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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 SEAN B. GRESH, 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 Friday, November 4, 2011,  
commencing at 11:55 a.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 Ipswich School Committee and

14 Richard Korb and Deponent

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1 I-N-D-E-X

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3 WITNESS DIRECT CROSS

4 SEAN GRESH

5 (By Mr. Sheehan) 5 --

6 (By Ms. Brewer) -- --

7

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

9

10 NUMBER PAGE

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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 of same 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.

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 trial.

MR. SHEEHAN: All right. We're going to work with the same stipulations?

MS. BREWER: Yes.

SEAN B. GRESH, first being satisfactorily identified by his Massachusetts Driver's License and being duly sworn, deposes and says as follows:

1 DIRECT EXAMINATION

2

3 Q (By Mr. Sheehan) Good morning. Would you state your  
4 full name, and spell your last name for the record,  
5 please?

6 A It's Sean Bernard Gresh, G-R-E-S-H.

7 Q And your date of birth, please?

8 A August 26, 1941.

9 Q And where do you live?

10 A I live in Ipswich.

11 Q And your street address, please?

12 A 72 County Road, Ipswich, Massachusetts.

13 Q And how long have you lived there?

14 A Two and a half -- almost two and a half years.

15 Q And how long have you lived in the Town of Ipswich?

16 A Two and a half years.

17 Q Your educational background, please, starting with high  
18 school?

19 A St. James High School in Chester, Pennsylvania. LaSalle  
20 University in Philadelphia.

21 Q Did you get a degree from LaSalle?

22 A A Bachelor's Degree in English.

23 Q Yes?

24 A I received a Bachelor's Degree -- a Master's Degree in

1 Religious Studies at Manhattan College. And I have a  
2 Doctorate in Education from Columbia University.

3 Q Do you prefer to be called Dr. Gresh?

4 A No, Sean. Sean, yes. I don't use the doctor.

5 Q All right. Your occupational history, please, starting  
6 with your first full-time job?

7 A Well, let me just explain something.

8 Q Yes?

9 A After my first year in college I entered a Catholic  
10 religious order which I was a member of for about ten or  
11 eleven years.

12 Q And what order was that?

13 A It was the Christian Brothers. They teach at LaSalle  
14 College and Manhattan College. So my first job with them  
15 after college was teaching in Jersey City, New Jersey.

16 Q Okay.

17 A After that, I went to graduate school.

18 Q Okay.

19 A And then after that I had -- I worked -- let's see. I  
20 worked at Newsweek Magazine as a reporter.

21 Q And during what period of time?

22 A This would be right around I was in grad school around  
23 1973. And I worked on some investigative reporting for  
24 Gail Sheehy on one or two of her books, actually. And

1           then I when I was at Newsweek I got my Doctorate and  
2           finished my dissertation.

3                       And then I worked at MontClair State College on  
4           a grant, a government grant for a couple of years. And  
5           then I worked on another grant up in Vermont, Vermont  
6           State Nurses. My field is continuing education.

7                       If I'm telling you too much, just let me know  
8           because ----

9    Q       No, that's fine.

10   A       ---- because I've had a lot of different jobs.

11   Q       Yes?

12   A       And then what I did is I left the Brothers before I got  
13           my Doctorate, actually. And I then moved to South  
14           Carolina and was a professor at the University of South  
15           Carolina in Aiken.

16                       And then I was a professor at the University of  
17           -- Allen University which is a black college in South  
18           Carolina.

19   Q       And where is that?

20   A       It's in Columbia, South Carolina.

21   Q       Yes?

22   A       And then I moved back north and I got a job. I got a  
23           book contract and wrote my first book called, Becoming a  
24           Father. And I did that.

1                   And then I worked at New England College as the  
2           Director of Public Information, which is in Henniker, New  
3           Hampshire.

4                   And then I worked as a professor at Emerson  
5           College for a number of years. And then I worked at  
6           Honeywell Information Systems as an executive speech  
7           writer. And then I worked at Digital Equipment Corpo-  
8           ration as an executive speech writer.

9                   And then I worked on my own for a few years  
10          doing public relations. And then I came back to the  
11          Digital Equipment Corporation and worked in the office of  
12          the chairman under Bob Palmer.

13                  And then from there when they were sold to  
14          Compaq I -- I had a lot of jobs. And when I went to  
15          Compaq -- when it was sold to Compaq I worked on my own  
16          for a couple of years, and then at that point until 2000.

