

Record referred to DOS



From: [Deborah J. Bortot](#)
To: [Leigh J. Francis](#)
Subject: call with State
Date: Monday, December 19, 2016 5:03:50 PM

Leigh,

Could you please call David Huitema (b) (6) ?

Thanks,
Deb

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From: [Raviv, Adam](#)
To: [Huitema, David P](#); [Leigh J. Francis](#)
Cc: [Brown, Reginald](#); [Babbitt, Christopher](#)
Subject: RE: Call
Date: Tuesday, December 20, 2016 12:52:00 PM

In advance of our call, I have an answer to your question yesterday about (b)(3), (4), (5), (6)

Best,

Adam

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From: Raviv, Adam [<mailto:Adam.Raviv@wilmerhale.com>]
Sent: Tuesday, December 20, 2016 11:59 AM
To: Huitema, David P
Cc: Brown, Reginald; Volchok, Daniel; Babbitt, Christopher
Subject: RE: Call

David,

Yes, 4:00 would work if that is when OGE can join.

Thanks,

Adam

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From: Raviv, Adam [<mailto:Adam.Raviv@wilmerhale.com>]

Sent: Tuesday, December 20, 2016 10:45 AM

To: Huitema, David P

Cc: Brown, Reginald; Volchok, Daniel

Subject: RE: Call

Thanks David. How about 2:00?

Sent from my Android phone using TouchDown (www.symantec.com)

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Official

UNCLASSIFIED

From: Raviv, Adam [<mailto:Adam.Raviv@wilmerhale.com>]
Sent: Tuesday, December 20, 2016 10:17 AM
To: Huitema, David P
Cc: Brown, Reginald; Volchok, Daniel
Subject: Call

Dear David,

It was great talking with you and your colleagues yesterday. You mentioned that OGE might be interested in joining us in a call today. Likewise, our client is under great pressure from the Senate to finalize everything. Would you be available for a call this afternoon?

Thanks,

Adam

Adam Raviv | WilmerHale
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Washington, DC 20006 USA
+1 202 663 6904 (t)

+1 202 663 6363 (f)
adam.raviv@wilmerhale.com

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From: Deborah J. Bortot [mailto:djbortot@oge.gov]
Sent: Wednesday, December 21, 2016 3:31 PM
To: Huitema, David P; David J. Apol; Leigh J. Francis
Subject: RE: SecState Designee

David,

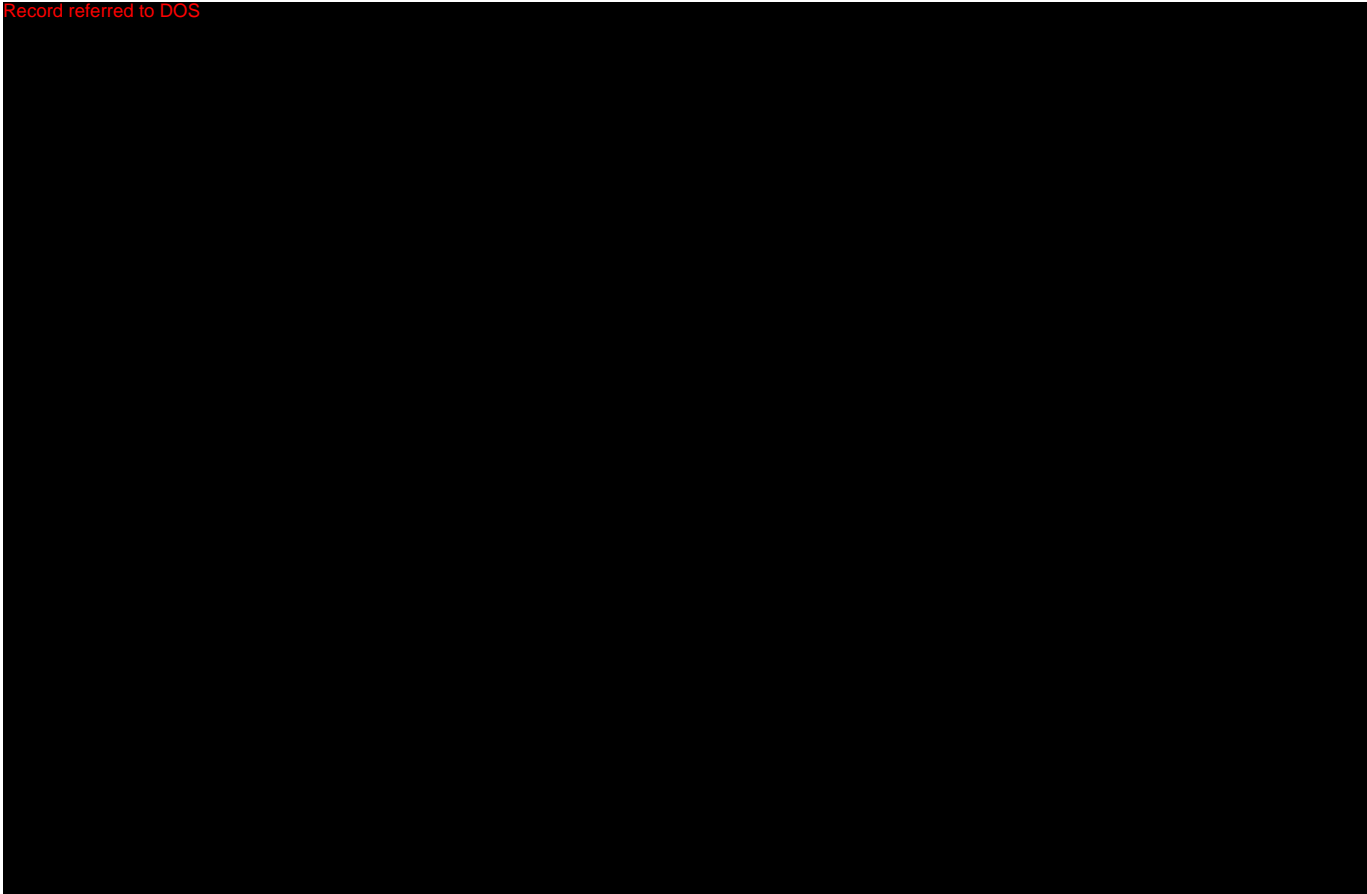
Tomorrow (12/22) at 2:00 works for us. Please call us at 202-482-9280.

Thanks,

Deb



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From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]
Sent: Wednesday, December 21, 2016 6:44 PM
To: Huitema, David P; 'Nightingale, Robert'
Subject: RE: Questions for the Designee's Report

Yes, that is (was) my plan, to also provide a set of technical review questions, edits, comments. However, I have been a bit swamped today, so we may have to go with the tranche method you suggest—that is, if you want to push ahead and give Wilmer some tech edits tomorrow morning.

I will do my tech review, and if I am not done by tomorrow morning (by the time you would like to push your edits/questions/confirmations) I can give you what I have, with the understanding that there may (or likely will) be more to follow.

Does that work?

Thank you,

Leigh

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From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]
Sent: Wednesday, December 21, 2016 5:52 PM
To: Huitema, David P; 'Nightingale, Robert'
Subject: Questions for the Designee's Report

David and Robert,

As discussed, please see the attached document, which contains questions for Wilmer Hale and/or (b)(3), (6) I am happy to discuss if you would like.

Best,

Leigh

No attachment found in search

PRE-DECISIONAL/DELIBERATIVE—

Leigh Jason Francis

Assistant Counsel

General Counsel and Legal Policy Division

U.S. Office of Government Ethics (www.oge.gov)

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From: [Brown, Reginald](#)
To: [Leigh J. Francis](#); [David P. Huitema](#) (b) (6)
Subject: FW: FYI: Press Release: Cardin Updates Colleagues on Tillerson Hearing Issues
Date: Thursday, December 22, 2016 3:49:43 PM
Attachments: [image003.png](#)

See below. Note paragraph re timing of financial disclosure

United States Senate Committee on
FOREIGN RELATIONS

FOR IMMEDIATE RELEASE

December 22, 2016

CONTACT

Sean Bartlett/Sue Walitsky, [202.394.6382](tel:202.394.6382)

Cardin Updates Colleagues on Tillerson Hearing Issues

WASHINGTON – *U.S. Senator Ben Cardin (D-Md.), Ranking Member of the Foreign Relations Committee, [wrote to his Democratic Committee colleagues Thursday](#) updating them on his communications with Chairman Bob Corker (R-Tenn.) regarding Secretary of State nominee Rex Tillerson’s hearing date, financial disclosure and ethics agreement documents, and tax returns:*

December 22, 2016

Dear Senate Foreign Relations Committee Democratic Members,

I have heard from a number of you regarding the nomination of Mr. Rex Tillerson for Secretary of State, so I wanted to give you an update on where Senator Corker and I are in the process.

Senator Corker and I have talked about the nomination several times. I am pleased to report that we expect to receive standard financial disclosure forms and ethics compliance information later this week. Once received, staff will immediately review the documents submitted and advise us whether the information is complete and in compliance with committee practice.

I have not yet received 3 years' worth of the nominee's tax returns, which I have formally requested the Presidential Transition Team make available for review. Senator Corker and I have a disagreement about the need to review the nominee's tax returns. I think it is an important part of vetting this candidate because he has never made public disclosures of this type, as he has worked at ExxonMobil for his entire career and has never been in public service. Mr. Tillerson was actively engaged with many foreign governments that could become relevant if confirmed as Secretary of State. The Senate has a responsibility to review all relevant documents during the confirmation process.

Our standard questionnaire for all nominees appearing before our Committee, which has been used by the Committee for years, very clearly contemplates a request of this kind being made. In his response to the tax return question in the questionnaire, the nominee promised to provide such information. After receiving the financial information from Mr. Tillerson later this week, I will be in touch with Chairman Corker in an effort to resolve my request to review Mr. Tillerson's tax returns.

Until all of these materials are received and staff has had a chance to review them, it will be difficult to lock in a nomination hearing time for the Committee to consider the nominee. It is our responsibility to expedite the consideration of key cabinet nominees so that the new President can have key advisers in place as soon as possible. Chairman Corker intends to schedule Mr. Tillerson's nomination hearing during the second week of January—a date I will support if all necessary and relevant information has been timely made available to our committee, and the nominee has made himself available for pre-hearing meetings with SFRC Senators.

I have also talked with Senator Corker about the need for adequate time for a hearing, and I am pleased that Chairman Corker is prepared to reserve a second day for hearings so that each Member has ample opportunity to ask about issues he or she wishes to raise with the nominee.

Sincerely,

Benjamin L. Cardin

Ranking Member

###

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From: [Volchok, Daniel](#)
To: ["Huitema, David P"; "McManus, Katherine D"; "Nightingale, Robert L"; "Martin, Janice N"; Leigh J. Francis](#)
Cc: [Brown, Reginald; Babbitt, Christopher; Raviv, Adam; Jennings, Molly](#)
Subject: RE: Secretary of State designee - technical reporting questions
Date: Thursday, December 22, 2016 11:30:45 PM

Mr. Tillerson's 278e information has been posted on Integrity. We look forward to talking to you tomorrow afternoon.

Thanks,

Daniel

From: Volchok, Daniel
Sent: Thursday, December 22, 2016 10:05 PM
To: Huitema, David P (b) (6); McManus, Katherine D (b) (6); Nightingale, Robert L (b) (6); Martin, Janice N (b) (6); Leigh J. Francis <ljfranci@oge.gov>
Cc: Brown, Reginald <Reginald.Brown@wilmerhale.com>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Raviv, Adam <Adam.Raviv@wilmerhale.com>; Jennings, Molly <Molly.Jennings@wilmerhale.com>
Subject: RE: Secretary of State designee - technical reporting questions

David, attached are responses to the technical questions you sent this afternoon. We would be happy to discuss the responses on our 2 pm call tomorrow, if that would be useful.

We are reviewing the additional questions you sent this evening and will likewise be prepared to discuss those on the 2 pm call.

Best,

Daniel

9 page attachment withheld in full - (b)(3), (4), (5), (6)

Record referred to DOS

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From: [Volchok, Daniel](#)
To: [Huitema, David P](#)
Cc: [Leigh J. Francis](#); [Nightingale, Robert L](#); [Martin, Janice N](#); [Brown, Reginald](#); [Babbitt, Christopher](#); [Raviv, Adam](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Friday, December 23, 2016 11:55:20 AM
Attachments: (b)(3), (6)

First additional e-mail.

38 page attachment withheld in full - (b)(3), (4), (5), (6)

From: [Volchok, Daniel](#)
To: [Huitema, David P](#)
Cc: [Leigh J. Francis](#); [Nightingale, Robert L](#); [Martin, Janice N](#); [Brown, Reginald](#); [Babbitt, Christopher](#); [Raviv, Adam](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Friday, December 23, 2016 11:57:57 AM
Attachments: (b)(3), (6)

Third additional e-mail.

