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COMMONWEALTH OF MASSACHUSETTS

ESSEX, SS

PROBATE & FAMILY COURT

No. ES09E0094QC

ALEXANDER B.C. MULHOLLAND, JR., ET AL

VS

ATTORNEY GENERAL OF THE COMMONWEALTH

OF MASSACHUSETTS, ET AL

DEPOSITION OF LAURA H. DIETZ, a witness called
on behalf of the PLAINTIFF, taken pursuant to Notice
under the Applicable Rules of Domestic Relations
Procedures of the Probate & Family Court, before William
E. Beaupre, a P.C.R. and Notary Public in and for the
Commonwealth of Massachusetts, at the Law Offices of
MacLean, Holloway, Doherty, Ardiffe & Morse, P.C., 8 Essex
Center Drive, Peabody, MA, on Thursday, November 17,
2011, commencing at 4:35 p.m.

WILLIAM E. BEAUPRE, 21 ANCHOR ROAD, LYNN, MA 01904

(781) 598-5286

1 APPEARANCES:

2

3 WILLIAM H. SHEEHAN, III, ESQ.

4 Maclean, Holloway, Doherty, Ardiffe & Morse, P.C.

5 8 Essex Center Drive

6 Peabody, MA 01960

7 Counsel for the Plaintiff

8

9 DONNA M. BREWER, ESQ.

10 Casner & Edwards

11 303 Congress Street

12 Boston, MA 02210

13 Counsel for the Defendants

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1 I-N-D-E-X

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3 WITNESS DIRECT CROSS

4 LAURA H. DIETZ

5 (By Mr. Sheehan) 5 --

6 (By Ms. Brewer) -- --

7

8 E-X-H-I-B-I-T-S

9

10 NUMBER PAGE

11 1 Copy of 12/2/10 Ipswich School

12 Committee Minutes 24

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S T I P U L A T I O N S

It is hereby stipulated and agreed by and between counsel for the respective parties that the deponent will read and sign the deposition transcript under the pains and penalties of perjury within thirty (30) days of receipt or it will be deemed as read and signed; that the notarization is hereby waived.

It is further stipulated and agreed that all objections, except objections as to the form of the question, and motions to strike will be reserved until the time of trial.

And it is further stipulated and agreed that the agreement regarding anything having to do with executive sessions be kept in confidential form until a decision is made at the time of the trial.

LAURA H. DIETZ, first being satisfactorily identified by her Massachusetts Driver's License and being duly sworn, deposes and says as follows:

MR. SHEEHAN: And we'll work under the same stipulations?

MS. BREWER: Yes.

1 DIRECT EXAMINATION

2

3 Q (By Mr. Sheehan) Good evening.

4 A Hello.

5 Q Would you tell us what your full name is, and spell your
6 last name for the record?

7 A Laura Hunter Dietz, D-I-E-T-Z.

8 Q And where do you live?

9 A 9 Bush Hill Road, Ipswich, Mass.

10 Q And how long have you lived there?

11 A Eighteen years.

12 Q And your educational background, please, starting with
13 high school?14 A I went to Cornwall Central High School in Cornwall, New
15 York; and Wells College in Aurora, New York where I got a
16 Bachelor's; and Suffolk Law School for my J.D.

17 Q And when did you receive your J.D.?

18 A 1991.

19 Q And are you licensed to practice law in the Commonwealth
20 of Massachusetts?

21 A I am.

22 Q Have you been so licensed since 1991?

23 A Yes.

24 Q And do you practice law?

1 A I do.

2 Q Okay. And would you tell me about your practice of law
3 presently?

4 A I am assistant general counsel at the Mass. Department of
5 Conservation and Recreation. And there I do a lot of
6 policy work; a lot of work with propopsed legislation.

7 I do a little bit of real estate, not much.
8 and a lot of contract work. More sort of a general prac-
9 tice shop.

10 Q And how long have you worked for the D.C.R.?

11 A Three and three quarter years.

12 Q You've just told me what the Mass. D.C.R. does at least
13 what you do there?

14 A Mmm-hmm.

15 Q Okay. And give me an overview of what the Mass. D.C.R.
16 does, what it consists of, what jurisdiction it has and
17 so on?

18 A Mass. D.C.R. is an agency of maybe twelve hundred or so
19 employees which grows to over two thousand in the summer.
20 We're basically the state parks agency.

21 We also are the former M.D.C., so we own and
22 control Storrow Drive and a lot of ice skating rinks,
23 swimming pools, state forests, state parks. And dams, we
24 have jurisdiction over all dams of a certain size.

1 So it's a very varied agency.

2 Q Does the Massachusetts D.C.R. have any jurisdiction over
3 Little Neck, Ipswich, Massachusetts?

4 A No.

5 Q Does the Mass. D.C.R. have any jurisdiction over Crane's
6 Beach?

7 A No.

8 Q And prior to going to work for the Mass. D.C.R., can you
9 give me your occupational history, please?

10 A For the nine years immediately prior to working for the
11 D.C.R. I was a free-lance legal writer. I wrote for
12 AMJUR mostly; CJS, a lot of legal encyclopedias and state
13 jurisprudences. I still do a little bit of that.

14 Q What subject matters have you written on?

15 A Oh, my goodness. Many, many dozens. I would not even
16 remember them. Oh, insurance. Eminent domain I think
17 was the first thing I ever wrote about. Oh, my gosh.
18 Civil service; public employees; torts.

19 There's so many, I really can't even -- just an
20 enormous amount. Many dozens of different topics.

21 Q And who was it that determined that you would write on a
22 particular topic or topics?

23 A The editorial the sort of head editor at Thompson which
24 became West, which is now Thompson Reuters.

1 Q All right.

2 A So they don't look for anybody with particular expertise
3 in an area. You don't need to have -- you just need to
4 be a lawyer. But you don't -- so basically, you need to
5 know how to research.

