

Mateer, Jeff

From: Mateer, Jeff
Sent: Friday, July 24, 2020 2:46 PM
To: tscarborough@hslawmail.com; bboyce@adjtlaw.com
Cc: McCarty, Darren
Subject: FW: Proceedings involving a charitable trust

Dear Mr. Boyce and Mr. Scarborough:

Yesterday afternoon I received the email below from Mr. Nate Paul. It is my understanding that both of you are legal counsel for some of Mr. Paul's companies, including World Class Capital Group, in connection with litigation brought by the Mitte Foundation. As you know, our office has intervened in that litigation pursuant to our statutory charge to represent and to protect the public interest in charity. Accordingly, since Mr. Paul is a control person of a company represented by counsel in an active litigation matter in which the State is currently involved, I do not believe it is appropriate for me to respond directly to his emails.

With regard to the Mitte Foundation, we appreciate the information you and your clients have provided in connection with our intervention. Gathering such information is consistent with our statutory role, and specifically the role of the OAG Charitable Trusts section, to represent the public interest and, when warranted, act to protect that interest. It is not, however, our role to assist a party adverse to a charity in pending litigation or provide status updates on those matters. Any such non-privileged communications subject to public disclosure might be perceived as questioning our office's necessary impartiality, which we carefully guard at all times.

My understanding is that this office previously expressed our position on these issues to you and other counsel representing Mr. Paul's interests. If and when we need additional information, we will certainly make the appropriate inquiries through counsel. If there is additional information that your clients wish to provide, please provide that information through counsel to Darren McCarty, the Deputy Attorney General for Civil Litigation and/or Joshua Godbey, the Division Chief for Financial Litigation and Charitable Trusts. I respectfully reiterate our request that informal communications outside these channels be discontinued.

Rest assured we take our constitutional and statutory responsibilities seriously and I have confidence in the work that our attorneys are performing on this matter. Quite frankly, any suggestions to the contrary are offensive, inappropriate, and counterproductive.

Jeffrey C. Mateer

First Assistant Attorney General
Price Daniel Building
209 W. 14th Street, 8th Fl.
Austin, TX 78701
512-936-1285



KEN PAXTON
ATTORNEY GENERAL OF TEXAS

From: Nate Paul <npaul@world-class.com>
Sent: Thursday, July 23, 2020 2:45 PM
To: Mateer, Jeff <Jeff.Mateer@oag.texas.gov>
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>; Michael Wynne <mwynne@gcfirm.com>
Subject: FW: Proceedings involving a charitable trust

Jeff,

I wanted to make you aware of the below. As you are aware, Josh Godbey has been involved in the intervention of the dispute with the Mitte Foundation. We have raised grave concerns about wrongdoing, provided clear evidence, and I have not received any response to my emails to Josh Godbey. As you will see in the email chain below, these emails started a month ago and continue to be ignored.

Josh Godbey is aware of the facts of wrongdoing and self-dealing by Ray Chester, Stephen Lemmon, Greg Milligan, and the Mitte Foundation Board of Directors and has allowed it to continue despite being shown the irrefutable evidence. This is alarming.

Please let me know when you are available to discuss. I am raising this to you so you are aware of wrongdoing at this Foundation which falls under the supervision of the Financial Litigation and Charitable Trusts Division of the Office of the Attorney General. Thanks for your immediate attention to this matter.

Best,
Nate

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From: Nate Paul
Sent: Wednesday, July 22, 2020 10:34 AM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>; cathleen.day@oag.texas.gov; Darren.McCarty@oag.texas.gov; Michael Wynne <mwynne@gcfirm.com>
Subject: RE: Proceedings involving a charitable trust

Josh,

I just wanted to make sure your office is aware that you never responded to any of the emails below. You never looked in to or addressed any of the serious issues we raised about the Mitte Foundation and the blatant misuse of charitable funds.