17                  And then from 2000 until the present I've been  
18          an executive speech writer for the general -- the manager  
19          of the global public sector for IBM, the person who  
20          reports to the new chairman, Ginny Rometty.

21                  So that's what I've been doing, and that's what  
22          I do now as a -- I work as an executive speech writer.

23                  So that is in a nutshell my career.

24    Q           And you're a member of the Ipswich School Committee?



- 1     A     I am.
- 2     Q     You began when as a ----
- 3     A     Just a year and a -- year and a half ago.
- 4     Q     So that would be May of 2010?
- 5     A     That's correct. Yes.
- 6     Q     Had you served on a school committee before?
- 7     A     No.
- 8     Q     Do you serve on any other committees in the Town of
- 9           Ipswich?
- 10    A     No.
- 11    Q     Okay.
- 12    A     But within the school committee I have a sub-committee
- 13           I'm on, too; a sub-committee. And then I'm a liaison
- 14           with the parents of special ed children.
- 15    Q     Okay. And what sub-committee or sub-committees have you
- 16           worked on or are you presently working on of the school
- 17           committee?
- 18    A     It would be the communications which is a sub-committee
- 19           that I created. And the other one -- I don't know who or
- 20           the committee, but I'm the liaison I guess you might call
- 21           it, a liaison between the parents and special education,
- 22           parents who have children with special education needs.
- 23                       And I'm on the athletic committee, as well.
- 24    Q     Are you familiar with the feoffees of the grammar school

- 1           in the Town of Ipswich?
- 2    A     I am.
- 3    Q     And when did you become familiar with the feoffees?
- 4    A     When I first ran for -- when I ran for school committee
- 5           back in the spring of 2010.
- 6    Q     And now, let me show you what has been marked as Exhibit
- 7           Number Two to the deposition of Mr. Loeb?
- 8    A     Mmm-hmm.
- 9    Q     Do you recognize that document?
- 10   A     Just a second? Now, where is this -- is this a -- is
- 11          this the -- from some minutes?
- 12   Q     Well, that's going to be my question.
- 13   A     Okay. After discussion, Dr. O'Flynn moved, second by --
- 14          to accept the application ----
- 15                   MS. BREWER: Read it to yourself, okay, Sean?
- 16          Read it to yourself.
- 17                   THE WITNESS: Okay.
- 18                   MS. BREWER: Thank you.
- 19                   THE WITNESS: Okay.
- 20   Q     Yes, I am familiar with the decision that we made.
- 21   Q     And my first question is, do you recognize Loeb Number
- 22          Two to be an excerpt from minutes of a meeting of the
- 23          Ipswich School Committee on November 18, 2010?
- 24   A     Could you repeat exactly what you're asking because I

1 understand the content here, and it's accurate.

2 But I'm wondering if your question was whether  
3 I believe it's accurate or not?

4 Q Well, let me put my question to you again. It might be  
5 in a little bit different form.

6 The piece of paper that is in front of you, do  
7 you recognize what that is?

8 A Yes.

9 Q And is it a portion of minutes of the school committee --  
10 of a school committee meeting held in executive session  
11 on November 18, 2010?

12 A Yes.

13 Q Now, the minutes of that executive session were given to  
14 the school committee some time after November 18, 2010  
15 for review and approval.

16 Is that correct?

17 A Yes.

18 Q Okay. And what you have before you, that portion of the  
19 minutes, has been reviewed and approved by the school  
20 committee?

21 A Yes.

22 Q Okay. Now, on November 18, 2010 was there a vote taken  
23 regarding whether or not to sell Little Neck for twenty  
24 nine million, one hundred fifty thousand dollars?

1 A Yes.

2 Q And prior to that vote, had you read the settlement  
3 agreement?

4 A Yes.

5 Q And did you understand what the contents of the settle-  
6 ment agreement were?

7 A I did.

8 Q Now, how did you vote on November 18, 2010?

9 A For the sale.

10 Q Why?

11 MS. BREWER: Objection.

12 A I had -- I'll be brief, succinct.

13 Q Yes?

14 A I came in not knowing the details. I examined them  
15 carefully and made a decision that this would be the best  
16 thing for the schools to support.

17 That's it.

18 Q What details did you examine?

19 A I looked at how much money the feoffees had contributed  
20 to the schools over the period -- over the period that  
21 was available to me. And I think it was a period of  
22 twenty years or so.