6 But you don't need to have expertise. These
7 are for national jurisprudences, so the coverage is
8 pretty wide.

9 Q All right. And prior to doing that legal writing, what
10 did you do?

11 A I worked for -- and I was the comptroller and for a short
12 time general counsel at Boston Financial and Equity
13 Corporation. That was from 1985 till I don't know, '99.
14 No, maybe '96.

15 And then I practiced at an environmental law
16 firm which was Wright, Moehrke and then it was Moehrke,
17 Mackie and Shea. And now, it's -- what are they, Mackie
18 -- I don't even know what they're called now.

19 Anyway, they're in the Back Bay.

20 Q In Boston?

21 A Mmm-hmm.

22 Q Okay. And was that your first legal position with the
23 environmental law firm?

24 A Mmm-hmm.

- 1 Q You have to answer yes or no for us?
- 2 A Oh, yes.
- 3 Q Thank you.
- 4 A Yes.
- 5 Q All right. And how long were you with the environmental
6 law firm?
- 7 A I worked for them part-time only from probably 1992 until
8 '94, and then again -- let's say '95 till '99, approxi-
9 mately.
- 10 Q And while you were working with the environmental law
11 firm, what kinds of matters did you get involved in,
12 personally?
- 13 A Well, I was originally hired to help manage a large cost
14 recovery action.
- 15 Q And tell us what that is?
- 16 A It was largely a 21 E case where our -- let's see, how
17 did this work? We were trying to -- let's see.
- 18 There was an old oil pit essentially in Waltham
19 which we were trying to get, oh, it had to be over a
20 hundred potentially responsible parties to pony up and
21 clean up. And it had been dumped in for seventy five
22 years from federal agencies, the armed forces to private
23 companies.
- 24 Q Were you representing the property owner?

1 A Yes.

2 Q Other than that one case, did you have other matters on
3 which you worked?

4 A I did. I did some corporate -- and it was a large solid
5 waste client base, so I did a lot of their corporate
6 work, you know; their minutes, sort of clerk-type duties.

7 And I -- what else did I do for them? I would
8 -- oh, I did some insurance work for them, though not
9 much.

10 That's really all I can remember at the moment.

11 Q All right. And what year did you receive your B.A. from
12 Wells College?

13 A 1985.

14 Q What was the business of Boston Financial and Equity?

15 A That was a very interesting company. They still exist,
16 actually. And the president of the company basically
17 developed -- headed up the second hand computer leasing
18 business. He was extremely well-known in that small
19 industry.

20 And so basically, we leased computer equipment
21 to high risk clients, including folks like the Sports
22 Authority and people who couldn't get leases to rent a
23 computer and they couldn't buy computer equipment any-
24 where else, we would lease them stuff.

1 So Sports Authority started with our equipment.

2 What became AOL started with our equipment.

3 So it was a pretty interesting niche business.

4 I don't think anybody else did it but us.

5 Q And when you say high risk, what do you mean?

6 A They were usually start-ups or they were turn-arounddd
7 companies. They might have just come out of bankruptcy.
8 They might be in Chapter 11 bankruptcy.

9 And nobody would lend them money or equipment
10 but us.

11 Q Now, with respect to the cost recovery case ----

12 A Mmm-hmm.

13 Q ---- that you talked about in Waltham?

14 A Mmm-hmm.

15 Q Was that in suit?

16 A I'm trying to remember where it was when I left. Let me
17 actually -- you know, I don't even remember. I honestly
18 don't remember where it was at when I left; if we had
19 actually filed or it we were still just talking to PRPs.

20 I really don't remember.

21 Q Now, have you engaged in the area of civil litigation?

22 A No.

23 Q Have you been in a courtroom?

24 A Mmm-hmm.

- 1 Q What kinds of work have you done in a courtroom?
- 2 A I've done one thing in a courtroom, other than be on a
3 jury for an insurance case. It was to get a temporary
4 restraining order to freeze a client's bank account that
5 owed us money.
- 6 Q That owes your company money?
- 7 A They owed the firm money.
- 8 Q Now, have you ever served on a board or a committee in
9 the Town of Ipswich?
- 10 A Yes.
- 11 Q And would you tell me about that, please?
- 12 A Well, I currently serve on the Ipswich School Committee.
13 I was elected in May of 2009. I've served on -- oh, I
14 served on a local non-profit board.
- 15 Q What is that?
- 16 A That is Cuvilly Arts and Ford Center. It's a pre-school
17 organic farm kind of interesting place. My daughter went
18 to school there. And I was the chair of the board for
19 six years.
- 20 Q Could you spell that for us, please?
- 21 A Cuvilly is C-U-V-I-L-L-Y.
- 22 Q What else?
- 23 A I was appointed by the selectmen to the -- oh, what was
24 it called, the commission on energy use and climate

1 protection, where I served for probably three years while
2 we did a greenhouse gas inventory. And ultimately, they
3 came up with a climate action plan, though I was off by
4 then.

5 Q All right.

6 A I was also appointed by the selectmen to serve on the
7 government study committee, which I also served on for
8 approximately three years.

9 Q Was that a local government study?

10 A Yes.

11 Q Did the climate action plan work involve in any way the
12 feoffees of the grammar school in the Town of Ipswich?

13 A Not to my knowledge.

14 Q Did the local government study committee have anything to
15 do with the feoffees of the grammar school in the Town of
16 Ipswich?