You have clearly shown that you are biased and not doing what is in the best interest of the public. There is a clear conflict of interest that we will use legal process to uncover. You were made aware of all of the wrongdoing and issues and made the conscious decision to do nothing.

If you disagreed with any of these assertions, you could have responded with answers at the very least. Instead you chose to solely work with Ray Chester, the Mitte Foundation board members, Greg Milligan, and Stephen Lemmon directly to help achieve their nefarious goals and perpetuate their actions to defraud the Foundation and make waste of charitable funds.

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From: Nate Paul
Sent: Sunday, July 5, 2020 6:52 PM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>; cathleen.day@oag.texas.gov
Subject: RE: Proceedings involving a charitable trust

Josh,

You have exhibited highly unprofessional behavior in not responding to any emails below which all had legitimate questions. You told us you were expecting a counteroffer from the Mitte Foundation, which we never received. You have constantly got on calls with counsel to make assurances, and your follow through has been nonexistent. Is there a counteroffer coming from Mitte Foundation via the OAG? Surely you can answer that simple question.

Your relationship with Greg Milligan and opposing counsels has clearly affected your ability to be neutral. This is extremely disappointing. The least you can do is stop the antics and respond.

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From: Nate Paul
Sent: Thursday, July 2, 2020 11:22 AM

To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>;
cathleen.day@oag.texas.gov
Subject: RE: Proceedings involving a charitable trust
Importance: High

Josh, I need to hear from you. You are delaying this and it is unacceptable.

Your bias is clear and you obviously are not even denying that. You should respond and show that you are neutral.

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From: Nate Paul
Sent: Wednesday, July 1, 2020 5:35 PM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>;
cathleen.day@oag.texas.gov
Subject: RE: Proceedings involving a charitable trust
Importance: High

Josh,

I am following up to my previous emails for the 4th time. Your decision to not even respond to my emails has only amplified my concerns about your bias towards helping the Mitte Foundation, Ray Chester, Stephen Lemmon, and Greg Milligan cover up their wrongdoings and get away with pillaging the funds of the Foundation. It is your job to preserve the public's interest in these funds and you are neglecting to do so.

I have raised many issues below and you have chosen not to respond. These are simple questions you should be able to answer:

- Have you received the McGinnis Lochridge fee agreement?
- How much in legal fees has been spent to date by the Mitte Foundation to McGinnis Lochridge, Stephen Lemmon, and Greg Milligan?
- Have you received Lemmon's fee agreement with the receiver?
- Have you reviewed the collusion emails between Chester, Lemmon, and Milligan?
- Why has the Mitte Foundation not filed its 2018 Form 990?
- Have you conducted your research on their legal actions taken in this matter constituting a prohibited investment due to their attempt to be an "active investor" which violates their tax-exempt status?

To be clear, this "mediation" is not a legally-ordered mediation since you are choosing to just "guide" and not take action. You have been a witness to the acts of Ray Chester, Stephen Lemmon, and Greg Milligan. Your decision to not bring light

to this situation and to stop the misuse of funds is extremely concerning. We brought an offer to the Foundation and the OAG to resolve this matter at fair market value (which would result in a full return of capital and \$875,000 in profit) – both the Foundation and your office chose not to respond. That is grossly negligent on both the Foundation and your part.

We will bringing additional legal actions against the parties involved in this matter. Your decision to sit back and let this matter continue to play out with massive ongoing legal fees being expended says a lot about your actual intentions in resolving this matter. I am very disappointed in your lack of openness and clear bias.

Be prepared for the Mitte Foundation to spend a lot more legal fees fighting the legal claims being brought against them. We have tried to do the right thing, but it has fallen on deaf ears with you. Your actions, and inaction, is allowing for the misuse of funds by the Mitte Foundation and their counsels. This is in direct violation of the role your office is supposed to serve in the public's interest.

I expect a response to my email by tomorrow morning.

