United States Senate
COMMITTEE ON ENVIRONMENT AND PUBLIC WORKS
WASHINGTON, DC 20510–6175

April 20, 2026

Matt Floca
Executive Director and Chief Operating Officer
John F. Kennedy Center for Performing Arts
2700 F Street NW
Washington, DC 20566

Dear Mr. Floca:

Thank you for your invitation to tour the John F. Kennedy Center for the Performing Arts physical facility as an *ex officio* member of the Board of Trustees. I will respectfully decline. You have so far refused to let staff represent us at certain meetings, muted us when we tried to speak at Zoom meetings, forbidden auditors to discuss the Center's failing finances with us, and told us that we had no vote.[1] It is hard to accept there is anything sincere about your invitation.[2]

What seems to have happened is that the Trump Administration's hand-picked leadership team and Board ran the Kennedy Center into the ground with terrible decisions while looting the place for private benefit. Then, to explain the crashed institution's inability to meet expenses and payroll, you had to close it for "renovations."

A Board that was complicit in the financial havoc and looting is in no position to make responsible decisions about the Center. There is too much conflict of interest in covering up what really happened.

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[1] An *ex officio* trustee is a voting member of the Board unless the applicable governing document provides otherwise. *See Ex officio, Black's Law Dictionary* (12th ed. 2024). Accordingly, trustees presumptively vote on equal footing, unless the trust instrument provides otherwise. *See, e.g.*, Restatement (Second) of Trusts § 383 ("If there are several trustees of a charitable trust, the powers conferred upon them can properly be exercised by a majority of the trustees, unless it is otherwise provided by the terms of the trust."); G. Bogert, Trusts & Trustees § 391 (Supp. rev. 2d ed. 1992) ("[U]nless the instrument provides otherwise, charitable trustees act by majority vote."). Here, the trust instrument—the Kennedy Center statute—makes no distinction between the rights of *ex officio* and appointed trustees. *See* 20 U.S.C. § 76h(a)-(b); 20 U.S.C. § 76l(a) (giving the entire Board "all the usual powers and obligations of a trustee"). And indeed, a District of Columbia federal court has already found that "the [Kennedy] Center's organic statute does not distinguish between general trustees and *ex officio* members in any way" and, therefore, that "the May 2025 bylaw amendments stripping *ex officio* members of their right to vote are likely contrary to the statute and void." *See* Memorandum Opinion & Order at 30, *Beatty v. Trump*, No. 1:25-cv-04480-CRC (Mar. 14, 2026).

[2] *See, e.g.*, Steven Sloan, "The Kennedy Center wants to show that the building really needs a renovation," *Associated Press* (Apr. 14, 2026), https://apnews.com/article/kennedy-center-closing-trump-22210108b1b789bc7c53e628237a595b.

What you should do is have BDO, your accounting firm, brief Board members, including *ex officio* members, about the Center's true financial condition and its causes; engage an auditor (perhaps an independent auditor) to prepare a proper forensic audit under professional accounting standards; and pursue, if needed, the appointment of a receiver.[3]

Independent counsel should review what liability Board members bear for this catastrophe, and whether any conduct justifies removal or even referral to authorities.

The *ex officio* Board members should also have been consulted before you engaged construction firm JLL, and they (or the receiver) should still be allowed to engage with JLL or another responsible construction firm that can advise on the "renovations" that are needed and provide a budget, a schedule, and a report on whether necessary repairs could be performed without closing the Center.

Thank you for your attention to these concerns.

Sincerely,

Sheldon Whitehouse
United States Senator
Ranking Member
Committee on Environment
and Public Works

[3] *See* G. Bogert, Trusts & Trustees § 584 (Supp. rev. 2d ed. 1992); *see also Benedict v. Amaducci*, No. 92 Civ. 5239 (KMW), 1993 WL 87937, at *9 (S.D.N.Y. Mar. 22, 1993) (explaining that "each trustee is entitled to access to trust records and to information regarding the administration of the trust" and that a "trustee, 'particularly one empowered to exercise greater control, or having greater knowledge of trust affairs' is under a duty 'to inform each co-trustee of all material facts relative to the administration of the trust that have come to his attention'" (quoting Bogert § 584)).