District and the world. This lecture series also demonstrates the Corcoran's political stance as a third-party intermediary—helping to keep other local museums like the NGA in check, similar to a balance of powers.

By way of these programs, I experienced firsthand how the Corcoran has created a positive impact on the arts and culture in the District, and I believe that it is in large part due to its combination of powers as a museum-school that the Corcoran culture needs to be protected and preserved. Dissolving the institution between the NGA and GW will dismantle its progressive programming and will inherently kill the Corcoran culture. The Flagg building, the collection, and the school, need to stay intact.

I have followed the Corcoran's decision-making since I was an incoming transfer student in 2003. Over the last decade I saw the Frank Gehry addition come and go, the Board of Trustees became top-heavy and reclusive, and a community of loving people get pitted against each other. It has made me very sad and upset. Information from the Board has been coveted, and most staff, faculty, and students feel that they have been left in the dark and with no control or say over the future of the museum and college.

On June 4, 2012 I became a founding member of the non-profit group Save The Corcoran. Our mission was to keep the Flagg building from being sold and support students, faculty, and staff through any transitions to follow. Together, STC has put on numerous community meetings, we have provided ample media coverage and information to all concerned parties via our [website](#), and we have attempted to meet and work with the Corcoran Board of Trustees. We care about the Corcoran community and want to ensure the best possible future for all employees and students affected by this deal.

Ms. Jackson, over the last decade I have both seen and experienced the magic of the Corcoran in full effect. I have numerous friends who work in the museum and the college, and have worked and studied in both respective entities myself. The Corcoran is small, independent, current, and an education powerhouse. I believe that the Corcoran needs to live on intact, and continue to support the arts and culture of DC in ways that no other establishment can. As an Independent learning institution and cultural icon, the Corcoran needs to stay in DC. No other museum or college shares the Corcoran's great history or legacy, and many of its great programs and overall cultural significance will be destroyed if the Cy Pres is upheld in court.

Thank you for your time.

Sincerely,

Reuben Breslar

Alumni, and former Staff

Jackson, Catherine (OAG)

From: caroline lacey <coolacey@gmail.com>
Sent: Tuesday, July 15, 2014 4:52 PM
To: Jackson, Catherine (OAG)
Subject: Sorry, a few hours behind! Please accept. Thank you--

Dear Catherine,

First I want to say thank you for taking the time to read so many of these. I am one of the members of our student council and just last week I tried to get an email out to all students letting them know that they could write to you as well. Because we don't have access to the listserv to email the student body we have to go through Peggy Loar, our director. When I sent her the draft email that we wanted to send to students she refused, saying that the Corcoran does not use its "global" email system to communicate personal messages. Effectively denying the student body their chance to represent themselves. This is the kind of manipulative behavior that has been pervasive throughout our community for the last few years—although arguably at its peak in this last year.

I only tell you this anecdote because it is highly representative of all the shameful behavior going on above us. We as students have tried over and over again to be proactive only to be shut out and left in the dust. Another recent example is how the Corcoran let go its entire staff. Weeks had gone by since the news came out and not a single effort was made to reach out to students. I personally sat down with Peggy Loar myself and voiced my complaint. It has now been almost two months and still nothing, not even an email. With no means of communication in place it is likely and probably that students will come back to their school in the fall and find it empty. The community of support that they built, wiped away without a word.

In the one board meeting that I was granted access to a male member addressed me by saying "You know how you women, you know how you women are always trying to lose weight?" He was attempting to create a metaphor about how the boards silence (lack of transparency) was like the hunger pangs you feel when you don't eat. Both silently working hard to make you better.

Catherine, please, please help us do what is right by the Corcoran and its community. At the very least we need the justice of truth, for the people responsible to answer for this.

The arts are a symbol of monumental strides throughout history. Major cities are defined by their arts. What will it say about D.C. if we let this happen? This is a historical decision.. There are so many layers of injustice in all of this. The most immediate being the institution and surrounding community but the biggest and most important loss is to our future. How can we even begin to measure that absence? There are meaningful choices left to be made, precedents to be set about how we value art and our cultural identity. There are people begging to save this institution. How is that not the best solution any day of the week?

There are so many hard questions that need to be answered. We need to start there. If a national and historic gem is going to be dissolved, we need to understand every wrong turn. "Years of mismanagement," is not substantial evidence. We, as the supporting public, deserve accountability.