17 A No.

18 Q Any other boards or committees or organizations in the
19 Town of Ipswich on which you now serve or have served?

20 A Not that I can think of. I don't believe so.

21 Q When you ran for school committee and leading up to the
22 election of May of 2009, was it a contested election?

23 A No.

24 Q Okay. And how many seats were open in May of -- for the

- 1 election in May of 2009?
- 2 A There were two seats open.
- 3 Q Okay. And you were a candidate and there was one other
- 4 candidate?
- 5 A Yes.
- 6 Q Who was that?
- 7 A That was Hugh O'Flynn.
- 8 Q Have you heard of the feoffees of the grammar school in
- 9 the Town of Ipswich?
- 10 A I have.
- 11 Q When did you first hear of them?
- 12 A I cannot recall. I really have no idea.
- 13 Q Did you know of them as of May of 2009?
- 14 A Yes.
- 15 Q And what did you understand the feoffees were as of May
- 16 of 2009?
- 17 A To the best of my recollection, at that time I understood
- 18 they were trustees.
- 19 Q And did you understand who the beneficiary was?
- 20 A Yes.
- 21 Q Who was that?
- 22 A The Ipswich schools, generally. And so I consider it the
- 23 Ipswich School Department.
- 24 Q Do the feoffees own any real estate?

- 1 A Yes.
- 2 Q What do they own?
- 3 A They own Little Neck.
- 4 Q When did you first learn that the feoffees owned Little
5 Neck?
- 6 A I don't recall when I first learned that.
- 7 Q Did you -- so you say you lived at your -- you lived in
8 your present location in Ipswich for eighteen years?
- 9 A Mmm-hmm.
- 10 Q Did you live in Ipswich before that?
- 11 A No.
- 12 Q So you've been an Ipswich resident for eighteen years?
- 13 A Yes.
- 14 Q Okay. And you've been on the school committee since May
15 of 2009?
- 16 A Mmm-hmm.
- 17 Q You have to answer yes or no for us?
- 18 A Yes. I'm sorry.
- 19 Q And fair to say that some time between eighteen years ago
20 and May of 2009 that you heard for the first time about
21 the feoffees?
- 22 A Yes.
- 23 Q Have you ever served on any committee or organizations in
24 the Town of Ipswich dealing with the feoffees other than

1 the Ipswich School Committee?

2 A No.

3 Q Okay. Now, when you ran for election in May of 2009, did
4 you understand that there was litigation to which the
5 feoffees were a party?

6 A Yes.

7 Q What did you understand about that litigation as of May
8 of 2009?

9 A Specifically, at that time I'm not sure. I'm not sure
10 what I understood. I really don't know specifically, you
11 know, for May of '09.

12 Q Why did you run for school committee?

13 A In general, I believe in public education. I think it
14 should be supported. Folks had asked me for a long time
15 to run, and I always said no, I was too busy.

16 And I just decided the time was right, so I
17 ran.

18 Q Do you have children in the Ipswich public schools?

19 A I do.

20 Q Could you give me their names and ages, please?

21 A I have a daughter, and her name is Madeleine, and she's
22 sixteen.

23 Q Were you influenced to run for the school committee in
24 May of 2009 by reason of any issues pertaining to the

1 feoffees?

2 A Probably.

3 Q Tell me what about the feoffees inspired you to run?

4 A It would have been one factor in my decision to run. And
5 it was a desire to A, understand a little more closely
6 what exactly what was happening with the feoffees; and B,
7 to try to see the situation resolved through that under-
8 standing.

9 Q And what, if anything, did you do prior to your election
10 in May of 2009 to understand the issues that involved the
11 feoffees?

12 A I don't recall.

13 Q Did you do anything prior to the election in May of 2009
14 to see feoffees issues resolved?

15 A No.

16 Q Now, what did you do after May of 2009 to understand the
17 issues that involved the feoffees?

18 A Basically, I gained a better understanding of issues per-
19 taining to the feoffees through attendance at school
20 committee meetings.

21 Q Did you review documents of any kind so as to understand
22 better feoffee related issues?

23 A Yes.

24 Q What documents did you review?

- 1 A The one document I can remember viewing would have been
2 the draft trust that I know had gone back and forth
3 between the school committee and the feoffees for some
4 time, and I don't know how much time prior to my looking
5 at it.
- 6 Q And is that the document that proposed to re-organize the
7 feoffees?
- 8 A I believe that was [art of it.
- 9 Q What other documents, if any, did you review in order to
10 understand feoffee related issues?
- 11 A I can't recall.
- 12 Q Did you seek to understand issues that were raised in the
13 superior court litigation involving the feoffees?
- 14 A Only in a very general way.
- 15 Q What did you do?
- 16 A I just asked questions of people who I thought might
17 understand what exactly that litigation was about.
- 18 Q Who did you ask questions of?
- 19 A Jeff Loeb.
- 20 Q Anyone else?
- 21 A I don't believe so. I don't recall.
- 22 Q Now, Attorney Loeb was not acting as your counsel when
23 you were asking him those questions?
- 24 A No.

1 Q Tell me what you asked of Jeff Loeb and what he said in
2 response?

3 A I honestly don't remember exactly what I asked him. I
4 recall that I asked him just generally what was the
5 superior court litigation about.

6 His response was it was a rent strike and it
7 was rent litigation.

8 Q Did he say anything else?

9 A Not that I remember.

10 Q And have you ever seen the complaint that was filed by
11 unhappy tenants against the feoffees in the superior
12 court?

13 A I don't recall. I may have, but I don't remember speci-
14 fically.

15 Q Let me show you a copy of the complaint?

16 A Mmm-hmm.

17 Q I think this one is without all of the exhibits, but just
18 to see if that refreshes your memory at whether or not
19 you've seen it?