Nate

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From: Nate Paul
Sent: Monday, June 29, 2020 8:03 PM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>
Subject: RE: Proceedings involving a charitable trust

Josh,

Following up to my emails below as I have still not heard back on these items. Thanks.

Best,
Nate

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From: Nate Paul
Sent: Thursday, June 25, 2020 10:59 AM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>
Subject: RE: Proceedings involving a charitable trust
Importance: High

Josh,

I did not receive a response from you. I am now hearing you are backing out of things you agreed to do.

It is very clear that the OAG is biased and helping the Mitte Foundation and their corrupt counsel and receiver continue to pillage the Foundation's remaining funds. I need to hear from you on the serious issues I raised below. You have delayed us by not acting swiftly to look in to this wrongdoing, and you are complicit in allowing this to take place. We made clear the timing around all of this and you decided to sit back and not act.

If you are actually trying to protect the public's interest in these funds, I suggest you do your job and stop cowering to their antics.

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From: Nate Paul
Sent: Wednesday, June 24, 2020 8:44 PM
To: joshua.godbey@oag.texas.gov
Cc: Sheena Paul <spaul@world-class.com>; Maryann Norwood <mnorwood@world-class.com>
Subject: Proceedings involving a charitable trust

Josh,

Did you ever receive the fee agreements from Ray Chester of McGinnis Lochridge and Stephen Lemmon as counsel to the receiver? Also, have you received any and all fee sharing agreements between Chester, Lemmon, Greg Milligan, and/or Harney Management Partners, LLC? Have you received a detailed billing history to see the magnitude of this misuse of funds?

We raised these issues over 3 weeks ago and we are highly concerned as to why the OAG has not done a deep dive in to this serious matter. Obtaining these fee agreements should have been the first step taken to see what has been going on. You received valid complaints about this behavior by the Foundation, its Counsel, their co-conspirators, Stephen Lemmon, and Gregory Milligan. Trusting them at their word and not getting these documents immediately is highly concerning.

Based on our knowledge, this information has still not been obtained as of June 24, 2020.

Additionally, we informed your team that the Mitte Foundation has not even filed their 2018 Form 990, which was due on May 15, 2019. This puts their tax-exempt status in jeopardy and is highly concerning as it calls in to question the solvency of this party. Have you received an answer as to why this has not been done?

We are also concerned that the OAG has a conflict of interest because the wife of Gregory Milligan, the receiver, is an employee of the Office of the Attorney General. We hope this has not in any way affected your decision not to do a deeper investigation in to this reported wrongdoing. The collusion emails we shared between Gregory Milligan, Ray Chester, and Stephen Lemmon tell a very clear story as to their unethical behavior. We do not understand why this unethical behavior at the expense of the Foundation has been ignored.

To further document and make very clear, we brought to the attention of the OAG that there has been, and is still ongoing, a severe misuse of funds being spent on unnecessary legal expenses/fees by the Roy & JoAnn Cole Mitte Foundation which does not further the intended use of the charitable foundation's funds. There has been no action taken by the OAG to stop this from continuing to occur as of the writing of this email on June 24, 2020.

Absent action from the OAG, my respective entities will continue to pursue any and all legal remedies available to them to preserve our rights. The Mitte Foundation has decided to engage in an expensive, lengthy litigation that could have been solved through a business negotiation. The decision to not respond to our settlement offer shows the gross negligence by their board members and counsel in doing what is in the best interest of the Foundation. Instead they continue to put their personal interests above the best interests of the Foundation. We will bring this self-dealing to light.

This litigation will continue and the Mitte Foundation's actions will not be tolerated. There are new filings that are being prepared based on the improper actions taken by the Roy & JoAnn Cole Mitte Foundation. We have done our part to try and bring a resolution, but we are disappointed that the Foundation does not have an interest in doing so and that the OAG is allowing them to continue to make waste of these funds by allowing them to line the pockets of their lawyers.

Best,
Nate

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