

IN THE SUPREME COURT
OF THE
STATE OF VERMONT

ESTATE OF MEAD,

v. Appellant,

Appealed from Vermont Superior Court,
Addison Unit, Civil Division

THE PRESIDENT AND FELLOWS OF
MIDDLEBURY COLLEGE,

Trial Court Docket No. 23-CV-01214

Appellee.

Supreme Court Docket No. 25-AP-148

MOTION FOR LEAVE TO FILE AMICUS BRIEF

NOW COMES Amherst College, Franklin & Marshall College, Ithaca College, Sarah Lawrence College, Smith College, Swarthmore College, Trinity College, Tufts University, Wellesley College and Williams College (collectively, the “Colleges”), by and through the law firm of Langrock, Sperry & Wool, as well as the law firm of Hemenway & Barnes LLP (a Massachusetts firm whose counsel are seeking admission *pro hac vice*), and hereby move pursuant to Vermont Rule of Procedure 29 for leave to file an amicus brief in support of the position taken by Defendant/Appellee the President and Fellows of Middlebury College (“Middlebury”) that this case be dismissed on the ground that the Court lacks subject matter jurisdiction. Specifically, the Colleges will support Middlebury’s contention that a donor to a nonprofit organization lacks standing to pursue claims for breach of an alleged condition associated with a completed gift.

The issue is of particular interest to the Colleges and other nonprofit organizations, nationwide. Colleges, universities and hospitals all manage tens of thousands of donations, some

made generations ago. Such gifts are largely administered under the settled expectations of the common law, which generally prohibit donor standing to pursue claims with respect to a completed gift. That is the majority rule in the United States. A deviation from the majority rule, as permitted by the Superior Court, would upend the current system. It would result in significantly increased litigation for the courts as well as unnecessary administrative and legal costs for institutions like Middlebury and the Colleges, requiring them to expend funds that would otherwise support their charitable purposes.

Given the significance of the issue and its potential nationwide impact, the Colleges hope to assist the Court in two ways. First, their amicus brief will provide the Court with a national perspective, demonstrating that the prohibition against donor standing is the majority position in the United States and that state Attorneys General are the proper authorities to supervise charitable organizations. Second, the brief will provide the Court with concrete examples of the practical issues and complications a change in the common law rule would present for nonprofit institutions like Middlebury and the Colleges, which manage thousands of gifts, across generations of donors. The Colleges believe that this additional perspective—both national and practical—will more fully inform the Court as it considers this critical question of subject matter jurisdiction.

WHEREFORE, the Colleges respectfully request that the Vermont Supreme Court grant this Motion for Leave to File Amicus Brief in support of the position taken by Defendant/Appellees.

DATED at Burlington, Vermont, this 10th day of October, 2025.

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