23 page attachment withheld in full - (b)(3), (4), (5), (6)



From: [Volchok, Daniel](#)
To: [Huitema, David P](#)
Cc: [Leigh J. Francis](#); [Nightingale, Robert L](#); [Martin, Janice N](#); [Brown, Reginald](#); [Babbitt, Christopher](#); [Raviv, Adam](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Friday, December 23, 2016 11:58:50 AM
Attachments: (b)(3), (6)

Second additional e-mail.

117 page attachment withheld in full - (b)(3), (4), (5), (6)

From: [Volchok, Daniel](#)
To: [Huitema, David P](#)
Cc: [Leigh J. Francis](#); [Nightingale, Robert L](#); [Martin, Janice N](#); [Brown, Reginald](#); [Babbitt, Christopher](#); [Raviv, Adam](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Friday, December 23, 2016 11:59:11 AM
Attachments: (b)(3), (6)

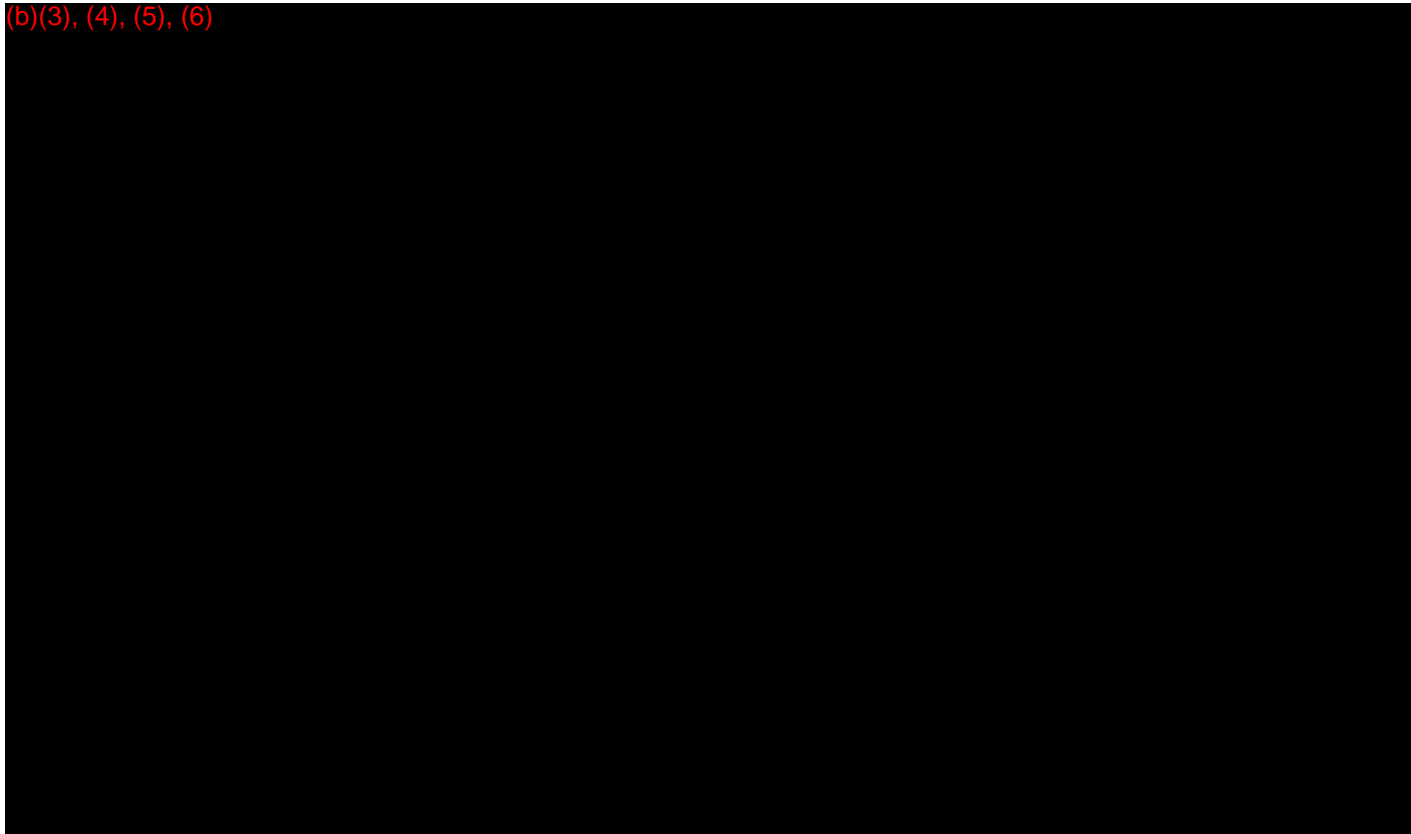
Fourth and final additional e-mail.

17 page attachment withheld in full - (b)(3),
(4), (5), (6)

From: [Volchok, Daniel](#)
To: [Leigh J. Francis](#)
Cc: [Nightingale, Robert L](#); [Martin, Janice N](#); [Brown, Reginald](#); [Babbitt, Christopher](#); [Raviv, Adam](#); [David J. Apol](#); [Huitema, David P](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Saturday, December 24, 2016 1:29:53 PM

Leigh, here are the answers to the questions you sent yesterday:

(b)(3), (4), (5), (6)



Thanks,

Daniel

From: Volchok, Daniel
Sent: Friday, December 23, 2016 4:56 PM
To: 'Leigh J. Francis'
Cc: Nightingale, Robert L ; Martin, Janice N ; Brown, Reginald ; Babbitt, Christopher ; Raviv, Adam ; David J. Apol ; Huitema, David P
Subject: RE: additional questions related to (b)(3), (6)

Thanks Leigh. We'll get answers on these back to you ASAP.

Happy holidays to you as well,

Daniel

From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]
Sent: Friday, December 23, 2016 4:52 PM

To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>
Cc: Nightingale, Robert L <(b) (6)>; Martin, Janice N <(b) (6)>; Brown, Reginald <Reginald.Brown@wilmerhale.com>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Raviv, Adam <Adam.Raviv@wilmerhale.com>; David J. Apol <djapol@oge.gov>; Huitema, David P <(b) (6)>
Subject: RE: additional questions related to (b)(3), (6)

Daniel, Reg, and Adam:

I was asked to request the answers to three follow-up questions regarding the (b)(3), (6) [redacted]. They follow from the answer provided in question "a.iii." of the Responses to additional State Department-OGE questions. They are:

(b)(3), (4), (5), (6) [redacted]

Thank you, and happy holidays.

Best,

Leigh

Leigh Jason Francis

Assistant Counsel

General Counsel and Legal Policy Division

U.S. Office of Government Ethics (www.oge.gov)

1201 New York Avenue, NW, Suite 500

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sender immediately at the above address.

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]

Sent: Friday, December 23, 2016 11:54 AM

To: Huitema, David P

Cc: Leigh J. Francis; Nightingale, Robert L; Martin, Janice N; Brown, Reginald; Babbitt, Christopher; Raviv, Adam

Subject: RE: additional questions related to (b)(3), (6)

No attachment found in search

David, attached are responses to the additional questions below. I also have roughly a dozen additional supporting documents, which I will send in several subsequent e-mails due to their size. They include the following:

(b)(3), (4), (5), (6)

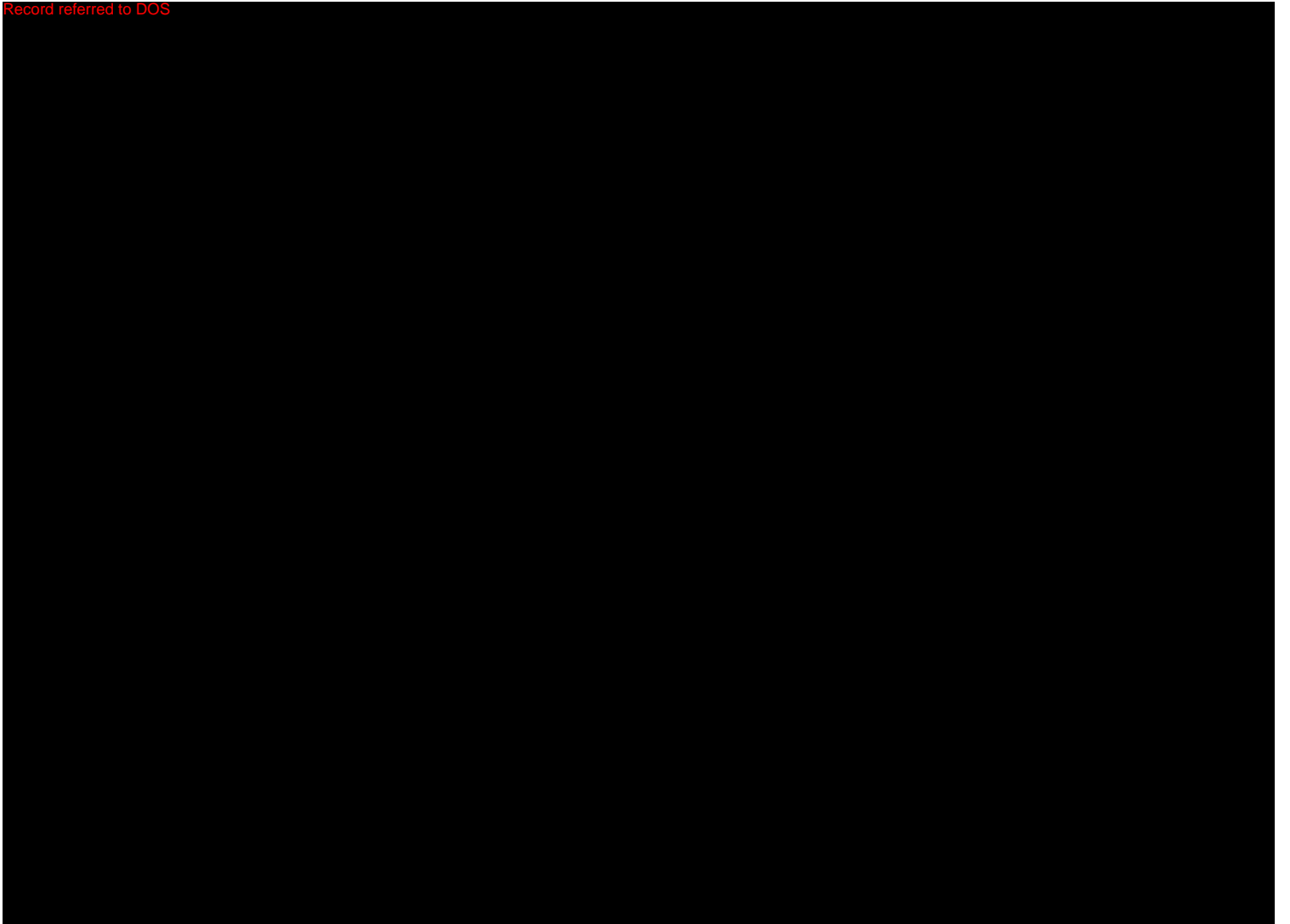
The password for those files that are password-protected is (b)(6). Please treat the documents with the appropriate level of confidentiality.

Talk to you at 2 pm.

Thanks,

Daniel

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From: LNAPPS1.USOGE@oge.gov
To: [Leigh J. Francis](#)
Subject: IMPORTANT - ACTION NEEDED - New Nominee Assigned - Begin Review & Send 1st Set of Comments - Rex W Tillerson
Date: Tuesday, December 27, 2016 11:51:14 AM

Nominee, Rex W Tillerson, has been assigned to you.

ACTION: Within 2 days, please begin your review of the report and send the first set of comments/questions to the agency (by email or phone). If you need additional time, please contact Teresa or Deb.

Please log completion of this step into FDTS by entering a date and then clicking the forward routing button to save and mark this step complete.

Remember to add a new Progress Report for this nominee and update the progress at the end of each week until the report and EA have been precleared.

The link below will take you to the FDTS record.

[Nonresponsive network info](#)

From: [Brown, Reginald](#)
To: [Leigh J. Francis](#)
Cc: [David P. Huitema](#); [Babbitt, Christopher](#)
Subject: Re: Automatic reply: Report Status: Integrity Submission
Date: Tuesday, December 27, 2016 12:18:27 PM

Leigh,

I am told that papering this agreement is going to be very complex and will require some time - to get docs drafted and then in your hands to review in final. We are really going to need to get to an agreement in principle tomorrow if at all possible, so pls come to the call w that in mind. Again we realize you are all working hard on this in good faith.

Reg

Sent from my iPhone

On Dec 27, 2016, at 6:26 AM, Leigh J. Francis <ljfranci@oge.gov> wrote:

I will be out of the office until Wednesday, December 28. If you have a desk officer question or a question about a nominee report, please contact Patrick Lightfoot at 202-482-9271. Thank you.

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From: Heather A. Jones [mailto:hajones@oge.gov]
Sent: Tuesday, December 27, 2016 4:48 PM
To: Huitema, David P
Cc: Leigh J. Francis
Subject: RE: Wednesday Call

Tomorrow at 11 is fine. At what number should we call you?