Its important for it to be publicly acknowledged. For history's sake, so we didn't just let this incredibly institution disappear in the night.

Jackson, Catherine (OAG)

From: Tom Kelly <tomkelly2468@gmail.com>
Sent: Tuesday, July 15, 2014 6:15 PM
To: Jackson, Catherine (OAG)
Subject: Board Accountability for the Corcoran's Current Situation

Dear Ms. Jackson,

I write as a concerned citizen regarding plans to break up the Corcoran Gallery and redistribute its constituent parts to third parties. In terms of both holdings and history the Corcoran stands as Washington's principal non-public institution of art. Situated in the very heart of our City, it is our city's own gallery, neither competing with nor comparable to such nationally subsidized institutions as the Smithsonian and the National Gallery. Indeed, it is an essential part of what makes Washington "Our City," an expression of our unique artistic and cultural presence that declares us a community of world significance, not merely the site of a Federal enclave.

The Corcoran Board asserts that it has done its best to maintain the gallery as a self-supporting institution despite insuperable obstacles – its need to charge admission fees, its lack of a substantial endowment, its failure to attract and hold wealthy patrons. Yet it is the fundamental duty of any Board to overcome such obstacles (as other Boards of other institutions have done in our City for generations). The current Corcoran Board simply has not done its job and now claims its only alternative is to dissolve the gallery and cast its resources to the four winds. The Board insists this decision is the product of Fate and not evidence of gross failure of both foresight and competence on its own part. I doubt the truth of that, as do many other Washingtonians watching this pathetic spectacle unfold.

I believe the current Board must be held to account for bringing a noble institution to the point of extinction. I believe it is due to this Board, its actions and attitudes, that the Corcoran has failed to recruit and retain philanthropic patrons with the vision and means to build a solid financial, aesthetic, and managerial foundation for continued operation and growth of the District's own art gallery. I believe you will have the opportunity on Friday to persuade the Court that the Board's plan to dismantle the Corcoran stems more from face-saving expediency than from fidelity to the true interests of the Corcoran and its constituents, the people of Washington. If a new Board were to be recruited -- not on the "buddy system," as has been the case until now, but on shrewd consideration of who has the financial means, social clout, love of art, respect for history, and civic passion to elevate the Corcoran to fiscal adequacy and renewed organizational vision – I believe the Gallery could create the vibrant future that its current overseers have failed to envision or achieve.

Thank you for making our best case to save a magnificent Washington institution from the ignominy of collapse due to sustained and unaccountable misdirection by a privileged few.

Sincerely,

Thomas E Kelly

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Washington DC 20015

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Jackson, Catherine (OAG)

From: Bob Darrah <bob.darrah@outlook.com>
Sent: Tuesday, July 15, 2014 6:40 PM
To: Jackson, Catherine (OAG)
Subject: Corcoran

Dear Ms. Jackson,

I can bear witness to the Corcoran's mismanagement of resources, funds, and the hiring and promotion of unqualified administrative staff. As their former Manager of Membership I was hired for the role of Sisyphus.

In addition to working at the Corcoran, my credentials include successfully leading membership and annual giving campaigns for the Portland Art Museum in Portland, OR, the John F. Kennedy Center in Washington DC, and the University of Virginia Cancer Center. I have also raised major gifts for the College of Arts and Architecture at Penn State University and currently the School of Music and Dance at the University of Oregon. I have over a decade in top non-profit arts organizations gaining experience with nationally recognized development professionals.

I was encouraged to join the Corcoran because they had the right model for membership success where the museum admission department was part of membership and development. The Corcoran also had a passionate constituency in Washington, DC unlike any I've seen, and I knew there was an incredible opportunity there.

At the Portland Art Museum we converted 15% of our guests to members, simply by asking them to join when they bought their tickets. This generated almost \$500K of annual revenue for the museum. At the High Museum in Atlanta, GA this model generates over \$1M in revenue annually. The day I started at the Corcoran they were spending \$500K to raise \$400K in membership revenue mostly through the mail. The week after I started the Corcoran, its leadership, moved the museum admissions office from membership and development to education. I was devastated because I immediately lost my ability to raise funds. Education redirected admissions staff to lecture about the art instead of inviting people to join. Conversion of guests to members at the Corcoran held steady at 1% and membership revenue remained stagnant just because we weren't asking guests to join.