20 A You know, I honestly -- I don't remember. I really don't
21 know if I've seen it before or not.

22 Q Have you seen the answer and counter-claim filed by the
23 feoffees in the superior court case?

24 A I don't recall.

1 Q Did you inquire of Attorney Loeb as to what he thought of
2 the merits or lack of merits of either the complaint or
3 the answer and counter-claim as filed by the unhappy
4 tenants and the feoffees?

5 A I don't believe I did.

6 Q Have you ever attempted to make any analysis of the like-
7 lihood of success or lack thereof of any of the claims of
8 any of the parties in the superior court case?

9 A No.

10 Q And you've not asked anyone for their opinion as to the
11 merits or lack thereof of any of the claims in the
12 superior court case?

13 A Not that I can recall.

14 Q Now, are there any other documents that you can recall
15 reviewing so as to better understand feoffees issues,
16 other than the draft trust?

17 A I -- not that I recall.

18 Q And have you reviewed the complaint filed -- the amended
19 complaint filed by the feoffees in the probate court?

20 A Yes.

21 Q When did you first review that?

22 A It would have been soon after it was filed, which was
23 December of '09, right? January 10th or -- soon after it
24 was filed. I don't remember the date.

1 Q And for what purpose did you review the complaint?

2 A I reviewed it because the school committee was a named
3 defendant, and I thought it would be prudent.

4 Q Okay. And did you engage separate counsel; that is,
5 separate from the firm of Casner & Edwards, to review
6 that complaint?

7 A No.

8 Q And did you understand the contents of the first amended
9 complaint?

10 A Yes.

11 Q Did you review the answer that was filed by the school
12 committee and Superintendent Korb in that complaint?

13 A I did at the -- yes, I did.

14 Q And have you reviewed other pleadings, either discovery
15 pleadings or other non-discovery pleadings, that have
16 been filed or served in the probate court case?

17 A Yes.

18 Q And what have you reviewed?

19 A I've reviewed everything that's been forwarded to me as a
20 school committee member. So -- and honestly, I don't
21 remember what specific documents those are. I've seen
22 answers to discovery. I've seen discovery both ways.

23 I don't even remember what else.

24 Q Have you reviewed any deposition transcripts of folks who

1 were deposited in the probate court case?

2 A No.

3 Q Have you reviewed any deposition transcripts of folks who
4 were deposited in the superior court case?

5 A No.

6 Q Do you recal receiving a copy of a response to a request
7 for admissions, the response being filed in behalf of the
8 Ipswich School Commiottee?

9 A I don't recall.

10 Q At some point in time did you review minutes of meetings
11 of the Ipswich School Committee with respect to meetings
12 that were held wherein the subject of the sale of Little
13 Neck was discussed?

14 A Not -- only in the context of reviewing minutes prior to
15 a meeting at which we would vote to accept them or not.

16 Q All right.

17 A Not -- not other than that.

18 Q Now, tell me about the process by which minutes are
19 reviewed and approved by the Ipswich School Committee?

20 A Minutes are sent to the school committee with an agenda
21 and a packet of any other materials that are going to be
22 discussed at the subsequent -- at the next meeting.

23 What I do is I review everything in the packet,
24 including the minutes, and prepare to vote or discuss,

1 you know, at that following meeting.

2 Q And fair to say that you take seriously your obligatin to
3 review minutes for accuracy before you approve them?

4 A Mmm-hmm. Yes.

5 Q You have to answer -- okay.

6 A Yes.

7 Q First, without showing you a document, do you remember an
8 Ipswich School Committee meeting on December 2, 2010
9 wherein there was discussed the feoffees probate court
10 litigation?

11 A That specific meeting, no, I don't.

12 Q Now, let me show you that document and ask you if that
13 refreshes your recollection as to a meeting on February -
14 - I'm sorry, December 2, 2010 at which the probate court
15 litigation was discussed?

16 A Yeah. Yeah. I mean, yes.

17 Q Fair to say that the document I've just given to you is a
18 true and accurate copy of minutes of an Ipswich School
19 Committee meeting held in open session on December 2,
20 2010?

21 A I have no reason to think otherwise.

22 Q And these minutes were reviewed by you and presumably
23 other school committee members, and they were ultimately
24 approved?

1 A I believe so. I don't know. I mean, I assume that these
2 would be approved minutes.

3 MR. SHEEHAN: Now, could we have that document
4 marked, please, Bill, as Exhibit Number One?

5 MS. BREWER: And Bill, we've been writing --
6 this will be Dietz Exhibit Number One.

7 MR. SHEEHAN: yes.

8
9 (Exhibit Number One marked; Copy of 12/2/10 Ipswich
10 School Committee Minutes)

11

12 Q Now, when you ran for election in May of 2009, did you
13 understand that the school committee had prior to May of
14 2009 voted in favor of a sale of Little Neck?

15 MS. BREWER: Objection.

16 A Yes.

17 Q And did you understand that the sale -- the proposed sale
18 price was twenty six and a half million dollars?

19 A I'm not sure that I knew the price.

20 Q Prior to your election in May of 2009, did you have an
21 opinion as to whether Little Neck should be sold?

22 MS. BREWER: Objection.

23 A I don't recall. I don't think so.

24 Q Now, at some time the vote of November 20, 2008 at which

1 the school committee voted to sell Little Neck or approve
2 the sale of Little Neck for twenty six and a half million
3 dollars, that vote was re-visited, wasn't it?

4 MS. BREWER: Objection.

5 A What was the beginning of the question?

6 Q Yes. Are you familiar with the November 20, 2008 vote of
7 the Ipswich School Committee regarding sale?

8 A I don't know -- no, I'm not.

9 Q All right. Let me show you what was marked as Korb
10 Number Eight?

11 A Mmm-hmm.

12 Q Have you ever had occasion to review the minutes of the
13 meeting of the Ipswich School Committee on November 20,
14 2008?