Thanks,

Heather

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From: Heather A. Jones [<mailto:hajones@oge.gov>]
Sent: Tuesday, December 27, 2016 2:54 PM
To: Huitema, David P; 'reginald.brown@wilmerhale.com'
Cc: Leigh J. Francis
Subject: Wednesday Call

David and Reg-

We need to cancel the call on Wednesday at 3 pm and would like to reschedule on Thursday or Friday to have additional time to review the draft from Integrity, which we received this morning.

Best regards,

Heather

Heather Jones

(202) 482-9316

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From: Leigh J. Francis
Sent: Wednesday, December 28, 2016 10:52 AM
To: Huitema, David P; Nightingale, Robert L
Subject: Running a Behind: Call you at 11:15am

Hi David,

We are running a bit behind, but we will call you at 11:15am at your number.

I will also note that I will be sending out a list of questions to Wilmer in the next few minutes that I will CC you on.

Thank you,

Leigh

Leigh Jason Francis
Assistant Counsel
General Counsel and Legal Policy Division
U.S. Office of Government Ethics (www.oge.gov<<http://www.oge.gov>>)
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Leigh.Francis@oge.gov<<mailto:Leigh.Francis@oge.gov>>
(202) 482-9313

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From: [Babbitt, Christopher](#)
To: [Leigh J. Francis](#)
Subject: I got your vmail
Date: Wednesday, December 28, 2016 5:17:03 PM

Thank you. We'll await your guidance on the 1pm call tomorrow. Chris

Christopher E. Babbitt | WilmerHale
1875 Pennsylvania Avenue NW
Washington, DC 20006 USA
+1 202 663 6681 (t)
+1 202 663 6363 (f)
christopher.babbitt@wilmerhale.com

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From: Leigh J. Francis [mailto:ljfranci@oge.gov]
Sent: Wednesday, December 28, 2016 5:25 PM
To: Huitema, David P; Nightingale, Robert L
Cc: Heather A. Jones; Deborah J. Bortot; Martin, Janice N
Subject: Pre-Call Tomorrow for Designee's Report

David,

We will call you at 11:30am to discuss the topics for the scheduled 1pm call with Wilmer Hale. At which number should we call you? Thank you in advance.

Best,

Leigh

Leigh Jason Francis

Assistant Counsel

General Counsel and Legal Policy Division

U.S. Office of Government Ethics (www.oge.gov)

1201 New York Avenue, NW, Suite 500

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Leigh.Francis@oge.gov

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From: [Babbitt Christopher](#)
To: [Leigh J. Francis](#); [Huitema David P](#)
Cc: [Volchok Daniel](#); [Brown Reginald](#); [Raviv Adam](#); [Nightingale Robert L](#); [Martin Janice N](#)
Subject: RE: additional questions related to (b)(3), (6)
Date: Thursday, December 29, 2016 3:20:54 PM

Leigh –

Thank you. We'll proceed as you've outlined below.

Chris

From: Leigh J. Francis [mailto:ljfranci@oge.gov]
Sent: Thursday, December 29, 2016 3:12 PM
To: Babbitt, Christopher; Huitema, David P
Cc: Volchok, Daniel; Brown, Reginald; Raviv, Adam; Nightingale, Robert L; Martin, Janice N
Subject: RE: additional questions related to (b)(3), (6)

Chris,

(b)(3), (4), (5), (6)



Please contact me if you have any questions or concerns.

Best,

Leigh

From: Babbitt, Christopher [mailto:Christopher.Babbitt@wilmerhale.com]
Sent: Thursday, December 29, 2016 2:57 PM
To: Huitema, David P
Cc: Volchok, Daniel; Brown, Reginald; Raviv, Adam; Leigh J. Francis; Nightingale, Robert L; Martin, Janice N
Subject: RE: additional questions related to (b)(3), (6)

David and the State team:

I just spoke with Leigh, who is working on the points below at OGE and is going get back to me. No need for a larger call.

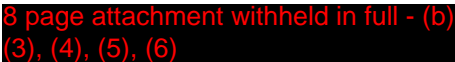
Thanks,

Chris

From: Babbitt, Christopher
Sent: Thursday, December 29, 2016 2:45 PM
To: Huitema, David P
Cc: Volchok, Daniel; Brown, Reginald; Raviv, Adam; Leigh J. Francis; Nightingale, Robert L; Martin, Janice N
Subject: RE: additional questions related to (b)(3), (6)
Importance: High

David, Leigh – I received additional information on the (b)(3), (6) – attached. Can we get on a call as quickly as possible to confirm the next steps Mr. Tillerson needs to take? I'm at 202-663-6681.

8 page attachment withheld in full - (b)(3), (4), (5), (6)



In particular:

(b)(3), (5), (6)



As noted, there is some urgency to this, as we could need to make any reallocations within the next couple of hours.

Thank you,

Chris

From: Babbitt, Christopher

Sent: Wednesday, December 28, 2016 7:51 PM

To: Huitema, David P

Cc: Volchok, Daniel; Brown, Reginald; Raviv, Adam; Leigh J. Francis; Nightingale, Robert L; Martin, Janice N

Subject: Re: additional questions related to (b)(3), (6)

David,

Thank you for the quick review. I'll see what we can find out before tomorrow's call.

Chris

Sent from my iPhone

Record referred to DOS



From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]

Sent: Wednesday, December 28, 2016 5:38 PM

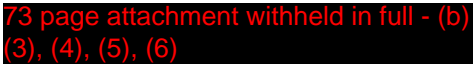
To: Volchok, Daniel; Huitema, David P; Brown, Reginald; Raviv, Adam

Cc: Leigh J. Francis; Nightingale, Robert L; Martin, Janice N

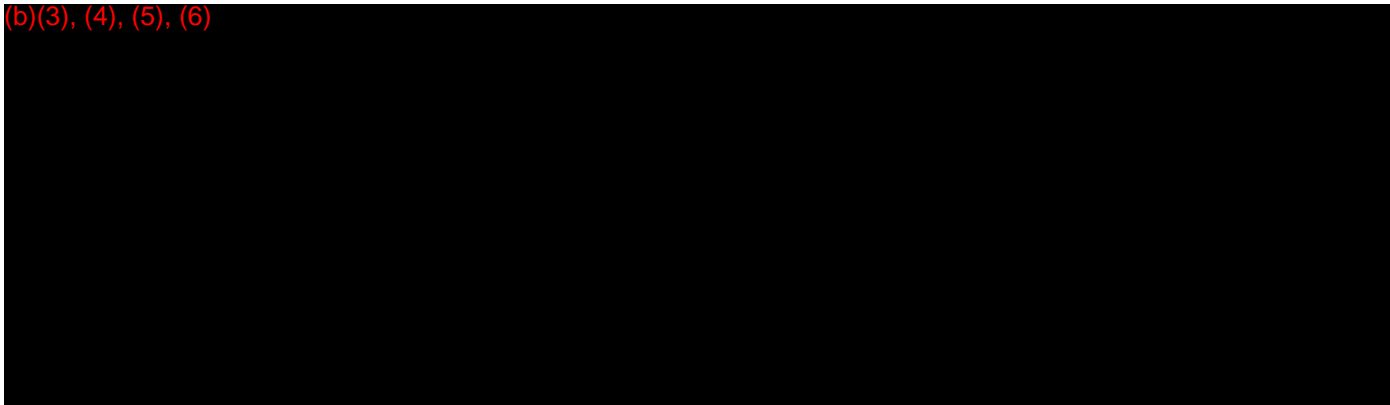
Subject: RE: additional questions related to (b)(3), (6)

David –

73 page attachment withheld in full - (b)(3), (4), (5), (6)



(b)(3), (4), (5), (6)



Thank you,

Chris

From: Volchok, Daniel

Sent: Wednesday, December 28, 2016 12:27 PM

To: Huitema, David P; Brown, Reginald; Raviv, Adam; Babbitt, Christopher

Cc: Leigh J. Francis; Nightingale, Robert L; Martin, Janice N

Subject: RE: additional questions related to (b)(3), (6)

2 page attachment withheld in full -
(b)(3), (4), (5), (6)

David, attached are answers to your questions below. We are working on the 34 other questions that Leigh sent this morning.

Thanks,

Daniel

Record referred to DOS

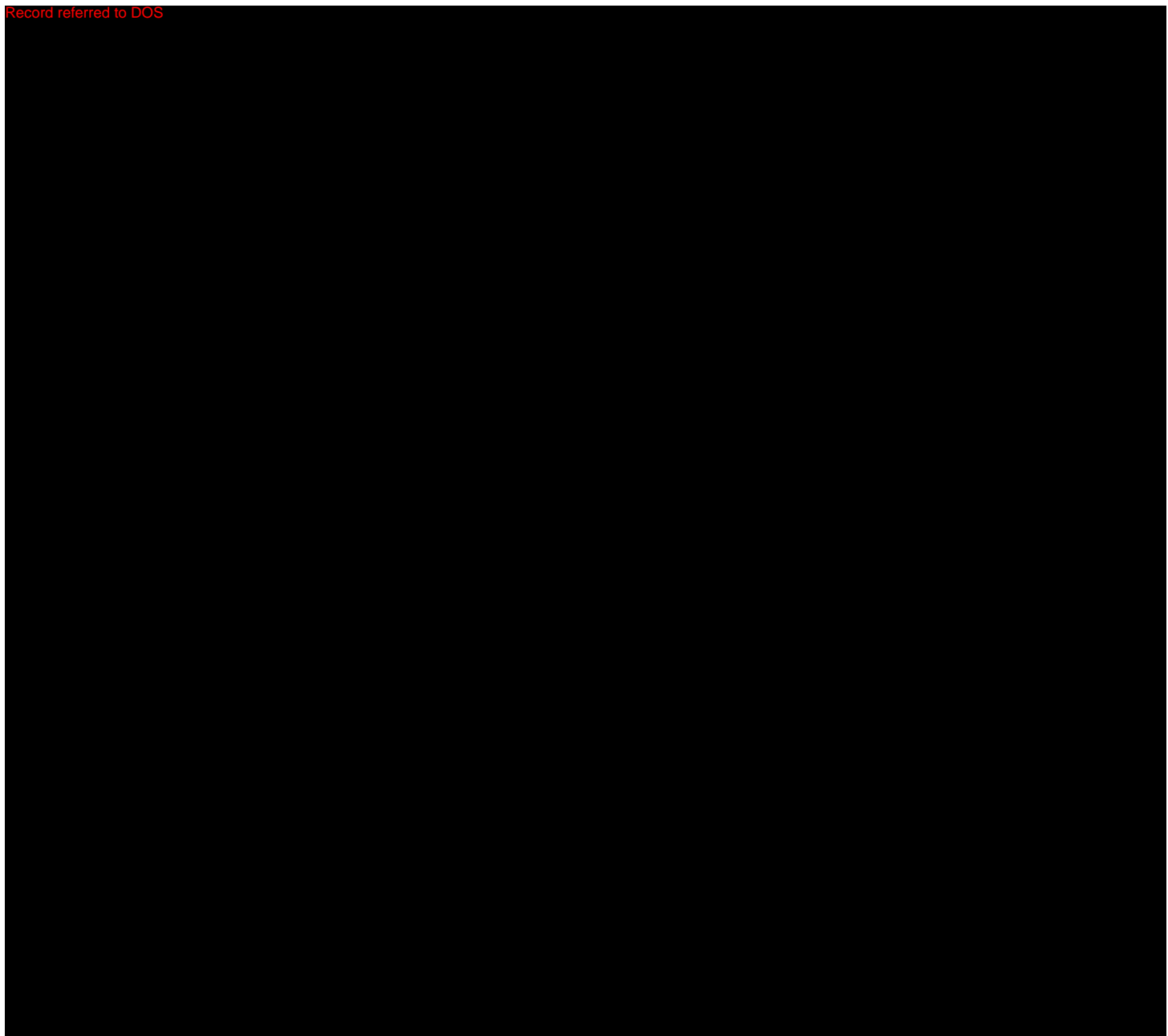


Record referred to DOS



Record referred to DOS





From: [Volchok, Daniel](#)
To: [Leigh J. Francis](#); ["Nightingale, Robert L"](#); ["Martin, Janice N"](#); ["Huitema, David P"](#); [Deborah J. Bortot](#); [Heather A. Jones](#)
Cc: [Brown, Reginald](#); [Babbitt, Christopher](#); [Culvahouse Jr., Arthur B.](#); (b) (6); [Theodore W. Kassinger \(Ted\)](#); (b) (6); (b) (6); [Walbridge, Jeff](#); (b) (6)
Subject: RE: New Round of Questions: December 28
Date: Thursday, December 29, 2016 6:21:12 PM
Attachments: [Tillerson – Responses to State and OGE 12-28-2016 questions \(160240945\)....docx](#)
[Supplemental Questions.docx](#)

7 page attachment withheld in full - (b)(3), (4), (5), (6)

Hi everyone, thank you again for the very productive call this afternoon. Attached are (1) responses to the written questions that you sent yesterday, and (2) responses to the supplemental questions that came up during our call yesterday.

