

My name is Rusty Bastian and I am a former Board Member of George Wythe College, and later of George Wythe Foundation. I had connection with GWC and GWF as a consultant, donor and board member from the 2006 until 2009, when I retired from the Board.

I have no personal stake in the outcome of the dispute between the current leadership of George Wythe and its founders, and have maintained good relations with all parties involved. I sincerely hope that my contribution to the dialog may help bring resolution to the conflicts and mitigate fallout for the students who attended George Wythe.

I affirm that I know Oliver DeMille to be a man of honor and good character, and it is my belief that the allegations of fraud and/or misconduct against him are made in error or ignorance. Whereas the claims the Board has made against Oliver DeMille have been strongly and credibly refuted elsewhere, I will focus my comments on the allegations made against Shanon Brooks.

In italics below are misstatements made by the current leadership of George Wythe. I respond to each in order:

1) *Shanon Brooks developed the Monticello project without the knowledge or approval of the Board at the time, and the Board at the time approved the Monticello project without opportunity for due diligence, in a precipitous fashion, and under duress.*

The Board was kept abreast of progress for the Monticello project, which started in the early 2000s, and then accelerated in 2006. Shanon requested help along the way in the form of consulting, discussion and donations from the board. Once approval on policies and plans was given, the response was basically: *Make it happen, Shanon.* He was given broad latitude in this, and it was clearly communicated that his out-of-the-box thinking and innovative style were precisely what the Board wanted from him. I was not always in favor of moving forward with a school in Monticello, and made that known to the board. The fact is though, that I was made aware of the fact that the plans were to go forward in Monticello. Being the minority voice on the board I respected the fact that the school wanted to move forward with the Monticello location and to my knowledge, Shanon worked within the scope of what was expected of him to move forward with the decisions of the board.

While it is true that there was an 11th hour vote prior to the big announcement, it was not as characterized by the current leadership of GW. The Board had, along the way, given direction and input on the unfolding of the plan, and had long since shown sufficient support to carry the final motion. But Shanon was pushing for a *unanimous* vote; he wanted consensus on this level of commitment to the future course of the college. This was achieved after a majority of Board members and their spouses went on a site visit to the Monticello property, met with community leaders and then held a board meeting for a final tally of votes prior to the official announcement at the Gala. To suggest that the board agreed to a liability in excess of one million dollars on the basis of Shanon's powers of persuasion is simply not true. First of all, neither I nor any of the Board members I'm aware of were inclined to accept such a sizeable donation, make a \$200,000 cash payment to secure additional land, or agree to any loan obligation, under duress. We were not starry-eyed novices with no experience in such matters. Secondly, Shanon was not even present at the vote to exercise his influence, as he had responsibilities to attend to at the Gala. I accept full responsibility for the vote I cast, and struggle to imagine that any of my fellow board members would shirk to do the same.

2) *Shanon Brooks engaged in fundraising in the form of accepting loaned money on promissory notes without the knowledge or authorization of the Board at the time.*

The policy of soliciting new revenue for the project via loans repayable in land was no secret to the Board. In fact, among the lenders were members of the Board and senior college staff. It should be noted that the current leadership later ended the Monticello project against Shanon's most strenuous protests--leaving lenders unpaid. Later, the Board approached the Utah Division of Consumer Protection to investigate Shanon,

who named him for a violation for failing to perform on the promissory notes. This is an injustice to Shanon, as he strongly advocated that the Board honor the notes by continuing the project, he was no longer an officer of the Foundation when they defaulted on the notes, and had no power to fulfill those notes after his resignation; only the Board did.