Members typically join for exhibitions and you keep similar exhibitions on the calendar to retain your members. It is the Board and leadership who approves exhibitions and they should know how the schedule effects fundraising. You do a variety of exhibitions throughout the year to attract different donors, but then you repeat the same variety each year so you can go back to your donors for another gift. The year prior to joining the Corcoran they had a full schedule of Photography exhibits and membership increased during that time. Then they moved to a full year of European and American Impressionists. We lost the members interested in photography and gained some members for impressionists. The year I left it was a full year of Contemporary art and we were already losing our members who were photography and impressionist enthusiasts. On average the Corcoran retains 10% of first-year members, which is atrocious for the field.

Other examples of poor decision by Corcoran leadership and the Board includes promoting a marketing person into a VP position who was well known for promoting herself over the Corcoran. Photos from our member and donor events were put online and featured the marketing person instead of our key

philanthropists. The marketing position is one example of many staff I could point to who did more harm to the Corcoran than good, not out of malice but because they were not qualified, and it seemed to me they were hired for that purpose.

During my tenure at the Corcoran I got the distinct notion that its leadership and Board were adverse to generating revenue for the Corcoran, and as far as I could tell made no effort to raise funds for the institution either. Of course everything was secret, except the way they paid for consultants who were colleagues and friends of the former director, Fred Bollerer. As you may know, Fred was hired as a consultant, fired half the staff as a consultant, and then replaced someone he fired and joined the staff to gradually become the Corcoran's CEO and then Director. It was told to the staff that he was Interim but at no point did they include Interim in his title. While Fred and Harry Hopper said there was a national search for a new Director, the updates to the staff never suggested the search was active. Meanwhile it seemed like the Corcoran was funneling its funds to pay Fred's consultant friends for surveys, plans, and strategies that never came to fruition. After drawing down the funds so significantly it is not surprising that the Corcoran leadership and Board now says the Corcoran needs to be dismantled.

The Corcoran does not need to be dismantled. If it had a proper museum and/or college leadership who could build trust with its constituents the Corcoran could get all the funds it currently needs and more. I wanted to stay with the Corcoran, and my colleagues who are good fundraisers wanted to stay and fight to bring the Corcoran back to its prominence because the potential is there, especially after seeing how well the Phillips Gallery turned itself around and it faces similar challenges as the Corcoran as a non-profit arts organization in DC. If you look at where people designate their philanthropy the top three are religion, health, and education. The arts rank at 12th or 13th, depending on the year, and according to GivingUSA both education and the arts have seen increases in giving in the last couple years. In some regards the Corcoran is better positioned than the Phillips and higher ed in DC. DC also has a high concentration of wealth that it could find significant funds from DC's philanthropic community. The writing was on the wall, though, that our leadership and Board were working toward a future where the Corcoran wouldn't exist, neither would our jobs. Fred went so far as to not allow any development staff to visit donors and you must visit donors in person to raise major gifts. Like I said, it felt like me and my colleagues were Sisyphus - the Board and leadership were the stone - and eventually we all left.

I can assure you, though, that many people are there and ready to support the Corcoran. Since the great recession, donors apply greater scrutiny to where they give their money. I heard many lapsed donors say they wanted to give to the Corcoran, but were waiting for its leadership to announce its plan. My professional assessment is that they also didn't give to the Corcoran because of its current leadership whose record since at least 2008 is to waste money and make grand announcements about its plans, but never follow through.

Despite my experiences I think that dismantling the Corcoran and distributing William Wilson Corcoran's collection would be the biggest mistake DC could make. Not just because of how it'll effect the local DC arts community, but because of its importance to our national art history. The Corcoran collection is one of the earliest and most important American art collections. It is one of the earliest art museums and art schools in America. William Wilson's own story as a southern sympathizer and then later collecting art portraits of prominent American politicians to prove he was a loyal American after the South lost is also important to our story. Allowing the Corcoran collection to be dismantled would be like the British looting the Parthenon in Athens and shipping its friezes and statues to London. If you give the Corcoran's donors, staff, faculty, alumni, and friends a chance to "Save the Corcoran" you will be doing a great service to our cultural heritage. And I know you won't be disappointed. But to do that they need new leadership and a new Board who is qualified to run a museum and school.

Sincerely,

Robert J. Darrah