As I mentioned to Leigh on the phone earlier, we have been told that Mr. Tillerson cannot be confirmed on January 20 or 21 unless all of his ethics-related materials are completed and submitted to the Senate committee by January 3. The reason for that is as follows:

- Secretary Clinton submitted her materials to the committee eight days before the hearing, and there is a desire to keep that precedent.
- A two-day hearing for Mr. Tillerson is planned, and currently scheduled for January 11 and 12 (Wednesday and Thursday).
- The committee does not hold hearings on Friday, so even a one-day delay would push the second day of the hearing to January 17 (January 16 being the King holiday).
- There is a five-day waiting period between the hearing and any vote, so having the second day of the hearing on January 17 would preclude a January 20 or 21 vote.

Obviously this is very far from ideal. We greatly appreciate everyone continuing to work to wrap this up as quickly as possible.

Daniel

From: Leigh J. Francis [mailto:ljfranci@oge.gov]
Sent: Thursday, December 29, 2016 11:27 AM
To: Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Volchok, Daniel <Daniel.Volchok@wilmerhale.com>
Cc: 'Nightingale, Robert L' <(b) (6)>; 'Martin, Janice N' <(b) (6)>; Raviv, Adam <Adam.Raviv@wilmerhale.com>; 'Huitema, David P' <(b) (6)>; Deborah J. Bortot <djbortot@oge.gov>; Heather A. Jones

<hajones@oge.gov>; Brown, Reginald <Reginald.Brown@wilmerhale.com>

Subject: RE: New Round of Questions: December 28

Thank you for all. (And apologies—I missed that Reg was left off.)

From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]

Sent: Thursday, December 29, 2016 11:24 AM

To: Volchok, Daniel; Leigh J. Francis

Cc: 'Nightingale, Robert L'; 'Martin, Janice N'; Raviv, Adam; 'Huitema, David P'; Deborah J. Bortot; Heather A. Jones; Brown, Reginald

Subject: RE: New Round of Questions: December 28

7 page attachment withheld in full - (b)(3),
(4), (5), (6)

In the meantime, I'm attaching a brief summary of Mr. Tillerson's proposed (b)(3), (6) (b)(3), (6), which we believe will be useful to have for the 1pm call.

Thanks,

Chris

From: Volchok, Daniel

Sent: Thursday, December 29, 2016 11:21 AM

To: Leigh J. Francis

Cc: 'Nightingale, Robert L'; 'Martin, Janice N'; Babbitt, Christopher; Raviv, Adam; 'Huitema, David P'; Deborah J. Bortot; Heather A. Jones; Brown, Reginald

Subject: RE: New Round of Questions: December 28

Thanks Leigh. We are working on those answers now and will definitely get them to you ASAP.

I've added Reg to the chain; if he could please be copied on all these e-mails, that'd be great.

Daniel

From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]

Sent: Thursday, December 29, 2016 11:14 AM

To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>

Cc: 'Nightingale, Robert L' (b) (6) >; 'Martin, Janice N' <(b) (6)>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Raviv, Adam <Adam.Raviv@wilmerhale.com>; 'Huitema, David P' (b) (6) >; Deborah J. Bortot <djbortot@oge.gov>; Heather A. Jones <hajones@oge.gov>

Subject: RE: New Round of Questions: December 28

Importance: High

Daniel, Chris, and Adam:

I want to flag that OGE requires the answers to the December 28 round of questions to provide Wilmer Hale and the Designee with OGE's position on the substantive issues we plan to discuss on today's call.

Can you please send the answers to those questions ASAP? Thank you in advance.

Best,

Leigh

From: Leigh J. Francis

Sent: Wednesday, December 28, 2016 10:59 AM

To: 'Volchok, Daniel'

Cc: 'Nightingale, Robert L'; 'Martin, Janice N'; 'Babbitt, Christopher'; 'Raviv, Adam'; 'Huitema, David P'; Deborah J. Bortot; Heather A. Jones

Subject: New Round of Questions: December 28

No attachment found in search

Daniel, Chris, and Adam:

Please see attached document/s, which provide a plan for a path forward and a set of new questions for the Designee to answer. Thank you in advance.

Best,

Leigh

From: Leigh J. Francis
Sent: Monday, December 26, 2016 3:09 PM
To: 'Volchok, Daniel'
Cc: Nightingale, Robert L; Martin, Janice N; Brown, Reginald; Babbitt, Christopher; Raviv, Adam; Huitema, David P; Deborah J. Bortot
Subject: Report Status: Integrity Submission

Daniel, Reg, Chris, and Adam:

Can you please confirm that you have submitted Mr. Tillerson's report in Integrity? I just want to ensure that we (OGE/State) can see the updated version of the report, with all the changes that were made from our first pass/set of edits. Currently, it is not in my queue in Integrity, which may be something I can resolve on my end; however, I don't believe I can resolve it if the report has not been submitted.

I will also note that I have been working on the report and have made good progress. I should be able to discuss the substantive issues that have been raised thus far no later than Wednesday afternoon. (I will be out of the office tomorrow.) If Wednesday afternoon works for you and State, I propose we set up a call for 3pm. (I am flexible on 3pm—anytime between 2pm-5pm is good for me.)

Please contact me if you have any questions or concerns, and thank you in advance.

Best,

Leigh Francis

Leigh Jason Francis

Assistant Counsel

General Counsel and Legal Policy Division

U.S. Office of Government Ethics (www.oge.gov)

1201 New York Avenue, NW, Suite 500

Washington, DC 20005

Leigh.Francis@oge.gov

(202) 482-9313

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From: [Gorelick, Jamie](#)
To: [Walter M. Shaub](#)
Subject: Quick call?
Date: Thursday, December 29, 2016 8:28:38 PM

Walt -

Thank you for your time and attention today in our effort to work through the transition issues for Rex Tillerson. Given the even tighter schedule than we had thought we were operating under, (b)(3), (4), (5), (6). As a predicate, if we could speak for one minute, I would appreciate it. My cell service is iffy at best, so if you email with the best number to call and a good time to talk, I will call you.

Thank you -

Jamie

Sent from my BlackBerry 10 smartphone.

Record referred to DOS



From: Heather A. Jones [mailto:hajones@oge.gov]

Sent: Friday, December 30, 2016 1:27 PM

To: Nightingale, Robert L; Leigh J. Francis; Huitema, David P; McManus, Katherine D

Cc: Martin, Janice N; Deborah J. Bortot

Subject: Re: Call this afternoon

We are on a call. What number can we call you at? We are getting off now?

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

Record referred to DOS



From: Heather A. Jones [<mailto:hajones@oge.gov>]
Sent: Friday, December 30, 2016 12:32 PM
To: Leigh J. Francis; Nightingale, Robert L; Huitema, David P; McManus, Katherine D
Cc: Martin, Janice N; Deborah J. Bortot
Subject: Re: Call this afternoon

Leigh and I are in Walt's Office. Please email when you are ready to talk.

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Leigh J. Francis
Sent: Friday, December 30, 2016 12:24 PM
To: 'Nightingale, Robert L'; 'Huitema, David P'; McManus, Katherine D
Cc: Martin, Janice N; Deborah J. Bortot; Heather A. Jones
Subject: RE: Call this afternoon

EA for review, as discussed. OGE is hoping to turn this around and send out to Wilmer Hale this afternoon, at 2:30pm. Thank you for all your assistance.

Best,

Leigh

Record referred to DOS



From: [Heather A. Jones](#)
To: [Ann M Donaldson](#)
Cc: [Deborah J. Bortot](#); [Emory A. Rounds III](#)
Subject: Fw: need confirmation from the transition team
Date: Friday, December 30, 2016 1:36:02 PM

Please see below for confirmation as soon as possible.

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Walter M. Shaub <wmshaub@oge.gov>
Sent: Friday, December 30, 2016 1:34 PM
To: Heather A. Jones
Subject: need confirmation from the transition team

Heather,

(b)(3), (5), (6)
[Redacted text block]

Otherwise, we'll be stuck in a holding pattern, which will cause problems if the goal is still to try to send the report to the Senate on Tuesday.

Walt

Walter M. Shaub, Jr.
Director
U.S. Office of Government Ethics
1201 New York Avenue, NW, Suite 500
Washington, DC 20005-3917

Telephone: 202.482.9292
Email: walter.shaub@oge.gov

From: [Heather A. Jones](#)
To: [Nightingale, Robert L](#)
Subject: Fw: Ethics Agreement.docx
Date: Friday, December 30, 2016 2:51:52 PM
Attachments: [Ethics Agreement.docx](#)

8 page attachment withheld in full - (b)
(3), (4), (5), (6)

Please see below.

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Walter M. Shaub <wmshaub@oge.gov>
Sent: Friday, December 30, 2016 2:50 PM
To: Heather A. Jones
Subject: Ethics Agreement.docx

Attached

From: [Parsons, Jim E](#)
To: [Nightingale, Robert L](#); [Volchok, Daniel](#)
Cc: [Babbitt, Christopher](#); [Heather A. Jones](#); [Huitema, David P](#); [Leigh J. Francis](#); [Martin, Janice N](#)
Subject: RE: Tillerson -- Questions regarding (b)(3)
Date: Friday, December 30, 2016 8:49:07 PM

Robby, thanks for the prompt response. Understand the limitations and will ensure those are incorporated in the (b)(3) documents.

Jim

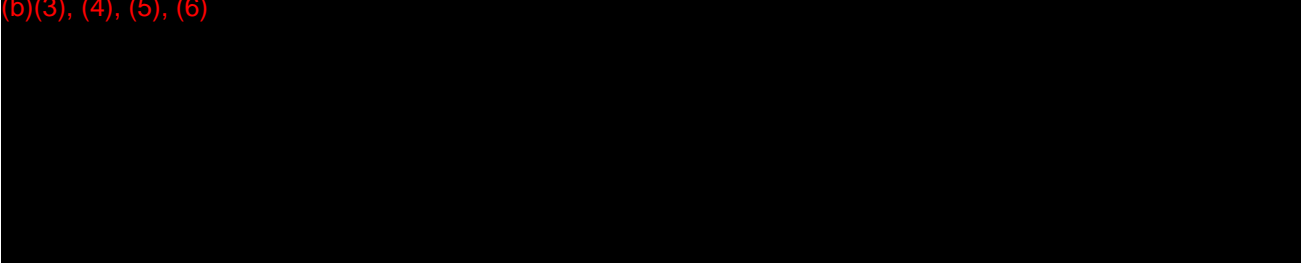
Record referred to DOS



From: Parsons, Jim E [(b) (6)]
Sent: Friday, December 30, 2016 3:32 PM
To: Nightingale, Robert L; Volchok, Daniel
Cc: Babbitt, Christopher; hajones@oge.gov; Huitema, David P; Leigh J. Francis; Martin, Janice N

Subject: RE: Tillerson -- Questions regarding (b)(3),
(6)

(b)(3), (4), (5), (6)

A large black rectangular redaction box covering the majority of the page's content.

Jim

Record referred to DOS

A very large black rectangular redaction box covering the entire lower half of the page.

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]
Sent: Thursday, December 29, 2016 9:16 PM
To: Huitema, David P; Leigh J. Francis; Nightingale, Robert L; Martin, Janice N
Cc: Babbitt, Christopher
Subject: RE: Tillerson -- Questions regarding (b)(3), (6)

Understood, and thanks.

Daniel

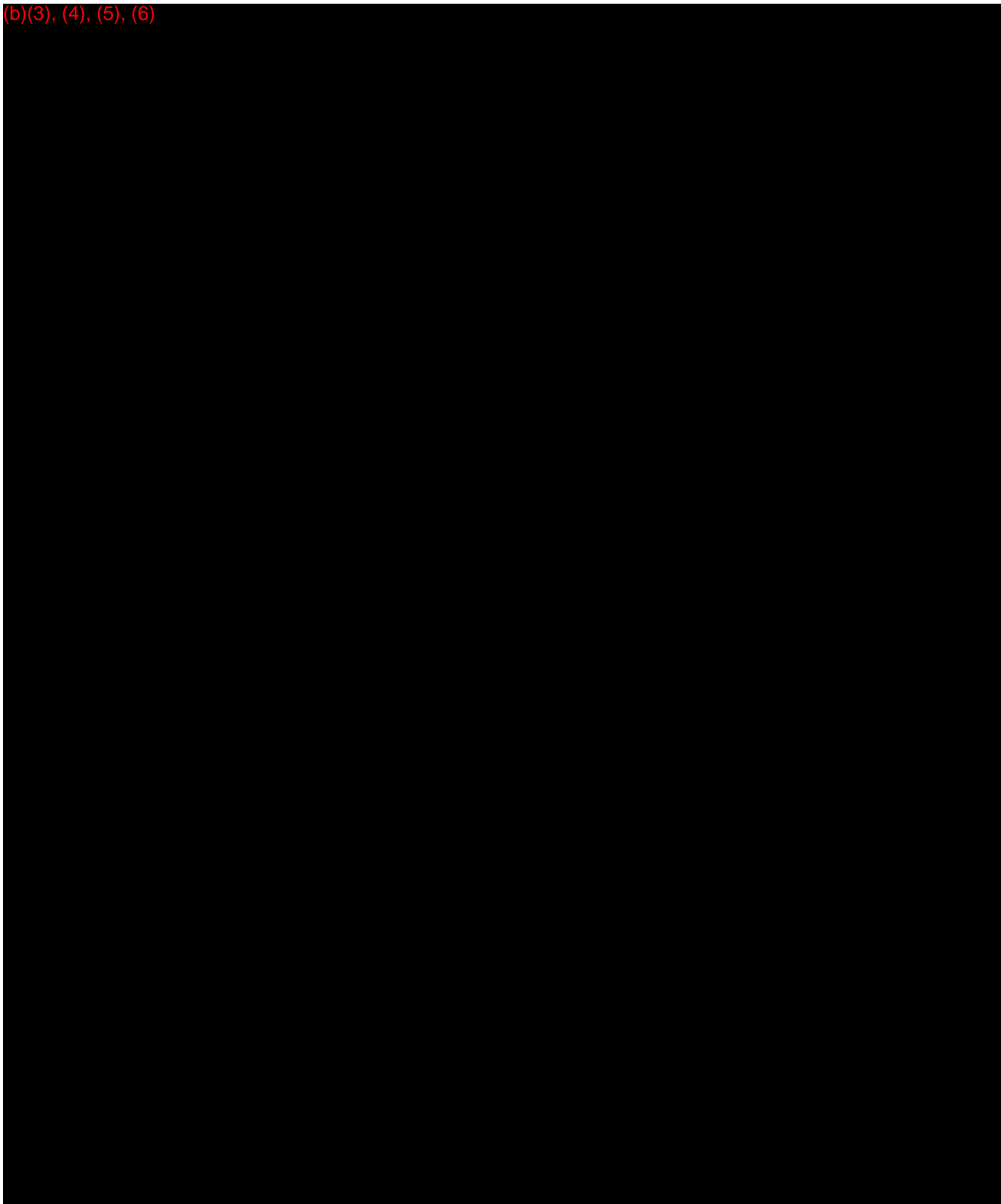
Record referred to DOS



From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]
Sent: Thursday, December 29, 2016 8:35 PM
To: Huitema, David P; Leigh J. Francis
Cc: Babbitt, Christopher
Subject: Tillerson -- Questions regarding (b)(3), (6)

Hi, following up to our call this afternoon, below are the questions that the folks who will be drafting the (b)(3), (6) would like guidance from State and OGE on:

(b)(3), (4), (5), (6)



(b)(3), (4), (5), (6)

Thanks,

Daniel

Daniel S. Volchok | WilmerHale

1875 Pennsylvania Avenue NW

Washington, DC 20006 USA

+1 202 663 6103 (t)

+1 202 663 6363 (f)

daniel.volchok@wilmerhale.com

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From: [Deborah J. Bortot](#)
To: [Volchok, Daniel](#); [McManus, Katherine D](#)
Cc: [Huitema, David P](#); [Nightingale, Robert L](#); [Leigh J. Francis](#); [Martin, Janice N](#)
Subject: Re: Report Status: Integrity Submission
Date: Saturday, December 31, 2016 4:04:06 PM

Great. Thanks.

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

Original Message
From: Volchok, Daniel
Sent: Saturday, December 31, 2016 3:49 PM
To: Deborah J. Bortot; McManus, Katherine D
Cc: Huitema, David P; Nightingale, Robert L; Leigh J. Francis; Martin, Janice N
Subject: RE: Report Status: Integrity Submission

They have, yes.

Daniel

-----Original Message-----

From: Deborah J. Bortot [<mailto:djbortot@oge.gov>]
Sent: Saturday, December 31, 2016 3:38 PM
To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>; McManus, Katherine D (b) (6) >
Cc: Huitema, David P (b) (6) >; Nightingale, Robert L (b) (6) >; Leigh J. Francis <ljfranci@oge.gov>; Martin, Janice N (b) (6) >
Subject: Re: Report Status: Integrity Submission

(b)(3), (5), (6) ? If not, those need to be resolved before the filer submits the report.

Thanks,
Deb

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

Original Message
From: Volchok, Daniel
Sent: Saturday, December 31, 2016 3:16 PM
To: McManus, Katherine D
Cc: Huitema, David P; Nightingale, Robert L; Deborah J. Bortot; Leigh J. Francis; Martin, Janice N
Subject: RE: Report Status: Integrity Submission

Thanks very much. We will reach out.

Daniel

Record referred to DOS



From: Volchok, Daniel
Sent: Saturday, December 31, 2016 3:06 PM
To: McManus, Katherine D
Subject: FW: Report Status: Integrity Submission

Hi Kitty, I just realized you weren't on the e-mail chain below. Others haven't responded yet so if you have thoughts on this, please let me know.

Thanks (and happy new year!),
Daniel

From: Volchok, Daniel
Sent: Saturday, December 31, 2016 11:56 AM
To: 'Deborah J. Bortot' <djbortot@oge.gov>; Brown, Reginald <Reginald.Brown@wilmerhale.com>; 'Martin, Janice N' (b) (6)
Cc: 'Leigh J. Francis' <ljfranci@oge.gov>; 'Nightingale, Robert L' (b) (6); Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; 'Huitema, David P' (b) (6); Jennings, Molly <Molly.Jennings@wilmerhale.com>
Subject: RE: Report Status: Integrity Submission

Hi everyone, we are working through the revised 278e now and expect to be finished late this afternoon. As you'll recall, we had an issue with the first 278e where State and OGE did not have access to it even after we hit submit, because PTT had to take an additional step to release the report. Assuming that will be true with the revised report, should we be in touch with PTT now to alert them that they will need to do the release later today? (I'm not sure if release is required to satisfy the midnight deadline, but in any event you all undoubtedly want immediate access to the report.) We are happy to reach out or to have State/OGE do it. Just let us know.

Thanks,
Daniel

From: Volchok, Daniel
Sent: Tuesday, December 27, 2016 9:12 AM
To: 'Deborah J. Bortot' <djbortot@oge.gov<<mailto:djbortot@oge.gov>>>; Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Martin, Janice N (b) (6) <(b) (6)>>
Cc: Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; Nightingale, Robert L (b) (6) <(b) (6)>>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Raviv, Adam <Adam.Raviv@wilmerhale.com<<mailto:Adam.Raviv@wilmerhale.com>>>; Huitema, David P (b) (6) <(b) (6)>>; Jennings, Molly <Molly.Jennings@wilmerhale.com<<mailto:Molly.Jennings@wilmerhale.com>>>
Subject: RE: Report Status: Integrity Submission

Thanks Deb. Janice reports that PTT has released the report and that she is now able to view it in Integrity.

Daniel

From: Deborah J. Bortot [<mailto:djbortot@oge.gov>]
Sent: Tuesday, December 27, 2016 8:44 AM
To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com<<mailto:Daniel.Volchok@wilmerhale.com>>>; Brown,

Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Martin, Janice N
(b) (6) <(b) (6)>>
Cc: Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; Nightingale, Robert L
(b) (6) <(b) (6)>>; Babbitt, Christopher
<Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Raviv, Adam
<Adam.Raviv@wilmerhale.com<<mailto:Adam.Raviv@wilmerhale.com>>>; Huitema, David P
(b) (6) <(b) (6)>>; Jennings, Molly
<Molly.Jennings@wilmerhale.com<<mailto:Molly.Jennings@wilmerhale.com>>>
Subject: RE: Report Status: Integrity Submission

I sent an email to Annie Donaldson requesting that PTT release the report to State and OGE.

Thanks,
Deb

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]
Sent: Tuesday, December 27, 2016 8:41 AM
To: Deborah J. Bortot; Brown, Reginald; Martin, Janice N
Cc: Leigh J. Francis; Nightingale, Robert L; Babbitt, Christopher; Raviv, Adam; Huitema, David P; Jennings, Molly
Subject: RE: Report Status: Integrity Submission

The nominee did sign and submit the report; PTT may not have been aware it needed to release the report. I have sent a password-protected .pdf of the document to Janice Martin so that review can begin immediately.

Daniel

From: Deborah J. Bortot [<mailto:djbortot@oge.gov>]
Sent: Tuesday, December 27, 2016 8:28 AM
To: Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Martin, Janice N (b) (6)
Cc: Volchok, Daniel <Daniel.Volchok@wilmerhale.com<<mailto:Daniel.Volchok@wilmerhale.com>>>; Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; Nightingale, Robert L (b) (6) <(b) (6)>>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Raviv, Adam <Adam.Raviv@wilmerhale.com<<mailto:Adam.Raviv@wilmerhale.com>>>; Huitema, David P (b) (6) <(b) (6)>>; Jennings, Molly <Molly.Jennings@wilmerhale.com<<mailto:Molly.Jennings@wilmerhale.com>>>
Subject: RE: Report Status: Integrity Submission
OGE is not able to view the report either. Did the filer submit the report? If so, did PTT release the report to OGE and the agency?

Thanks,
Deb

Deborah J. Bortot
Chief, Presidential Nominations Branch
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3917
Telephone: (202) 482-9227
Facsimile: (202) 482-9237
From: Brown, Reginald [<mailto:Reginald.Brown@wilmerhale.com>]
Sent: Tuesday, December 27, 2016 7:26 AM

To: Martin, Janice N
Cc: Volchok, Daniel; Leigh J. Francis; Nightingale, Robert L; Babbitt, Christopher; Raviv, Adam; Huitema, David P; Deborah J. Bortot; Jennings, Molly
Subject: Re: Report Status: Integrity Submission

Janice,

We will have someone reach out to you shortly to address any issue. We believe we have done everything we were told to do.

Sent from my iPhone

Record referred to DOS

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]
Sent: Monday, December 26, 2016 3:25 PM
To: Leigh J. Francis
Cc: Nightingale, Robert L; Martin, Janice N; Brown, Reginald; Babbitt, Christopher; Raviv, Adam; Huitema, David P; Deborah J. Bortot; Jennings, Molly
Subject: Re: Report Status: Integrity Submission
Yes, it was submitted. I am available Wed. afternoon.
Daniel

Sent from my iPhone

On Dec 26, 2016, at 3:10 PM, Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>> wrote:
Daniel, Reg, Chris, and Adam:

Can you please confirm that you have submitted Mr. Tillerson's report in Integrity? I just want to ensure that we (OGE/State) can see the updated version of the report, with all the changes that were made from our first pass/set of edits. Currently, it is not in my queue in Integrity, which may be something I can resolve on my end; however, I don't believe I can resolve it if the report has not been submitted.

I will also note that I have been working on the report and have made good progress. I should be able to discuss the substantive issues that have been raised thus far no later than Wednesday afternoon. (I will be out of the office tomorrow.) If Wednesday afternoon works for you and State, I propose we set up a call for 3pm. (I am flexible on 3pm—anytime between 2pm-5pm is good for me.)

Please contact me if you have any questions or concerns, and thank you in advance.

Best,
Leigh Francis
Leigh Jason Francis
Assistant Counsel
General Counsel and Legal Policy Division
U.S. Office of Government Ethics (www.oge.gov<<http://www.oge.gov>>)
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Leigh.Francis@oge.gov<<mailto:Leigh.Francis@oge.gov>>
(202) 482-9313

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From: [Emory A. Rounds III](#)
To: ["James Carroll"](#)
Subject: RE: tillerson
Date: Saturday, December 31, 2016 6:23:36 PM

I am confused . . . normal, true, but I seem to be missing a few steps here – and, is THIS the e-mail Rene wants me to ensure that Walt sees? Or is there some other e-mail that was sent to Walt?

From: James Carroll (b) (6)
Sent: Saturday, December 31, 2016 6:13 PM
To: Emory A. Rounds III
Subject: Fwd: tillerson

278 attached. It has been submitted electronically.
Thanks and happy new year!
Jim

No attachment found in search

From: [Walter M. Shaub](#)
To: [Leigh J. Francis](#); [Heather A. Jones](#)
Subject: Fw: Tillerson
Date: Sunday, January 01, 2017 9:03:43 AM

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>
Sent: Sunday, January 1, 2017 9:01 AM
To: Walter M. Shaub
Subject: RE: Tillerson

Great, thank you. Let's use (b) (6).

Daniel

From: Walter M. Shaub [mailto:wmshaub@oge.gov]
Sent: Sunday, January 1, 2017 9:00 AM
To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>
Subject: Re: Tillerson

Sure. 11:30 works. Do you want to circulate a call in number?

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Volchok, Daniel
Sent: Sunday, January 1, 2017 8:48 AM
To: Walter M. Shaub
Subject: Tillerson

Hi Walt, happy new year. Do you have 15 minutes today for a call to discuss the (b)(3), (6) we are setting up for Mr. Tillerson? We have a question about the structure and want to make sure what we are contemplating would be acceptable.

At our end, the only ones on the call would be me and David Blake, (b)(3), (6) senior tax

counsel.

We are available anytime starting at 11:30 am Eastern.