15 A No.

16 Q At any time did you learn of a vote that was made by the
17 Ipswich School Committee based on a motion of Dr. O'Flynn
18 and seconded by Mr. Sheppard to go forward with the sale
19 of Little Neck property authorized by the feoffees to the
20 tenants at the price of twenty six and a half million
21 dollars?

22 A I was aware that there was a vote, and I don't know if it
23 was then or not, that the school committee had taken
24 prior to my joining the school committee at which they

1 voted to -- in favor of a sale at some certain price.

2 Q In the context of your trying to learn about feoffee
3 related issues?

4 A Mmm-hmm.

5 Q Did you ever seek to review minutes of meetings of the
6 school committee regarding the sale of Little Neck?

7 A No.

8 Q And do you remember a meeting of the school committee on
9 November 19, 2009 at which the issue of the sale of
10 Little Neck was discussed?

11 A No, not specifically.

12 Q Now, let me show you what has been marked as Korb Number
13 Twenty Eight?

14 A Mmm-hmm.

15 Q And ask you if that refreshes your memory about a meeting
16 that was held on November 19, 2009?

17 And I may have said 2008, and if I did I apolo-
18 gize. Minutes of a meeting of November 19, 2009 at which
19 was discussed the issue of the sale of Little Neck?

20 A I do recall this meeting in general terms.

21 Q And tell me what you remember happening on that day?

22 A Well, as reflected in the minutes, I actually do remember
23 the MCAS presentation.

24 Now, is your question more specific about the

1 feoffees or just the whole meeting?

2 Q Yes. Specifically, with respect to the subject matter
3 described as item number seven under Roman numeral II on
4 page 3 of what has previously been marked as Korb Number
5 Twenty Eight ----

6 A Mmm-hmm.

7 Q ---- on the feoffees sub-committee?

8 Do you see that?

9 A Yes.

10 Q And does that refresh your memory as to a vote taken on
11 November 19, 2009?

12 A Yes.

13 Q Okay. And tell me what happened in connection with that
14 vote?

15 A I don't remember the exact conversation that the school
16 committee had. I do remember that it was -- we discussed
17 the school committee's position with regard to a prior
18 offer of sale which they had previously voted to accept,
19 I guess voted in favor of.

20 And there was a motion made to rescind that
21 approval vote. I declined to vote at all. I abstained
22 because I wasn't on the school committee when they took
23 the original vote and I didn't think it was appropriate.

24 Q You didn't thik it was proper for you to vote?

1 A Yes. I didn't think I really had a place in rescinding
2 an approval for something I hadn't been involved in the
3 beginning.

4 Q Now, fair to say that that motion to rescind was made at
5 the request of the Finance Committee of the Town of
6 Ipswich?

7 MS. BREWER: Objection.

8 A No.

9 Q Now, let me show you what's been marked as Loeb Number
10 Five?

11 A Mmm-hmm.

12 Q Have you seen that document before?

13 A I don't recall. I really don't remember.

14 Q Now, who is Jamie Faye?

15 A Jamie Faye is a current member of the Ipswich Finance
16 Committee.

17 Q Okay. And on October 15, 2009, he was the chairman of
18 the finance committee.

19 Is that right?

20 A I'm not sure.

21 Q Well, according to this document it would purport to be
22 that he was the chairman?

23 A That would not be surprising. Yes. He's been the chair-
24 man, so.

- 1 Q Have you ever -- strike that.
- 2 Prior to October 15, 2009, had you ever had
- 3 conversation with Jamie Faye about the sale of Little
- 4 Neck?
- 5 A No.
- 6 Q Prior to October 15, 2009, had you ever had any conver-
- 7 sation with any sitting member of the finance committee
- 8 regarding the sale of Little Neck?
- 9 A Not that I recall.
- 10 Q Did you receive a copy of the document that we've marked
- 11 as Loeb Number Five?
- 12 A I don't recall.
- 13 Q As best you can remember, this is the first time you've
- 14 seen that document?
- 15 A As best I can remember. I mean, it does cc the school
- 16 committee. So presumably, perhaps I got a copy. But I
- 17 really don't remember it.
- 18 Q All right. Let me show you what's been marked as Loeb
- 19 Number Three?
- 20 A Mmm-hmm.
- 21 Q Have you seen that document before tonight?
- 22 A Not that I recall. It's possible, but I don't remember
- 23 specifically.
- 24 Q Do you see at the top of the -- on the header ----

- 1 A Mmm-hmm.
- 2 Q ---- of this what appears to be an e-mail that there's a
3 cc to the school committtee?
- 4 A Mmm-hmm. Yes.
- 5 Q Did you typically receive -- strike that.
- 6 Who would typically receive in behalf of the
7 school committee such an e-mail?
- 8 A Presumably, it would be the entire school committee. And
9 there have been instances where their e-mail addresses
10 are incorrect and -- you know?
- 11 But I have no reason to think that I did not
12 receive this. It is quite likely that I received this,
13 yes.
- 14 Q Do you recall how you received it? Did you receive it
15 electronically?
- 16 A If I received it, it would have been electronically, yes.
- 17 Q Did you receive it directly from Mr. Faye?
- 18 A Presumably, yes.
- 19 Q Now, had you ever spoken to Jamie Faye about the sale of
20 Little Neck on or before November 17, 2009?
- 21 A Not that I recall.
- 22 Q And had you discussed the sale of Little Neck with any
23 sitting member of the finance committee prior to November
24 -- prior to or on November 17, 2009?