23 Q Yes?

24 A And I looked at that and I looked at the numbers, and I

1           concluded that -- I also -- okay. So I looked at all  
2           those numbers.

3                       And I concluded that since the schools weren't  
4           getting as much money as I thought that they probably  
5           should be getting, especially over a number of years they  
6           didn't get anything.

7                       I thought common sense would say that if this  
8           valuable piece of property could be changed into a  
9           financial trust, an income trust, I don't know what the  
10          right word is, investment trust, that properly managed  
11          this would be the best deal for the town because there  
12          are just too many working parts.

13    Q       Now, when you say the best deal for the town, do you mean  
14              the best deal for the schools in town?

15    A       For the children, the children in the school system.  
16              That's it exactly what I meant.

17    Q       You understand and have always understood once you became  
18              familiar with who the feoffees were, that the feoffees  
19              held Little Neck for the benefit of the Ipswich public  
20              schools?

21    A       I'm very well aware of that.

22    Q       You are. In distinction of the holding it for the Town  
23              of Ipswich?

24    A       Yes, exactly.

1 Q What other details did you examine, if any, in coming to  
2 the conclusion that the property should be sold?

3 A I looked at as much of the history that I could find that  
4 was available publicly because at first I was not a  
5 member of the school committee. So I needed to do my  
6 homework.

7 So I looked at as much as I could. I actually  
8 looked at the original -- I read the original agreement,  
9 the original ----

10 Q The original will of William Payne?

11 A I did, yes. And I read information over the years that  
12 pertained to the feoffees and so forth. And that was  
13 very helpful to me.

14 I also listened to people. And I just came to  
15 the conclusion that that would be the most logical thing  
16 to do.

17 Q In the course of your looking at the history, did you  
18 come to learn that as early as November of 2008 the  
19 school committee authorized the feoffees to sell Little  
20 Neck for twenty six and a half million dollars?

21 MS. BREWER: Objection.

22 A Yes, I did.

23 Q Now, did you have conversations with any attorneys to  
24 obtain information to assist you in coming to your

1 conclusion on whether or not to support the settlement  
2 agreement?

3 A No.

4 Q Did you receive any legal advice pertaining to your vote  
5 on November 18, 2010?

6 MS. BREWER: I'll instruct you not to answer  
7 that one, on receiving legal advice on the grounds of  
8 attorney/client privilege.

9 MR. SHEEHAN: Okay. I haven't asked for what  
10 advice he received.

11 Q I'm just asking if you received any legal advice in con-  
12 nection with your vote on November 18, 2010?

13 A No, I did not receive any legal advice.

14 Q Okay. At the meeting on November 18, 2010, the school  
15 committee's lawyer was present; correct?

16 A November 18th?

17 Q Yes, 2010? I'll show you Loeb Number Two, if that might  
18 refresh your memory as to whether Attorney Richard Allen  
19 was present?

20 A I don't remember his being there.

21 Q Fair enough.

22 A I don't ----

23 Q That's a fair answer.

24 A Yeah.

1 Q Did you review appraisal information prior to your vote  
2 of November 18, 2010?

3 A Yes, I did.

4 Q How many different appraisals did you review?

5 A I'm not sure. I've seen several. But prior to that par-  
6 ticular one I'm not -- at least I saw one for sure.

7 Q Okay. Who's ----

8 A But I'm not sure. I believe subsequently I looked at  
9 another. I saw another. But -- pardon me. But I'm just  
10 really not certain how many.

11 But one for sure. And that was the one that  
12 was in question.

13 Q And who's appraisal did you review before your vote on  
14 November 18, 2010?

15 A I don't know. I keep -- I don't know the name of the  
16 appraisal company. But whatever one came up with the  
17 twenty nine point one figure.

18 I'm sorry to be so vague on that.

19 Q That's all right.

20 A But I just don't remember.

21 Q Do you -- have you ever reviewed an appraisal by a person  
22 named Stephen Foster?

23 A Yes. I bet he's probably the one, yeah.

24 Q Okay.



1 A Yeah.

2 Q And do you recall that Mr. Foster was commissioned to  
3 prepare an appraisal for the Ipswich School Committee?

4 A Yes, I am aware of that. Yeah.

5 Q And he does business with Lincoln Financial is the name  
6 of his company?

7 A Yes. Yeah, I do. Yeah, he's the one.

8 Q Okay. And is it -- is the appraisal that you saw before  
9 November 18, 2010 the Lincoln Financial appraisal?

10 A Yes.

11 Q Now, shortly before the November 18, 2010 vote, there was  
12 a meeting of the tri-board on November 9, 2010.

13 Do you recall that?

14 A I vaguely recall that. But I attend most of those meet-  
15 ings, so.

16 Q All right. And the tri-board consists of the school  
17 committee, the finance committee and the board of select-  
18 men in the Town of Ipswich?