Thanks,

Daniel

Daniel S. Volchok | WilmerHale
1875 Pennsylvania Avenue NW
Washington, DC 20006 USA
+1 202 663 6103 (t)
+1 202 663 6363 (f)
daniel.volchok@wilmerhale.com

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From: [Ann M Donaldson](#)
To: [Heather A. Jones](#); [Deborah J. Bortot](#); [Leigh J. Francis](#)
Subject: RE: Tillerson
Date: Sunday, January 01, 2017 6:47:11 PM

Just released back to you all.
Thanks,
Annie

----- Message from "Heather A. Jones" <hajones@oge.gov> on Sun, 01 Jan 2017 22:59:48 GMT -----

From: "Heather A. Jones" <hajones@oge.gov>
To: "Ann M Donaldson" , "Deborah J. Bortot" , "Leigh J. Francis"
Subject: RE: Tillerson

Thanks

From: Ann M Donaldson (b) (6)
Sent: Sunday, January 01, 2017 5:57 PM
To: Heather A. Jones; Deborah J. Bortot; Leigh J. Francis
Subject: RE: Tillerson

Let me track it down and get it re-released.

Thanks,
Annie

----- Message from "Heather A. Jones" <hajones@oge.gov> on Sun, 01 Jan 2017 22:50:30 GMT -----

From: "Heather A. Jones" <hajones@oge.gov>
To: "Ann M Donaldson" , "Deborah J. Bortot" , "Leigh J. Francis"
Subject: Tillerson

I understand they submitted the new draft to the transition team. Would you please release it to us and the agency?

Thanks

Heather

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

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From: [Leigh J. Francis](#)
To: [Heather A. Jones](#)
Subject: Just a Flag- The Changes do no appear to have been made to the Report.
Date: Sunday, January 01, 2017 7:39:23 PM

Heather,

I just looked through OGE's comments from last night, and it does not appear that Wilmer Hale has made the requested changes. As mentioned over the phone, I am available tomorrow from 9am-12:30pm and after 6pm. Please contact me if you would like me to come in, etc. Thanks! (Happy New Year!)

Best,

Leigh

Leigh Jason Francis
Assistant Counsel
General Counsel and Legal Policy Division
U.S. Office of Government Ethics (www.oge.gov)
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Leigh.Francis@oge.gov
(202) 482-9313

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Record referred to DOS

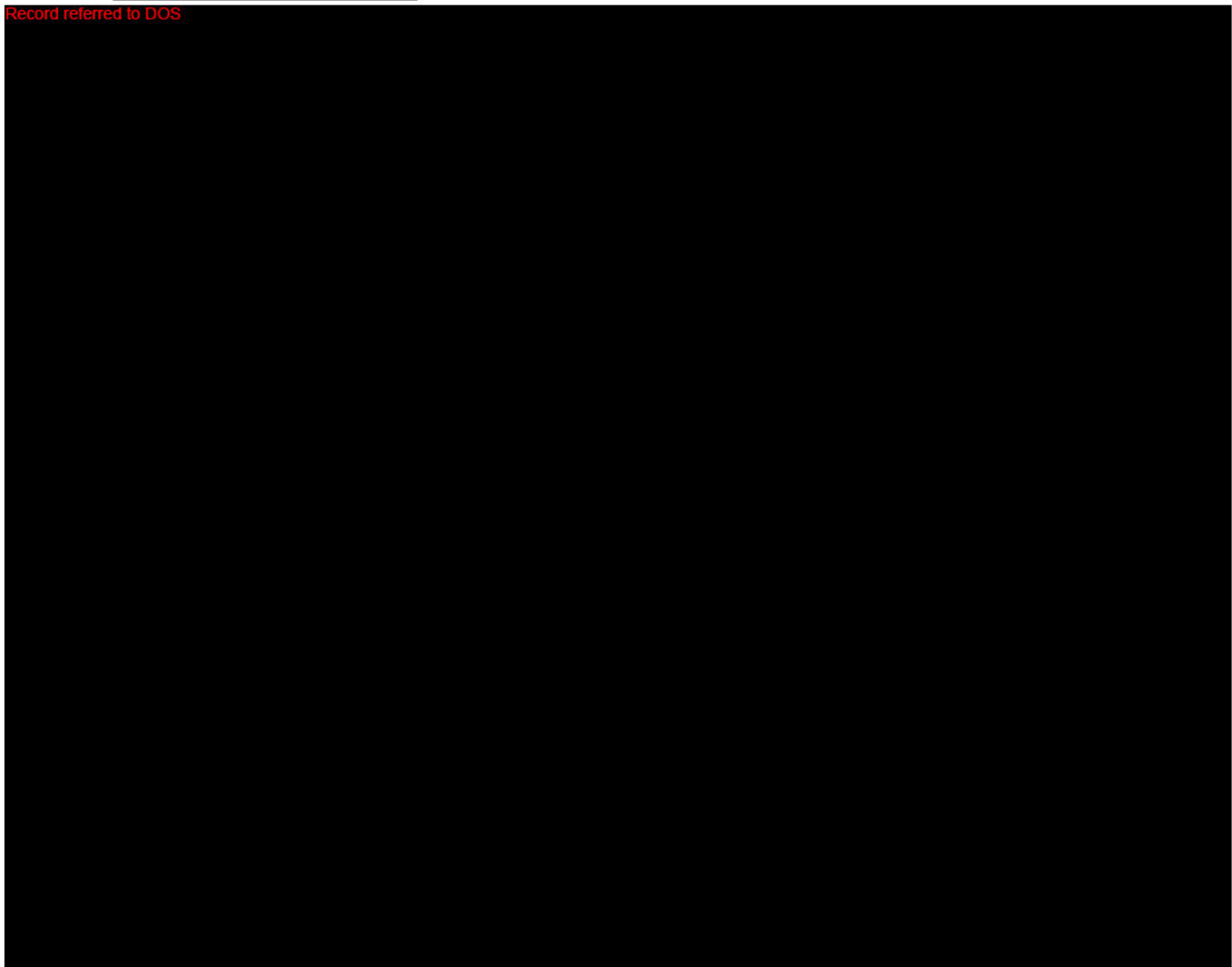


From: Heather A. Jones [mailto:hajones@oge.gov]
Sent: Monday, January 02, 2017 11:11 AM
To: Nightingale, Robert L; Leigh J. Francis
Cc: McManus, Katherine D; Huitema, David P; Martin, Janice N; Deborah J. Bortot
Subject: RE: Ethics Agreement

Thanks, (b)(3), (5), (6)



Record referred to DOS



From: Walter M. Shaub [<mailto:wmshaub@oge.gov>]

Sent: Saturday, December 31, 2016 7:36 PM

To: 'Babbitt, Christopher'; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; Nightingale, Robert L; McManus, Katherine D; Huitema, David P; Martin, Janice N; Emory A. Rounds III

Subject: RE: Ethics Agreement

No attachment found in search

Heather Jones and I have reviewed this draft. Our comments are in the attached PDF document.

The (b)(3), (6) looks sufficient.

We haven't heard back on the ethics agreement we provided you, so I'm assuming we're good to go with that agreement. However, we revised the paragraph regarding the (b)(3), (6) yesterday based on the transition team's decision. My understanding is that you have asked us to hold off on sending that version. Please let us know when you are ready for it.

Walt

From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]

Sent: Saturday, December 31, 2016 4:35 PM

To: Walter M. Shaub; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'

Subject: RE: Ethics Agreement

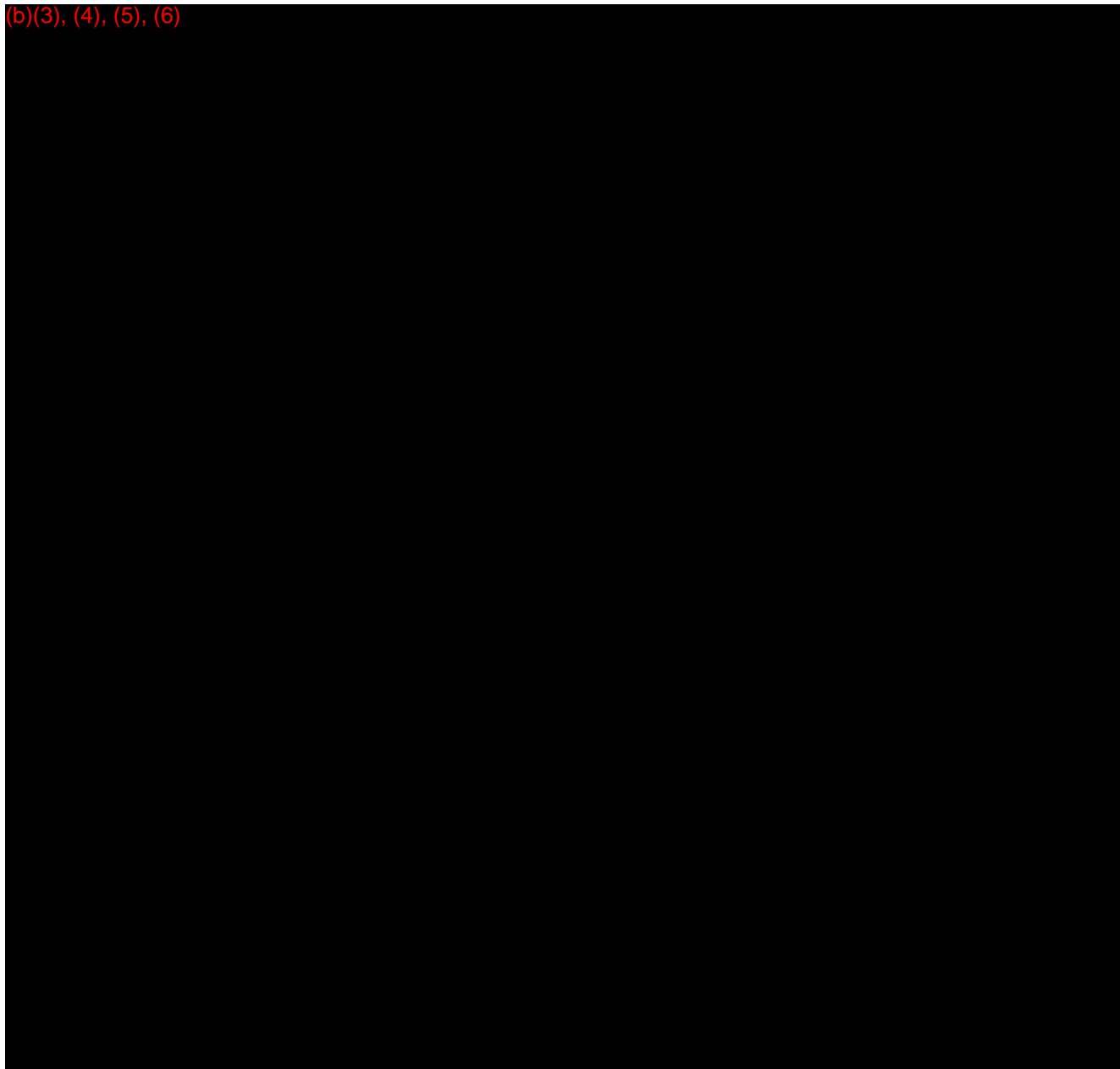
38 page attachment withheld in full - (b)(3), (4), (5), (6); and 177 page attachment withheld in full - (b)(5)

Walt,

A new report for Mr. Tillerson has been submitted through Integrity.gov, and we have asked PTT to ensure that it is released to you. A pdf copy is also attached for your convenience.

This report addresses most of the comments in yesterday's email, as well as our discussions from the past week. A few items of note (item references are to those used in the December 30 comments, which reflect the item numbers from the December 22 draft):

(b)(3), (4), (5), (6)



Thank you, again, for all of your efforts in this process.

Happy New Year to everyone at State and OGE,

Chris

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]

Sent: Friday, December 30, 2016 4:55 PM

To: Volchok, Daniel; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'

Subject: RE: Ethics Agreement

No attachment found in search

Attached are our comments on the draft OGE Form 278e, which we received on Tuesday,

December 27, 2016. The report looks like it is in fairly good shape, and it should not be overly difficult to make the indicated changes quickly. Please send a message to everyone on this email as soon as a revised draft is ready for further review.

One action item outside the four corners of the report: As discussed last week, you still need to provide State with the (b)(3), (5), (6)

If you have any questions over the weekend, you can email us or call me on my blackberry at (b) (6)

Walt

Walter M. Shaub, Jr.

Director

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005-3917

Telephone: 202.482.9292

Email: walter.schaub@oge.gov

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]

Sent: Friday, December 30, 2016 3:29 PM

To: Walter M. Shaub; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'

Subject: RE: Ethics Agreement

Thank you very much. We will review promptly.

Best,

Daniel

From: Walter M. Shaub [<mailto:wmshaub@oge.gov>]

Sent: Friday, December 30, 2016 3:21 PM

To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com>; Gorelick, Jamie <Jamie.Gorelick@wilmerhale.com>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Brown, Reginald <Reginald.Brown@wilmerhale.com>; Deborah J. Bortot <djbortot@oge.gov>; Heather A. Jones <hajones@oge.gov>; Leigh J. Francis <ljfranci@oge.gov> (b)(6) - Robert Nightingale email; 'McManus, Katherine D' <(b) (6)>; 'Huitema, David P' (b) (6); 'Martin, Janice N' <(b) (6)>; Walter M. Shaub <wmshaub@oge.gov>;

Subject: Ethics Agreement

Attached is the ethics agreement approved by both OGE and State. (b)(3), (5), (6)

Walt

8 page attachment withheld in full - (b)(3), (4), (5), (6)

Walter M. Shaub, Jr.

Director

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005-3917

Telephone: 202.482.9292

Email: walter.shaub@oge.gov

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From: [Deborah J. Bortot](#)
To: [Heather A. Jones](#)
Subject: Re: Tillerson
Date: Monday, January 02, 2017 11:20:46 AM

Thanks.

I'm logging on now

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.

From: Heather A. Jones
Sent: Monday, January 2, 2017 11:09 AM
To: Deborah J. Bortot
Subject: Tillerson

Walt is trying to clear it by 4. I'm working on it and he called Leigh in but I wanted to let you know in case you want to participate.

Heather Jones
(202) 482-9316
Office of Government Ethics

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From: [Deborah J. Bortot](#)
To: [Heather A. Jones](#)
Subject: Emailing Walt
Date: Monday, January 02, 2017 11:22:20 AM

How are you emailing Walt?

My messages bounce back

Sent from my BlackBerry 10 smartphone on the Verizon Wireless 4G LTE network.


From: [Heather A. Jones](#)
To: "Mr. David P. Huitema (b) (6)"; ["Nightingale, Robert L."](#)
Subject: Tillerson report
Date: Monday, January 02, 2017 12:18:59 PM
Attachments: [pdf \(6\).pdf](#)

38 page attachment withheld in full - (b)(3), (4), (5), (6)




From: [Walter M. Shaub](#)
To: [Deborah J. Bortot](#); [Heather A. Jones](#)
Subject: NOtes.docx
Date: Monday, January 02, 2017 1:16:13 PM
Attachments: [NOtes.docx](#)

1 page attachment withheld in full - (b)
(3), (4), (5), (6)

From: [Deborah J. Bortot](#)
To: [Director of OGE](#); [Heather A. Jones](#); [Leigh J. Francis](#)
Subject: my questions so far
Date: Monday, January 02, 2017 1:37:58 PM
Attachments:  [.docx](#)

2 page attachment withheld in full
- (b)(3), (4), (5), (6)

See attached. I'm not sure that the names of the  match between parts 2 and 3.

From: [Walter M. Shaub](#)
To: [Deborah J. Bortot](#); [Heather A. Jones](#)
Subject: NOtes.docx
Date: Monday, January 02, 2017 1:40:15 PM
Attachments: [NOtes.docx](#)

1 page attachment withheld in full -
(b)(3), (4), (5), (6)

I added a new comment at the beginning. Please call in now, and we can discuss on the conference line.

From: Heather A. Jones [mailto:hajones@oge.gov]
Sent: Monday, January 02, 2017 1:56 PM
To: Nightingale, Robert L; Huitema, David P
Subject: We need to push back to 2:15

Heather Jones

(202) 482-9316

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From: [Walter M. Shaub](#)
To: [Deborah J. Bortot](#); [Heather A. Jones](#)
Subject: NOtes.docx
Date: Monday, January 02, 2017 2:03:53 PM
Attachments: [NOtes.docx](#)

1 page attachment withheld in full - (b)(3), (4), (5), (6)

From: [Director of OGE](#)
To: "[Nightingale, Robert L.](#)"; [Director of OGE](#); [Huitema, David P.](#); [Deborah J. Bortot](#); [Heather A. Jones](#); [Leigh J. Francis](#); [McManus, Katherine D](#)
Subject: RE: quik call
Date: Monday, January 02, 2017 2:09:29 PM
Attachments: [Sunday Comments.docx](#)

1 page attachment withheld in full - (b)(3), (4), (5), (6)

David and Robby, here are our comments. We can go through them in our call at 2:15 to see if you have any additional comments.

Record referred to DOS

From: Walter M. Shaub [<mailto:wmshaub@oge.gov>]
Sent: Monday, January 02, 2017 12:13 PM
To: Director of OGE; Huitema, David P; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; Nightingale, Robert L; McManus, Katherine D
Subject: RE: quik call

9 page attachment withheld in full - (b)(3), (4), (5), (6)

Here's a revised draft adding (b)(3), (5), (6)

From: Director of OGE
Sent: Monday, January 02, 2017 12:03 PM
To: 'Huitema, David P'; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; 'Nightingale, Robert L'; 'McManus, Katherine D'; Director of OGE
Subject: quik call

Can we have a quick call between State and OGE at 12:15? If so, please shoot me a message to let me know you're available.

We can use this number:

(b) (6)

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From: [Deborah J. Bortot](#)
To: [Heather A. Jones](#)
Subject: (b)(3), (6)
Date: Monday, January 02, 2017 3:11:48 PM

(b) (5) I don't see them in EA

From: [Walter M. Shaub](#)
To: [Deborah J. Bortot](#); [Heather A. Jones](#)
Subject: please call me and Leigh at the number below
Date: Monday, January 02, 2017 3:20:07 PM

We can use this number:

(b) (6)
[Redacted]

From: [Babbitt, Christopher](#)
To: [Heather A. Jones](#)
Subject: RE: 278
Date: Monday, January 02, 2017 4:05:31 PM

Yes – Thank you.

From: Heather A. Jones [mailto:hajones@oge.gov]
Sent: Monday, January 02, 2017 3:56 PM
To: Babbitt, Christopher
Subject: 278

Chris-

We are looking at the 278 now. It looks like all the changes have been made. Are you ready for us to preclear?

Thanks,

Heather

Heather Jones

(202) 482-9316

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From: [Director of OGE](#)
To: [Deborah J. Bortot](#); "[Ann M Donaldson](#)"
Cc: [Director of OGE](#); [Heather A. Jones](#); [Teresa L. Williamson](#); [David J. Apol](#); [Leigh J. Francis](#); [Sandra S. Mabry](#); [Keith Labeledz](#); [Emory A. Rounds III](#); [Rodrick T. Johnson](#); [Huitema, David P](#); [Nightingale, Robert L](#); [Martin, Janice N](#)
Subject: RE: PRECLEARED: Rex Tillerson
Date: Monday, January 02, 2017 4:17:08 PM
Attachments: [CLEAN COPY Final ethics agreement \(Monday416PM\).docx](#)

Attached is a corrected version of the ethics agreements. I changed (b)(3), (5), (6)
Use this version instead.

8 page attachment withheld in full - (b)(3), (4), (5), (6)

Walt

From: Deborah J. Bortot
Sent: Monday, January 02, 2017 4:10 PM
To: 'Ann M Donaldson'
Cc: Director of OGE; Heather A. Jones; Teresa L. Williamson; David J. Apol; Leigh J. Francis; Sandra S. Mabry; Keith Labeledz; Emory A. Rounds III; Rodrick T. Johnson; Huitema, David P; Nightingale, Robert L; Martin, Janice N
Subject: PRECLEARED: Rex Tillerson

Annie, Rex Tillerson is precleared. I've attached the ethics agreement.

Thanks!

Deb

Deborah J. Bortot
Chief, Presidential Nominations Branch
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3917
Telephone: (202) 482-9227
Facsimile: (202) 482-9237

8 page attachment withheld in full - (b)(3), (4), (5), (6)

From: [Integrity.gov](https://integrity.gov)
To: [Leigh J. Francis](#)
Subject: Integrity.gov: Report Pending Action
Date: Tuesday, January 03, 2017 2:06:32 PM

A 2017 Nominee report for Tillerson, Rex Wayne is pending your action as OGE Nominee Reviewer. You may access the report by logging into integrity at <https://integrity.gov>.

From: [Teresa L. Williamson](#)
To: ["Martin, Janice N"](#)
Subject: RE: Mr. Rex Tillerson
Date: Tuesday, January 03, 2017 2:39:53 PM

Thanks Janice!!

Record referred to DOS



-----Original Message-----

From: Leigh J. Francis [<mailto:lifranci@oge.gov>]
Sent: Tuesday, January 03, 2017 2:34 PM
To: Huitema, David P; Deborah J. Bortot; Martin, Janice N
Cc: Teresa L. Williamson; Heather A. Jones
Subject: RE: Mr. Rex Tillerson

Excellent. We appear to be on schedule for an afternoon transmission to the SFRC. Thanks for all.

Best,

Leigh

Record referred to DOS



-----Original Message-----

From: Leigh J. Francis [<mailto:lifranci@oge.gov>]
Sent: Tuesday, January 03, 2017 1:38 PM
To: Huitema, David P; Deborah J. Bortot; Martin, Janice N
Cc: Teresa L. Williamson; Heather A. Jones

Subject: RE: Mr. Rex Tillerson

David,

I was able to do upload documents for a report that was already certified by OGE, so based on that, the answer is yes. If for some reason I am mistaken, you can always send the document to me via email, and I will upload them myself. (I am the next reviewer/certifier in the process.)

Best,

Leigh

Record referred to DOS

From: Deborah J. Bortot
Sent: Tuesday, January 3, 2017 9:03 AM
To: Martin, Janice N; Huitema, David P
Cc: Leigh J. Francis; Teresa L. Williamson; Heather A. Jones
Subject: RE: Mr. Rex Tillerson

(b) (5)

From: Deborah J. Bortot
Sent: Tuesday, January 03, 2017 8:40 AM
To: Martin, Janice N; Huitema, David P
Cc: Leigh J. Francis; Teresa L. Williamson; Heather A. Jones
Subject: FW: Mr. Rex Tillerson

David and Janice,

We received authorization to send Mr. Tillerson's nomination package to the Senate committee. Please do the following:

1. Have Mr. Tillerson submit the report in Integrity
2. State's DAEO or ADAEO needs to sign the report in Integrity
3. Have Mr. Tillerson sign the ethics agreement.
4. Upload the final signed ethics agreement to Integrity
5. Upload State's transmittal letter to Integrity

Thanks,
Deb

From: Ann M Donaldson (b) (6)
Sent: Tuesday, January 03, 2017 8:20 AM
To: Deborah J. Bortot; Heather A. Jones
Subject: Mr. Rex Tillerson

On behalf of the President-Elect, this email serves as confirmation that the President-Elect intends to nominate Mr. Rex Tillerson to be Secretary of State. Please transmit his pre-cleared 278 report to the appropriate Senate committee.

Thank you,
Annie

Ann M. Donaldson
Associate
JONES DAY® - One Firm Worldwide<<http://www.jonesday.com/>>
51 Louisiana Avenue, NW
Washington, DC 20001
Office (b) (6)

=====
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Official

UNCLASSIFIED

From: [Teresa L. Williamson](#)
To: (b)(6) - Emails (Carrie Lane, Samantha Hamilton)
Cc: [Deborah J. Bortot](#); [Sandra S. Mabry](#); [Rodrick T. Johnson](#); [Heather A. Jones](#); (b)(6) - Ann Donaldson
Bcc: [Teresa L. Williamson](#)
Subject: Public Financial Disclosure Report of Rex W. Tillerson
Date: Tuesday, January 03, 2017 2:47:15 PM
Attachments: [Tillerson, Rex W. final278.pdf](#)
[Tillerson, Rex W. finalsenateletter.pdf](#)
[Tillerson, Rex W. final EA.pdf](#)

Final EA and final senate letter released below. 278 financial disclosure report withheld in full - (b)(3) - Available at <https://extapps2.oge.gov/201/Presiden.nsf/PAS%20Index?OpenView>.

Good Afternoon,

I've attached the financial disclosure package for Rex W. Tillerson. President-Elect Trump has announced his intention to nominate Mr. Tillerson for the position of Secretary, Department of State.

The hard copy of the attached documents will be placed at OGE reception for pick up by a Senate rider page per our agreement. If you have any questions, please contact Teresa Williamson @ 202-482-9283.

Please respond to this message to confirm receipt of the attached package, and please let me know in your response whether you will send a Senate rider page.

Thanks!

Teresa Williamson
Presidential Nominations Branch
U.S. Office of Government Ethics
1201 New York Avenue, NW - Suite 500
Washington, DC 20005
202-482-9283

From: [Volchok, Daniel](#)
To: [Walter M. Shaub](#); [Brown, Reginald](#); [Huitema, David P](#); [Leigh J. Francis](#); [Babbitt, Christopher](#); [Deborah J. Bortot](#); [Heather A. Jones](#)
Cc: [Jennings, Molly](#); [Nightingale, Robert L](#)
Subject: RE: Ethics Agreement
Date: Tuesday, January 03, 2017 2:55:27 PM

Thanks so much Walt and everyone.