1 A Not that I recall.

2 Q When you received Loeb Number Three, ----

3 A Mmm-hmm.

4 Q ---- did you see that it was -- that among the recipients
5 were the Ipswich Chronicle, the North Shore Weekly at the
6 Boston Globe, and the Salem News?

7 MS. BREWER: Objection.

8 A I see that now. I don't recall -- you know, because I
9 don't recall having seen this in 2009 I can't say what I
10 noticed in 2009. But I see it now.

11 Q Do you know of any reason that Mr. Faye would send a copy
12 of this e-mail to the Ipswich Chronicle or the Salem News
13 or the Boston Globe or a combination thereof?

14 MS. BREWER: Objection.

15 A I would have no idea.

16 Q And is it your testimony that before tonight you didn't
17 notice that Mr. Faye had copied those newspapers on his
18 e-mail?

19 MS. BREWER: Objection.

20 A It's my testimony that I don't recall the e-mail at all,
21 so I don't recall having noticed anything in particular
22 about it.

23 Q Fair enough. Now, did you vote on November 19, 2009 on
24 the sale of Little Neck?

- 1 A I don't recall.
- 2 Q And do you have before you Korb Number Twenty Eight?
- 3 A Mmm-hmm. Yes, I do.
- 4 Q Okay. And at that time the matter came before the school
5 committee, and you determined that you should abstain
6 because you had not voted on the matter in November of
7 2008?
- 8 A That is correct. I had not voted, yes, ----
- 9 Q All right.
- 10 A ---- in the previous -- yes.
- 11 Q As of November 19, 2009, did you have an opinion one way
12 or the other as to whether or not Little Neck should be
13 sold by the feoffees?
- 14 MS. BREWER: Objection.
- 15 A No, I don't think I did.
- 16 Q Had you looked into the issue of the sale of Little Neck
17 as of November 19, 2009?
- 18 A I guess I -- I mean, honestly, I don't remember specific-
19 ally.
- 20 Q At any time prior to November 19, 2009, had you tried to
21 determine the pros and cons of such a sale?
- 22 A I don't recall.
- 23 Q Do you recall having any conversations with any fellow
24 school committee members on or prior to November 19, 2009

1 discussing the potential pros and cons of selling Little
2 Neck?

3 A I don't recall. And I doubt it.

4 Q Now, let me show you what's been marked as Loeb Number
5 Seven?

6 A Mmm-hmm.

7 Q Have you ever seen this memorandum before?

8 A Yes.

9 Q And when did you first see the memorandum?

10 A I don't recall the exact date. I would imagine it was
11 some time in the spring of 2010.

12 Q Did you vote as part of the school committee to create an
13 ad hoc committee to look into the question of the settle-
14 ment agreement between the feoffees and the Little Neck
15 Legal Action Committee?

16 A I actually don't recall if we voted to create the ad hoc
17 committee or if the chair at the time created the ad hoc
18 committee and told us about it.

19 I don't -- I don't recall.

20 Q Do you know why the ad hoc committee was created?

21 A I do.

22 Q What was that?

23 A It was created to help us understand the financial impli-
24 cations of the settlement agreement between the feoffees

1 and the tenants.

2 Q And fair to say that one of the charges of the ad hoc
3 committee was to determine whether the settlement agree-
4 ment was economically feasible?

5 MS. BREWER: Objection.

6 A I -- that would probably be one way to put it.

7 Q That's the way the ad hoc committee put it, isn't it?

8 A Okay.

9 Q Do you see that on economic feasibility?

10 A Oh, there we go. Yeah. Yes.

11 Q Yes. And fair to say that the ad hoc committee deter-
12 mined that it was -- that the settlement agreement was
13 economically feasible?

14 MS. BREWER: Objection.

15 A That's not my recollection.

16 Q Okay. What do you recall was the report of the ad hoc
17 committee as to the economic feasibility of the settle-
18 ment agreement?

19 A Well, I could sit here and read it and tell you exactly
20 what they said in the report.

21 What I recall is that there were many condi-
22 tions that would have to be met in order for it to be
23 economically feasible.

24 Q And conditions other than those that are described in

- 1 Loeb Number Seven?
- 2 A I do not recall. Probably not.
- 3 Q All right.
- 4 A But I don't recall for sure.
- 5 Q Did you make a determination as to whether or not any of
- 6 those conditions could not be met by the feoffees?
- 7 A I do not -- I don't recall.
- 8 Q As of the date that you received the memorandum -- strike
- 9 that.
- 10 You did receive a copy of the memorandum that
- 11 we've marked as Loeb Number Seven?
- 12 A Yes, I did.
- 13 Q And as of the time that you received that memorandum, had
- 14 you made a determination as to whether or not Little Neck
- 15 should be sold by the feoffees?
- 16 MS. BREWER: Objection.
- 17 A Before I read this memorandum? Is that the question?
- 18 Q Well, we'll ----
- 19 A Or after ----
- 20 Q ---- take it one step at a time?
- 21 A Okay.
- 22 Q How about before you received the memorandum, had you
- 23 made a determination?
- 24 MS. BREWER: Objection.

- 1 A I don't believe I'd made a -- no, I don't think I had.
- 2 Q All right. After reviewing the memorandum, did you make
- 3 a determination as to whether or not Little Neck should
- 4 be sold?
- 5 MS. BREWER: Objection.
- 6 A Well, I did ultimately at some point after reading this,
- 7 and I don't remember exactly when, we took a later vote.
- 8 So I honestly don't remember exactly when I made up my
- 9 mind.
- 10 Q Let me show you what's been marked as Loeb Number Two?
- 11 A Mmm-hmm.
- 12 Q And do you recognize Loeb Number Two as being a portion
- 13 of minutes of a meeting of the Ipswich School Committee
- 14 in executive session on November 18, 2010?
- 15 A I do.
- 16 Q Do the minutes of November 18, 2010 marked as Loeb Number
- 17 Two accurately report what transpired at that executive
- 18 session?
- 19 A To the best of my recollection, yes.
- 20 Q And at that time there was a vote on whether or not to
- 21 accept the twenty nine million, one hundred fifty thou-
- 22 sand dollar price set forth in the settlement agreement
- 23 between the feoffees and the tenants; correct?
- 24 A That's correct.