3) *Shanon made an unauthorized transfer of ownership of a portion of the donated land to an individual to the detriment of George Wythe, and in such a way as to benefit personally from the transfer.*

The land in question was transferred legally, morally and ethically. The Board had approved the development of a master planned community to enhance and support the Monticello campus (housing, commercial park, etc.), using an LLC that could engage in for-profit development that would not interfere in the charitable operations of the school. 200 acres of land was quitclaimed to the LLC for the development. The managers of the LLC were Shanon Brooks and Dee Atkin, with Dee as the registered agent. During the budgetary crisis in early 2009, Dee was approached by the Board, asking that he gift the land to the Foundation without consideration for the \$600,000 he had invested in the project. He refused, and threatened to sue to compel the Board to commit to some terms of repayment. Shanon got Dee to stand down and agree to accept a portion of the land to forgive the debt, and release the rest of the land back to the Foundation. The land Dee retained was appraised at \$187,500 during the boom economy (less than 1/3 of what he was owed) – while the transfer of ownership took place in a values trough, with no prospects for sale or development. It was generous of Dee to accept the virtually worthless land in compromise, and speaks to his character, and Shanon's, that such an agreement was reached at all. I can think of no other way the Foundation could have done right by Atkin, or avoided an untimely and costly lawsuit. Shanon was able to achieve the release of the asset back to the Foundation and treat their partner fairly. I am completely persuaded that Shanon acted appropriately, and the censure the current leadership has levied against him for this act of diplomacy is unwarranted.

4) *Shanon Brooks was dismissed in disgrace from service as president of the university.*

Nothing could be further from the truth. As noted above, in early 2009, the school's finances were in serious trouble. Along with virtually every other college in the country, donations and tuition revenue were at a dangerous low as a result of the loss of wealth and the financial uncertainty that plagued the whole country.

Although Oliver's health problems were literally a danger to his life, he brought all the staff and board together, with those who could do so attending in his own home, and the rest via conference call. It was decided to continue forward. A major obstacle was Andy Groft's refusal to continue with Shanon at the helm. Bad blood between the two had been an issue for some time, and Andy chose this moment to take a stand.. After a meeting of the senior staff, it was determined that while Andy would under no circumstances continue on with Shanon in charge, Shanon was willing to step aside and continue to work for the college under Andy's leadership.

I consider this a selfless act – with nothing at all to gain, and considerable personal interest at stake. Consider: the college had no revenue with which to pay its staff at this juncture. Shanon's "stature" as the chief executive of the school was now gone. The work ahead was monumental and thankless. He simply had no personal stake in continuing on. It is a mark of Shanon's character and consecration that he would make such a compromise, accepting a "demotion" without regard for how it might be viewed by the public, and considering the contempt between himself and Andy. It is unfair to him that his selfless commitment to the college's success should later be characterized as a vote of no-confidence. It simply was not the case.

5) *Subsequent to his stepping down from the presidency (which current leadership now characterizes as his having been "removed"), the Board's disregard for and lack of confidence in Shanon was such that he was given no role in any high-stakes project, or any position of trust.*

This is a revisionist history. Here is an excerpt from the Board's official announcement of the change in leadership roles, announced at the time:

"Shanon Brooks has accepted a Board assignment to lead efforts in recruiting and Resource Development, departments critical to the university's success during the economic downturn. He will also oversee campus development beyond Cedar City.

"Brooks' enthusiasm for expanding the reach of the school was clear. 'While the world goes high-tech, attracting donors, supporters and students will always remain a high-touch process.'

"Jeppson agreed, 'Shanon's role as an ambassador will be more essential to our mission than ever before. We'll reach into places we didn't think we'd touch for decades.'"

Over three years later, in response to criticism by online detractors, the Board revised their position and said it thus: "...with Brooks being reassigned over the fundraiser gala where it was assumed he would be harmless but still potentially useful."

First of all: this is not how it went down. Secondly: as far as the Gala was concerned, there was probably no higher-stakes role to be played at that time, with an internationally recognized speaker, dignitaries from state and local government, a video introduction recorded by then-candidate Mitt Romney, and a high-profile event that even attracted picketers and protesters, and that was featured on a reality TV program produced by BBC. And who did the Board ask to get it done? Shanon Brooks.

After disputes that occurred during and after the event, Shanon resigned from the Board in protest. The current leadership represented to the public for the next several years that he had been fired. Shanon made no move to discredit that board, on this point or on the others in question, because of his loyalty to the school and the students. This has cost him dearly.

I have not always agreed with Shanon, and have not always gotten along with Shanon. But I consider him an honorable man who has consistently put the mission of the school above his personal interests, and I must now publicly so state in order to discharge my duty as a former Board Member of George Wythe.

Sincerely,



Rusty Bastian