

**SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
Civil Division**

DISTRICT OF COLUMBIA : Case Number: 2021 CA 17 B
v. :
THE PUBLIC MEDIA LAB, *et al.* : Judge: Shana Frost Matini

CONSENT JUDGMENT AND ORDER

Plaintiff District of Columbia (“District”) and Defendants Public Media Lab (“PML”) and Manifold Productions, Inc. (“Manifold”) (“Defendants” and collectively with the District, the “Parties”), have jointly agreed to settle this action pursuant to the terms stated in this Consent Judgement and Order (“Order”). The Parties agree that settlement of this action is in the public interest and entry of this Order is the most appropriate means of resolving the District’s claims and the Defendants’ defenses and potential counterclaims in this case. The Parties have agreed to the relief set forth in this Order and agree to and shall be bound by its requirements.

Accordingly, it is therefore this 29th day of August 2022, hereby:

ORDERED that the Consent Motion for Entry of Consent Judgment and Order is **GRANTED**; and it is further

ORDERED AND ADJUDGED that:

1. As set out in the District’s Complaint, the District alleges that PML, a District nonprofit corporation, improperly engaged in interested transactions and misspent nonprofit funds by contracting with Manifold, a Maryland for-profit corporation, to produce documentary films while Michael Pack exerted control over both PML and Manifold. The District alleges that these payments caused PML to exceed or abuse its lawful authority and to act contrary to its nonprofit purposes, in violation of D.C. Code § 29-412.20 and the common law.

2. Defendants dispute these allegations and deny having engaged in any wrongdoing or unlawful conduct.

3. To avoid the cost, burden, and risks of further litigation, the Parties now agree to resolve these disputed claims through entry of this Order without it being in any way deemed or construed as an admission of wrongdoing, unlawful conduct, or liability.

4. In order to fully and finally resolve the District's claims, Manifold agrees to provide restitution to PML in an amount that, when added to PML's existing funds, will yield a sum of \$210,000. PML agrees to distribute the \$210,000 upon dissolution, within sixty (60) days of the entry of this Settlement Order, to one or more nonprofit entities following procedures to be provided by the District. A W-9 shall be remitted from the respective nonprofits prior to distribution of funds. No amounts paid under this Settlement Order shall be claimed as a tax-deductible contribution.

5. PML agrees to dissolve upon the payment of its remaining liabilities and the distribution of its remaining assets as set forth elsewhere in this Order. Dissolution shall occur no later than 60 days after entrance of the Order.

6. PML agrees that it will dissolve in full accordance with all District regulations governing 501(c)(3) non-profit organizations, including D.C. Code § 29-412.02(g) and the process described at <https://oag.dc.gov/charities-and-other-nonprofit-organizations>.

7. Defendants represent that Michael Pack does not presently serve or presently intend to serve as a director or officer of any nonprofit organization incorporated in the District.

8. Starting the day this document is filed with the Court, and for a period of ten years thereafter, Michael Pack agrees that prior to joining the board of directors or becoming an officer of any District of Columbia nonprofit:

- Mr. Pack will inform the prospective DC nonprofit of this Order and cause the DC nonprofit to send a notification to the Attorney General in writing no later than thirty days before he assumes office;
- The notice will include the prospective DC nonprofit's articles of incorporation and bylaws; explain Mr. Pack's position; and state whether and to what extent Mr. Pack or any entity under his control will provide any goods or services to the corporation; and his reasonable compensation, if any, as an officer or director;
- If the Attorney General elects to bring an action with respect to any such future position held in a District nonprofit, Mr. Pack consents to the jurisdiction of the courts of the District in any enforcement action the District may file under the Nonprofit Corporation Act, and agrees to accept service of process on him by mail directed to: 1747 Pennsylvania Avenue, Suite 1000, Washington, DC, 20006, attn: Alan Dye, Esq.

9. In consideration of the payment and injunctive terms above, the District releases any claims it had, has, or could have, whether known or unknown, against the Defendants, including against Michael Pack and Gina Pack, under the District's Nonprofit Corporation Act, D.C. Code § 29-412.01 et seq. or the common law, relating to the conduct alleged in the Complaint. The District specifically does not release Defendants from (i) claims or liability under the District's criminal laws or tax laws; (ii) any liability to the District or any of its agencies for any conduct other than that alleged in the above captioned action; and (iii) any claims based on obligations created by this Order, including claims to enforce the terms and conditions of this Order.

10. Under this Order, PML and Manifold relinquish any and all claims they have,

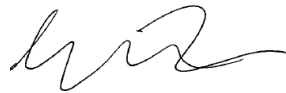
had, or could have, whether known or unknown, relating to the facts giving rise to this case, against the District.

11. This Order is final and enforceable as to the Parties. The Parties relinquish any right to appeal the terms of this Order.

12. This Order may be executed in counterparts by the Parties, and signature pages transmitted electronically may be treated as originals.

13. The Court retains jurisdiction over this matter to enforce the terms of this Order. As this Order fully resolves this matter, the Clerk will administratively close this case.

SO ORDERED.



Judge Shana Frost Matini
Superior Court of the District of Columbia

Date: August 29, 2022

FOR PLAINTIFF DISTRICT OF COLUMBIA:

KARL A. RACINE
Attorney General for the District of Columbia

Dated:

KATHLEEN KONOPKA
Deputy Attorney General, Public Advocacy Division

Dated:

JENNIFER C. JONES
Senior Trial Counsel, Public Advocacy Division

Dated:

BRENDAN B. DOWNES
Assistant Attorney General, Public Advocacy
Division

FOR DEFENDANT PUBLIC MEDIA LAB:

By: _____

Dated: _____

Title: _____

FOR DEFENDANT MANIFOLD PRODUCTIONS, INC.:

By: _____

Dated: _____

Title:
