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February 21, 2023

VIA E-MAIL

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Re: Notice of Action Against Christopher Cross by Whittier College Board of Trustees

Dear Ms. Williams and Ms. Moisa:

As you know, I represent Whittier College Board of Trustees member Christopher Cross. This letter is written in anticipation of litigation. I write in response to your February 21, 2023 memorandum purporting to “suspend the duties” of Mr. Cross. I have learned that you have also purported to “suspend the duties” of Mr. Cross’ colleague Barbara Groce, another long-time Trustee. It is no coincidence that you have targeted the two eldest, and most experienced, members of the Board who have the deepest knowledge of the school’s history.

Your actions are lawless and your recitation of them is deceitful. The operative Bylaws of the Whittier College Board of Trustees do not provide for the “suspension of duties” of a Trustee. They provide for the removal of a Trustee, but you did not ask the Board to remove Mr.

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Cross or Ms. Groce, nor did the Board vote to do so. (2022 Bylaws At Article 1.5.) Since Mr. Cross' and Ms. Groce's terms as Trustee expire in June, your purpose is clear, as you articulated in the Board meeting of February 17, 2023: you plan to "run out the clock" by purporting to suspend them for the remainder of their term during a deliberately slow and bad-faith "investigation." You unlawfully, and without basis in the Bylaws, excluded Mr. Cross and Ms. Groce from that Board meeting so that you could accomplish your lawless action without being challenged.

Your purported "investigation" is part of a pattern of harassment directed at any Trustee – or indeed, any employee of Whittier College – who exercises their fiduciary duty and ethical responsibility by questioning any policy by the Administration of current President Linda Oubré ("the Administration"). This Administration's clearest policy is one of retaliation: Whittier College will falsely and maliciously accuse dissenters of "harassment" and "bullying" and even of racism simply for speaking their minds and abiding by their fiduciary duties. America is riven with genuine racism and harassment, so it is particularly contemptible that this Administration would make a routine practice of cynically making false allegations of racism and harassment to punish people who disagree on matters of policy. As you are aware, the Administration has wielded this policy not only against Trustees and employees, but against citizens and members of the greater Whittier College community, even stooping to making vexatious legal threats falsely asserting that criticism of the Administration is unlawful or violates the civil rights of its members. Moreover, the Administration – and you personally -- have deliberately drawn out the manufactured investigations, refusing to provide information about them to the accused or resolve them timely, as part of the pattern of harassment.

The Bylaws of the Whittier College require Trustees to "determine the purposes and mission of the College," to "oversee and approve the budget of the College and establish policy guidelines for the endowment and for investments," and to "exercise other powers, including the power to act as trustee, executor, or other fiduciary as permitted by California law, as are necessary or convenient to accomplish the College's education purposes." (2022 Bylaws at Article II.) Mr. Cross takes these fiduciary duties very seriously. He's a proud graduate of Whittier College, and loves it deeply. He seeks only to contribute the knowledge and experience he's acquired in a distinguished career of educational policy and vote accordingly. However, this Administration has deliberately obstructed his ability to satisfy his fiduciary duties. It has done so deceitfully and in bad faith, employing threats, knowingly false allegations, and now this lawless suspension and exclusion from a meeting.

Therefore Mr. Cross has no alternative but to resign his position as Trustee of Whittier College, effective immediately. He will not countenance his good name being used to prop up a cult of personality that is reckless in policy and pathologically intolerant of dissent. I submit that every Trustee of good faith should ask whether they can serve under the constant threat of personal destruction if they speak their mind. The inevitable result of the Administration's

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policy of threats and retaliation is that the Board will be ineffective in ensuring that Whittier College makes good educational and financial decisions and abides by the law. I hope that the Whittier College community carefully monitors what changes the Administration makes having suspended two dissenters from the Board.

Mr. Cross reserves all of his rights and waives none. You should expect to hear further from me, particularly if you make false accusations against Mr. Cross in public as you did at the Board meeting. As Whittier College's students would say, we have the receipts.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Kenneth P. White', with a long, sweeping horizontal stroke extending to the right.

Kenneth P. White

for BROWN WHITE & OSBORN LLP