- 1 Q And you voted on that issue?
- 2 A I did.
- 3 Q Now, prior to that vote, did you read the settlement
4 agreement?
- 5 A Yes.
- 6 Q When did you first receive the settlement agreement?
- 7 A I don't recall the date. It was -- I believe it was the
8 day that you came to a school committee meeting we were
9 holding in the Performing Arts Center and presented it to
10 us.
- 11 So perhaps we'd received it a little earlier in
12 the day or -- I don't remember. It was around that time,
13 yes.
- 14 Q A presentation was made about that settlement agreement
15 in January of 2010?
- 16 A 2010, that sounds about right.
- 17 Q And William Sheehan spoke at that meeting?
- 18 A Yes.
- 19 Q As did William Gottlieb and Mark DeSalvo?
- 20 A Yes.
- 21 Q And you understood that Mr. Gottlieb and Mr. DeSalvo were
22 members of the Little Neck Legal Action Committee?
- 23 A Yes.
- 24 Q Okay. And you understood that Mr. Sheehan was at that

- 1 time representing the feoffees?
- 2 A Yes.
- 3 Q And at that meeting you had an opportunity, as did all
4 school committee members, to ask any questions that you
5 had about the settlement agreement?
- 6 A Yes.
- 7 Q And fair to say that Mr. Sheehan, Mr. Gottlieb and Mr.
8 DeSalvo attempted to explain the elements of that settle-
9 ment agreement?
- 10 A They attempted to explain at least some of the elements
11 of the settlement agreement.
- 12 Q And that was a meeting that was held in open session?
- 13 A Yes.
- 14 Q And in fact, it was moved out of the normal arena where
15 the school committee meets and moved into the Performing
16 Arts Auditorium?
- 17 A Yes.
- 18 Q And so members of the public were there?
- 19 A Yes.
- 20 Q And the members of the public had an opportunity to ask
21 questions about the settlement agreement?
- 22 A I don't recall. I would imagine they did, but I don't
23 recall specifically.
- 24 Q And did you go through that settlement agreement page by

1 page?

2 A I believe I did. If I did it was once. So I wouldn't
3 remember a lot of specifics about it, but I did read
4 through it once.

5 Q Was there anything in the settlement agreement that you
6 did not understand?

7 A To my recollection, I think there were a number of things
8 I didn't understand.

9 Q All right.

10 A I had questions about that -- some of the financing spe-
11 cifics, which is why the ad hoc committee was appointed
12 or formed to help us, myself included, understand some of
13 those provisions.

14 Q Did the ad hoc committee answer all of your questions?

15 A I believe they did.

16 Q And so fair to say that as of November 18, 2010 you had
17 reviewed the settlement agreement, and any questions you
18 had had been answered by the ad hoc committee?

19 A Yes.

20 Q Now, you voted against the -- accepting the twenty nine
21 million, one hundred fifty thousand dollar price?

22 A That's correct.

23 Q Why?

24 MS. BREWER: Objection.

1 A Because at base I don't think Litttle Neck should be
2 sold. I think the asset is more valuable. I think the
3 trust is more valuable with land as the asset rather than
4 cash or some investment vehicle.

5 Q And what examination of facts did you undertake to come
6 to that conclusion?

7 MS. BREWER: Objection.

8 A I believe -- you know, I don't -- I can't recall specifi-
9 cally. I do recall asking the question of I believe it
10 was this ad hoc committee.

11 But they weren't prepared to answer it because
12 I don't think it was their charge to not only look at
13 what the sale would mean in the finish ramifications, but
14 what -- would a continuing quantil [phonetic] model, what
15 would that look like and would that be a viable option?

16 Again, I don't believe that they answered that
17 question because they weren't charged with that.

18 Q Did anyone answer that question for you prior to November
19 18, 2010?

20 A Not that I recall.

21 Q All right.

22 A Yeah, I don't -- I don't recall, actually.

23 Q And did you look at any appraisal information prior to
24 Noevember 18, 2010?

- 1 A I don't recall the date that I looked at the appraisal
2 information. I'd have to see the appraisal to see when
3 they were dated. I don't recall the date.
- 4 Q Well, did you look at any appraisal information before
5 you voted to reject the twenty nine million, one hundred
6 fifty thousand dollars?
- 7 A Honestly, I don't remember when the appraisal -- when the
8 two -- I've seen two appraisals and I don't remember when
9 they were done. When they were -- I assume it must have
10 been before then, but I don't remember.
- 11 Q Who's appraisals did you see?
- 12 A The appraisal by Colliers, Meredith & Grew that the
13 finance committee put out an RFP for; and the Lincoln
14 appraisal from the -- for the school committee.
- 15 Q That was the appraisal of Mr. Foster?
- 16 A Yes.
- 17 Q And did you review the appraisal conducted by Peterson
18 LaChance?
- 19 A No.
- 20 Q Did you review the appraisal conducted by LandVest?
- 21 A No.
- 22 Q Now, the Lincoln appraisal was commissioned by the school
23 committee, wasn't it?
- 24 A That's correct.

1 Q And it was commissioned by the school committee because
2 the school committee had no confidence in the Colliers,
3 Meredith & Grew appraisal.