19 A They do.

20 Q Let me show you what's been marked as Korb Number Twenty  
21 Nine?

22 A Mmm-hmm.

23 Q Do you recognize that document as minutes of a meeting of  
24 the tri-board on November 9, 2010?

- 1 A I did not review this. But -- so I don't know how I'm  
2 supposed to answer that.
- 3 Q Okay. Does it refresh your memory ----
- 4 A Oh.
- 5 Q ---- that you were present at a tri-board meeting between  
6 ----
- 7 A Oh, yeah, let me look because I definitely was at this  
8 meeting.
- 9 Q Okay.
- 10 Q There's no doubt about that. Yeah.
- 11 Q And just so the record is clear, Dr. Gresh, if you could  
12 just wait until I finish my question before you begin  
13 your answer, we'll have a nice clean transcript?
- 14 A Okay.
- 15 Q Thank you. Now, do you recognize Korb Number Twenty Nine  
16 as minutes of a meeting of the tri-board on Noember 9,  
17 2010?
- 18 A Yes.
- 19 Q And turning to the third page of Korb Number Twenty Nine,  
20 would you read the third page to yourself, please?
- 21 And then after that, to the extent that you'd  
22 like to read any more of that document, please feel free  
23 to do so?
- 24 A Okay.

1 Q All right. Do you have any reason to believe that the  
2 minutes as recorded in Korb Number Twenty Nine and in  
3 particular on page three are inaccurate in any way?

4 A I agree this is accurate.

5 Q And at the tri-board meeting on November 9, 2010 while  
6 the tri-board was still in open session, questions were  
7 asked of Mr. Foster about his appraisal.

8 Is that right?

9 A Yes.

10 Q And Mr. Foster said that the forty two point six million  
11 dollar value isn't the right value, didn't he?

12 MS. BREWER: Objection.

13 A I believe he said that.

14 Q Do you know that he was referring to a value that was  
15 provided to the finance committee by an appraiser, the  
16 appraisal company called Colliers, Meredith and Grew?

17 A I'm not sure on that one.

18 Q Okay. Do you know to what he was referring when he  
19 talked about forty two point six million dollars isn't  
20 the right value?

21 MS. BREWER: Objection.

22 A I can't answer that.

23 Q Did Mr. Foster say to the tri-board on November 9, 2010  
24 that taking out the quote, bad, quote of the tenants

1           parentheses; that is, the threat of litigation, end  
2           quote, a developer would look at it as a twenty point  
3           five million dollar value who would then sub-divide the  
4           lots?

5                       MS. BREWER:  Objection.

6    A       I remember that.

7    Q       And did you rely on Mr. Foster's information at least in  
8           part when you voted on November 18, 2010 to sell?

9    A       No.

10                   MR. SHEEHAN:  Dr. Gresh, I have no further  
11           questions of you today.  I want to thank you for your  
12           time coming in here today.

13                   And Attorney Brewer now has the opportunity to  
14           inquire.

15                   MS. BREWER:  Thank you.  I have no questions  
16           today.

17                   THE WITNESS:  Thank you.

18

19           (Whereupon, the deposition in the above entitled matter  
20           was concluded at 12:17 p.m.)

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I, SEAN BERNARD GRESH, 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):

PAGE	LINE	CHANGE
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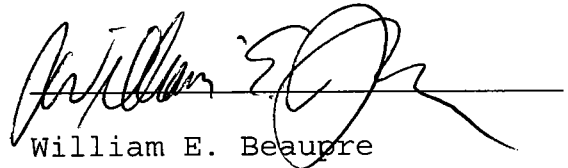
\_\_\_\_\_ day of \_\_\_\_\_, 2011.

SEAN BERNARD GRESH

## 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 21, 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 10th day of November, 2011.

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

William E. Beaupre

Notary Public

My Commission expires April 5, 2013