
From: Noam Chomsky <[REDACTED]>
Sent: Friday, December 15, 2017 1:53 AM
To: Deborah Pechet Quinan; Valeria Chomsky; Richard Kahn
Subject: Fwd: FW: Carol S. Chomsky Marital Trusts - Distribution

What's important is to ask Max to be specific about the documentation he wants, so that we can see if we can proceed expeditiously.

With regard to your question, item 2 is OK=as long as it clear that the only agreement was that Nick would correct the mistaken characterizations of expenses in the Bainco reports.

<=r>

No problem about the list.

----- Forwarded message-----

From: Deborah Pechet Quinan<[REDACTED]> <mailto:[REDACTED]>>
Date: Thu, Dec 14, 2017 at 7:52 AM
Subject: FW: Carol S. Chomsky=Marital Trusts - Distribution
To: "Noam Chomsky ([REDACTED])" <mailto:[REDACTED]>>, "Valeria Chomsky ([REDACTED])" <mailto:[REDACTED]>> &ot; <mailto:[REDACTED]>>, "Richard Kahn ([REDACTED])" <mailto:[REDACTED]>>)"

Dear Noam, Valeria and=Richard,

</=pan>

Please see Max =99s response to the discussion I had with him on Tuesday. He has off=red to make the \$150,000 tax distribution but he wants my affirmation on N=am's behalf of the items below. I am prepared to provide the acknowledgements that Max has requested in item 2. I do =ot think item 1 requires an acknowledgement as it is simply a statement of=Max's position which he has now provided in writing.

</=pan>

Please confirm that yo= are in agreement with my agreeing to and acknowledging item 2 and the ite=s set forth therein. As soon as I receive this from you I will proce=d asap to respond to Max in the affirmative and to confirm that he may make the estimated tax payment directly to the =RS. I will also at that time obtain the tax payment voucher from Nic= Nichol's office.

</=pan>

I have no objection to=Max providing the list of corporate trustees he references in item 3. =A0 It can't hurt to see what he is thinking in this regard. =lease let me know if I have your permission to request the list.

</pan>

I await your response.=

</pan>

Thank you,</=>

Deborah

Deborah Pechet Qui=an, Esq. LL.M. =A0
Shareholder
Chair, Trusts & Estates Group
255 State Street,=7th Floor
<<https://maps.google.com/?q=255+State+Street,+7th+Floor%C2%A0%7=%C2%A0Boston,+MA+02109&entry=gmail&source=g>> <
href="<https://maps.google.com/?q=255+State+Street,+7th+Floor%C2%A0%7C=C2%A0Boston,+MA+02109&entry=gmail&source=g>">| Boston, MA 02109
<<https://maps.google.com/?q=255+State+Street,+7th+Floor%C2%A0%7C%C2%A0Boston,+MA+02109&entry=gmail&source=g>>

Assistant - Jayne

Mahoney:

e-mail: [REDACTED] <mailto:[REDACTED]> =A0 | www.riw.com <http://www.riw.com/> | BIO <http://www.riw.com/attorney/deborah-pechet=quinan/>

</=pan>

From: Max Kohl=nb erg [mailto:com <mailto:████████]>
Sent: Thursday, December 14, 2017 6:57 AM
To: Deborah Pechet Quinan
Subject: Carol S. Chomsky Marital Trusts - Distribution

Deborah -</=>

</=pan>

I'm following =p on our conversation on Tuesday about principal distributions to Noam from the Carol S. Chomsky marital trusts. Please consider the following:=u>

</=pan>

1.=C2 As I stated to you a=d as I now affirm to you in writing, I am certain that in the exercise of =y discretionary power to make distributions of principal from the trusts I'm entitled to inquire into Noam's financial circumstances, including (a) the nature and extent of his resources, (b= his sources of income, and (c) his expenditures. In fact, I =99m

equally certain that my fiduciary duty to Noam requires me to obtain that information so as to adequately address his long-term needs and to ensure that the trust is used for his exclusive benefit during his lifetime. (I am mindful of the interests of Noam's 80 children, as residuary beneficiaries of the trusts, and of my fiduciary duty to them as well, but as I've stated to you previously, my primary concern has been and continues to be Noam's interests.)

2.=C2 Having previously been assured (prior to making tax payments on Noam's behalf at the end of 2015 and in early 2016) that Noam would engage in a financial planning process with Nick Nichols, and having notified you at the time that I did not intend to make any further principal distributions until that process was completed, I informed you on Tuesday that I was not prepared to make any principal distributions to Noam now. On further reflection, and mindful of Noam's distress, I've reconsidered the circumstances and am willing to make the proposed \$150,000 payment to the IRS on his behalf, provided that you will (a) urge Noam to engage in a financial planning process (with Nick Nichols or another financial professional of his choosing), (b) urge Noam to cooperate in providing some information to me about his financial resources, income and expenses (to a degree mutually acceptable); and (c) impress upon Noam the fact that though I am now making another tax payment from the trust on his behalf, I do so with no intention of making further distributions of principal unless he completes the financial planning and disclosure process that was agreed upon in 2015.

</=pan>

3.=C2 Lastly, with respect to my trusteeship, I have suggested to Harry Chomsky that I prepare a short list of qualified, professional trustees for his consideration and for Noam's. It is my hope that one of those candidates would be acceptable to Harry and to Noam (with your recommendation). This seems to me a good approach, given that Harry has unequivocally declared his unwillingness to appoint Rich Kahn as my successor. Needless to say, if you'd like to suggest another approach to finding a successor to me I will be glad to discuss it with Harry.

If you are in agreement with the points set out above, please reply acknowledging each of them and please also affirm that (as was the case with respect to the 2015 and 2016 tax payments) you have no objection to my direct payment of funds to the IRS, as an expedient and permissible means to expedite that payment (instead of having me arrange for the distribution of the funds to Noam's personal account for subsequent payment to the IRS). Lastly, please ask Noam's accountant to prepare a suitable estimated tax payment voucher and forward it directly to me as soon as possible. I will then ask Noam's investment advisors at Bainco to raise the necessary funds and make the payment.

</=pan>

Looking forward to your reply,

</=pan>

Max

A. Max Kohlenberg

Howland Evangelista Kohlenberg Burnett, LLP

One Financial Plaza – Suite 1600</=>

Providence, Rhode Island 02903

Direct: [REDACTED] >

Main: [REDACTED] >

Fax: [REDACTED] <tel:[REDACTED]>

www.hekblaw.com <<http://www.hekblaw.com>>

This email and any attachments thereto are intended =nly for use by the addressee(s) named herein and may contain legally privi=eged and/or confidential information. If you are not the intended re=ipient of this email, you are hereby notified that any dissemination, distribution or copying of this email, and any att=chments thereto, is strictly prohibited. If you have received this e=ail in error, please immediately notify me by return email and permanently=delete the original and any copy of this message or attachment. Thank you.

NOTICE: This email with its attachments, if any, is intended solely for per=itted use by authorized recipients. If you are not an authorized recipient=of this email, your retention, transmission, disclosure, or use of this em=il is prohibited. If you received this email in error, please notify the sender and delete this email and it= attachments from your devices and systems.