4 Isn't that right?

5 MS. BREWER: Objectin.

6 A No, that's not true.

7 Q Well, why did you do your -- why did the school committee
8 have Lincoln do an appraisal?

9 A Honestly, I don't recall the exact reason and the discus-
10 sion that led up to us deciding to do that. I really
11 don't remember.

12 Q Now, do you recall Mr. Foster reporting to the school
13 committee that the Colliers, Meredith & Grew number of
14 forty two million dollars was not accurate?

15 MS. BREWER: Objection.

16 A No.

17 Q Do you recall Mr. Foster telling the school committee
18 that forty two million dollars -- forty two point six
19 million dollars is not the right value?

20 MS. BREWER: Objection.

21 A No, I don't.

22 Q Do you recall Mr. Foster telling the school committee
23 that taking out the quote, bad, end quote of the tenants;
24 that is the threat of litigation, a developer would look

1 at it as a twenty point five million dollar value who
2 would then sub-divide the lots?

3 MS. BREWER: Objection.

4 A I don't recall that specifically.

5 Q Now, let me show you what's been marked as Korb Exhibit
6 Number Twenty Nine?

7 A Mmm-hmm.

8 Q And does that refresh your memory of a school committee,
9 finance committee and board of selectmen meeting that was
10 held on November 9, 2010?

11 A Yes.

12 Q And in particular with respect to that portion of the
13 minutes of that -- that's a -- strike that.

14 The school committee, finance committee and
15 board of selectmen are called the tri-board?

16 A Yes.

17 Q And what has been marked as Korb Number Twenty Nine are
18 minutes of a tri-board meeting of November 9, 2010?

19 A That's what they appear to be, yes.

20 Q And in particular with respect to the portion of the
21 minutes that begins on page 2 towards the bottom ----

22 A Mmm-hmm.

23 Q ---- under the caption, Foster Appraisal, and continues
24 on to page 3?

- 1 A Mmm-hmm.
- 2 Q Do you have any reason to believe that the minutes, that
3 portion of the minutes are in any way inaccurate?
- 4 A I have no reason to believe that they're inaccurate.
- 5 Q Now, this information was important to you because you
6 understood that on or shortly after November 9, 2010 you
7 were going to be asked to vote on the sale of Little
8 Neck; correct?
- 9 A Yeah. I didn't know exactly when we would -- I would be
10 asked. But I knew that, yes, we would have to vote
11 eventually.
- 12 Q And in fact, you voted nine days after this tri-board
13 meeting?
- 14 A Yes.
- 15 Q Did you have in mind when you voted on November 18, 2010
16 what Mr. Foster had said about value?
- 17 A Did I have it in mind? Sure. I'm sure I remembered what
18 he had said. I don't know how it influenced me or not,
19 you know, my vote. But ----
- 20 Q Well, what did you do to -- and form your conclusion that
21 Little Neck would be more valuable holding on to it and
22 renting it as opposed to selling it and creating an
23 endowment fund for the benefit of the schools?
- 24 A I honestly don't recall, you know, seeing any data or --

1 I don't recall how I came to that conclusion.

2 Q As you sit here today, can you support that conclusion?

3 MS. BREWER: Objection.

4 A I honestly don't know.

5 Q Now, other than your belief that the land would be more
6 valuable -- strike that -- that Little Neck would be more
7 valuable if you -- with the land as opposed to the cash
8 as you put it, any other reason that you voted against
9 the settlement agreement?

10 A No.

11 Q Are you aware of an issue regarding erosion at Little
12 Neck?

13 A Not specifically. I think it's something that I've heard
14 about. And I don't even know where it is at Little Neck,
15 so.

16 Q I'm sorry?

17 A I don't -- I wouldn't know where the erosion is at Little
18 Neck. I've heard about something, but nothing specific.

19 Q Now, was the issue of erosion something that you had in
20 mind when you decided that you would vote against the
21 sale?

22 MS. BREWER: Objection.

23 A I don't believe so.

24 Q Have you been to Little Neck?

1 A I think I drove through there years and years ago.

2 Q But not recently?

3 A No.

4 MR. SHEEHAN: All right. Well, Ms. Dietz, I
5 have no further questions. I want to thank you for
6 coming in here this evening. We started late. And I
7 appreciate your squeezing us in between your work day and
8 the -- and I understand you have a school committee
9 meeting tonight.

10 Attorney Brewer now has the opportunity to
11 inquire.

12 THE WITNESS: Okay.

13 MS. BREWER: I have no questions today.

14 THE WITNESS: Okay.

15

16 (Whereupon, the deposition in the above entitled matter
17 was concluded at 5:35 p.m.)

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I, LAURA H. DIETZ, do hereby certify that I have read the foregoing and that to the best of my knowledge said deposition is true and accurate (with the exception of the following desired changes listed below):

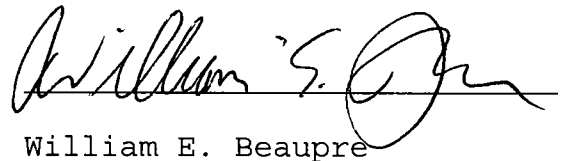
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LAURA H. DIETZ

C E R T I F I C A T E

I, William E. Beaupre, a P.C.R. and Notary Public in and for the Commonwealth of Massachusetts, do hereby certify that the foregoing record, Pages 1 to 47, inclusive, is a true and accurate transcript of my System Tapes to the best of my knowledge, skill and ability.

In Witness Whereof, I have hereunto set my hand and Notarial Seal this 28th day of November, 2011.

A handwritten signature in black ink, appearing to read "William E. Beaupre", written over a horizontal line.

William E. Beaupre

Notary Public

My Commission expires April 5, 2013