Daniel

-----Original Message-----

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Tuesday, January 3, 2017 2:51 PM
To: Brown, Reginald <Reginald.Brown@wilmerhale.com>; Huitema, David P (b) (6) >; Volchok, Daniel <Daniel.Volchok@wilmerhale.com>; Leigh J. Francis <ljfranci@oge.gov>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Deborah J. Bortot <djbortot@oge.gov>; Heather A. Jones <hajones@oge.gov>
Cc: Jennings, Molly <Molly.Jennings@wilmerhale.com>; Nightingale, Robert L (b) (6) >
Subject: RE: Ethics Agreement

You're good to go. My folks transmitted the report and ethics agreement at 2:47 p.m., just as I was finishing that last email to you.

-----Original Message-----

From: Brown, Reginald [<mailto:Reginald.Brown@wilmerhale.com>]
Sent: Tuesday, January 03, 2017 2:46 PM
To: Walter M. Shaub; Huitema, David P; Volchok, Daniel; Leigh J. Francis; Babbitt, Christopher; Deborah J. Bortot; Heather A. Jones
Cc: Jennings, Molly; Nightingale, Robert L
Subject: RE: Ethics Agreement

Thanks.

-----Original Message-----

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Tuesday, January 3, 2017 2:45 PM
To: Brown, Reginald <Reginald.Brown@wilmerhale.com>; Huitema, David P (b) (6) >; Volchok, Daniel <Daniel.Volchok@wilmerhale.com>; Leigh J. Francis <ljfranci@oge.gov>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; Deborah J. Bortot <djbortot@oge.gov>; Heather A. Jones <hajones@oge.gov>
Cc: Jennings, Molly <Molly.Jennings@wilmerhale.com>; Nightingale, Robert L (b) (6) >
Subject: RE: Ethics Agreement

Hold off for now. I'll let you know when it has been transmitted to the Senate.

-----Original Message-----

From: Brown, Reginald [<mailto:Reginald.Brown@wilmerhale.com>]
Sent: Tuesday, January 03, 2017 2:40 PM
To: Huitema, David P; Volchok, Daniel; Leigh J. Francis; Babbitt, Christopher; Deborah J. Bortot; Heather A. Jones
Cc: Jennings, Molly; Nightingale, Robert L; Walter M. Shaub
Subject: RE: Ethics Agreement

We have a QFR from the Senate relating to how he intends to address conflicts. Our plan is to send a "see attached" response w the agreement attached. Are we free to do that at this time or do we need to wait a bit longer?

-----Original Message-----

Record referred to DOS



-----Original Message-----

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]

Sent: Tuesday, January 03, 2017 2:34 PM

To: Huitema, David P; Leigh J. Francis; Babbitt, Christopher; Deborah J. Bortot; Heather A. Jones

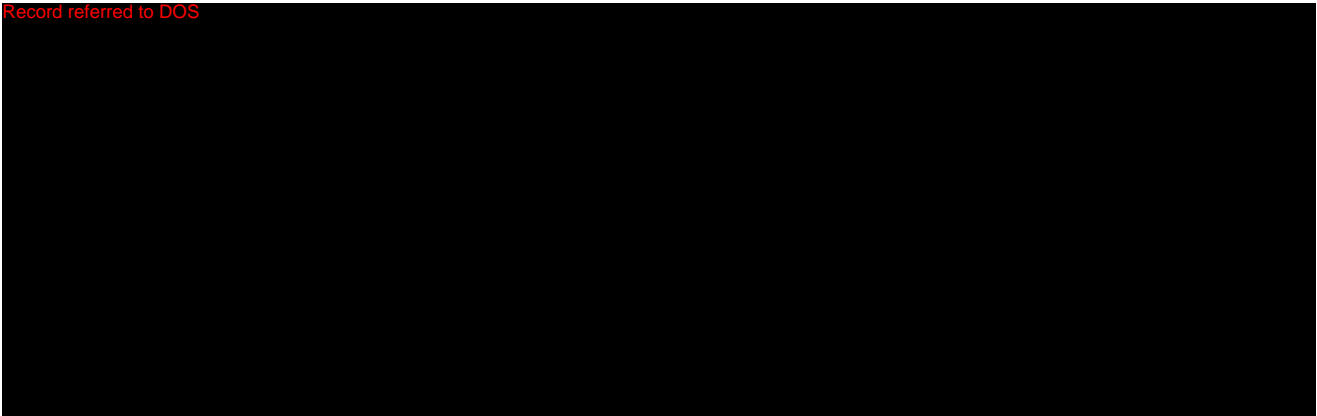
Cc: Brown, Reginald; Jennings, Molly; Nightingale, Robert L; Walter M. Shaub

Subject: RE: Ethics Agreement

Hi everyone, just checking in to see if everything is fully cleared yet, or if you need anything else from us.

Thanks,
Daniel

Record referred to DOS



From: Volchok, Daniel

Sent: Tuesday, January 3, 2017 1:04 PM

To: Leigh J. Francis; Babbitt, Christopher; Deborah J. Bortot; Heather A. Jones

Cc: Brown, Reginald; Jennings, Molly; Huitema, David P; Nightingale, Robert L; Walter M. Shaub

Subject: RE: Ethics Agreement

No attachment found in search

Here's the signed ethics agreement. Please let us know when everything is fully cleared at your end.

Thanks!
Daniel

From: Volchok, Daniel

Sent: Tuesday, January 3, 2017 12:56 PM

To: 'Leigh J. Francis' <ljfranci@oge.gov>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com>; 'Deborah J. Bortot' <djbortot@oge.gov>; 'Heather A. Jones' <hajones@oge.gov>

Cc: Brown, Reginald <Reginald.Brown@wilmerhale.com>; Jennings, Molly <Molly.Jennings@wilmerhale.com>;

'Huitema, David P' <(b) (6)>; 'Nightingale, Robert L' <(b) (6)>

Subject: RE: Ethics Agreement

An update: The signed ethics agreement is on its way back here. You'll have the .pdf within 10 minutes. The 278e signed by Mr. Tillerson should have been submitted by now; if not please let us know.

Thanks,
Daniel

From: Volchok, Daniel
Sent: Tuesday, January 3, 2017 12:27 PM
To: 'Leigh J. Francis' <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Deborah J. Bortot <djortot@oge.gov<<mailto:djortot@oge.gov>>>; Heather A. Jones <hajones@oge.gov<<mailto:hajones@oge.gov>>>
Cc: Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Jennings, Molly <Molly.Jennings@wilmerhale.com<<mailto:Molly.Jennings@wilmerhale.com>>>; 'Huitema, David P' <(b) (6) <(b) (6)>>; 'Nightingale, Robert L' <(b) (6)>>

Subject: RE: Ethics Agreement

Thanks Leigh. The two steps identified below are in progress.

Daniel

From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]
Sent: Tuesday, January 3, 2017 12:24 PM
To: Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Deborah J. Bortot <djortot@oge.gov<<mailto:djortot@oge.gov>>>; Heather A. Jones <hajones@oge.gov<<mailto:hajones@oge.gov>>>
Cc: Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Volchok, Daniel <Daniel.Volchok@wilmerhale.com<<mailto:Daniel.Volchok@wilmerhale.com>>>; Jennings, Molly <Molly.Jennings@wilmerhale.com<<mailto:Molly.Jennings@wilmerhale.com>>>; 'Huitema, David P' <(b) (6) <(b) (6)>>; 'Nightingale, Robert L' <(b) (6)>>

Subject: RE: Ethics Agreement

Chris:

Confirmed. OGE transmits the package to the Senate Foreign Relations Committee.

OGE is ready to take the necessary steps to transmit the package, and we will be able to do so this afternoon so long as we receive the following before 1pm: 1) the Ethics Agreement (signed, (b)(4), (6) and with no changes); and 2) the signed, submitted financial disclosure report. Please contact me if you have any further questions. Thank you.

Best,

Leigh

From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]
Sent: Tuesday, January 03, 2017 12:09 PM
To: Deborah J. Bortot; Heather A. Jones; Leigh J. Francis
Cc: Brown, Reginald; Volchok, Daniel; Jennings, Molly
Subject: FW: Ethics Agreement

Deb, Heather, Leigh:

I wanted to confirm that OGE will transmit the package to the Senate Foreign Relations Committee this afternoon

once it is ready to go. We just don't want there to be any confusion as to our role, or PTT or State's role, in that final step

Thanks,
Chris

Records referred to DOS



From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]
Sent: Tuesday, January 03, 2017 11:46 AM
To: Brown, Reginald; Huitema, David P; Volchok, Daniel; Nightingale, Robert L; McManus, Katherine D; Martin, Janice N
Subject: RE: Ethics Agreement

David -

One further point of clarification: Once the steps below have occurred, will OGE handle the transmission of the final package to the SFRC this afternoon, or is that something that we need to ask PTT to handle?

Thanks,
Chris

From: Brown, Reginald
Sent: Tuesday, January 03, 2017 10:32 AM
To: Huitema, David P; Babbitt, Christopher; Volchok, Daniel; Nightingale, Robert L; McManus, Katherine D; Martin, Janice N
Subject: RE: Ethics Agreement

Yes.

Record referred to DOS



From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]
Sent: Monday, January 02, 2017 4:05 PM
To: Walter M. Shaub; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; Nightingale, Robert L; McManus, Katherine D; Huitema, David P; Martin, Janice N; Emory A. Rounds III
Subject: RE: Ethics Agreement

Thank you. These changes look fine to us. One minor suggestion: (b)(3), (4), (5), (6)

Thanks again,
Chris

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Monday, January 02, 2017 3:32 PM
To: Babbitt, Christopher; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III
Subject: RE: Ethics Agreement

16 page attachment withheld in full - (b)(3), (4), (5), (6)

As we discussed, here is the revised final ethics agreement. I have attached both a tracked changes version and a clean copy version.

From: Babbitt, Christopher [<mailto:Christopher.Babbitt@wilmerhale.com>]
Sent: Monday, January 02, 2017 2:55 PM
To: Walter M. Shaub; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III

Subject: RE: Ethics Agreement

Thank you. Let's go with a call at 3pm. We can use my dial-in: (b) (6)

From: Walter M. Shaub [mailto:wmschaub@oge.gov]

Sent: Monday, January 02, 2017 2:51 PM

To: Babbitt, Christopher; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N';

Emory A. Rounds III

Subject: RE: Ethics Agreement

2 page attachment withheld in full - (b)(3), (4), (5), (6)

I have attached two items: (1) a clean copy ethics agreement, (2) our (hopefully, final) comments on the 278.

I'd like to have a quick phone conversation. State and OGE are available. If we can get just one or two of his representatives for a call at 3:00 or 3:15, we have a few items to go over that will hopefully enable us to wrap this up today. Will that work for you?

Walt

From: Babbitt, Christopher [mailto:Christopher.Babbitt@wilmerhale.com]

Sent: Monday, January 02, 2017 1:31 PM

To: Walter M. Shaub; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N';

Emory A. Rounds III

Subject: RE: Ethics Agreement

9 page attachment withheld in full - (b)(3), (4), (5), (6)

Walt,

Thank you. We are good with these changes. If you could send us a clean copy, we'll send that version to the PTT for any comments.

Thanks again,

Chris

From: Walter M. Shaub [mailto:wmschaub@oge.gov]

Sent: Monday, January 02, 2017 12:57 PM

To: Babbitt, Christopher; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N';

Emory A. Rounds III

Subject: RE: Ethics Agreement

No attachment found in search

Attached is a further revised ethics agreement. If you're good with these changes, I'll send you a clean copy version.

From: Babbitt, Christopher [mailto:Christopher.Babbitt@wilmerhale.com]

Sent: Monday, January 02, 2017 12:41 PM

To: Walter M. Shaub; Volchok, Daniel; Gorelick, Jamie; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N';

Emory A. Rounds III

Subject: RE: Ethics Agreement

44 page attachment withheld in full - (b)(3), (4), (5), (6)

I'm attaching an updated 278e, as well as written responses to the questions from New Year's Eve. The 278e changes have been saved into Integrity.gov. Please let us know if we need to do anything further. The attached responses to the 12-31-16 questions should address the question below. In particular, our response to the comment on Part 1 states:

(b)(3), (4), (5), (6)

(b)(3), (4), (5), (6)

Thank you,
Chris

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Monday, January 02, 2017 11:52 AM
To: Volchok, Daniel; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; McManus, Katherine D'; Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III
Subject: RE: Ethics Agreement

(b)(3), (4), (5), (6)

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]
Sent: Monday, January 02, 2017 11:50 AM
To: Walter M. Shaub; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; McManus, Katherine D'; Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III
Subject: RE: Ethics Agreement

Great, thanks. We are fine with all of your edits. (b)(3), (4), (5), (6)

Daniel

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Monday, January 2, 2017 11:35 AM
To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com<<mailto:Daniel.Volchok@wilmerhale.com>>>; Gorelick, Jamie <Jamie.Gorelick@wilmerhale.com<<mailto:Jamie.Gorelick@wilmerhale.com>>>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Deborah J. Bortot <djbortot@oge.gov<<mailto:djbortot@oge.gov>>>; Heather A. Jones <hajones@oge.gov<<mailto:hajones@oge.gov>>>; Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; (b)(6) - Robert Nightingale email; 'McManus, Katherine (b) (6) >; 'Huitema, David P' (b) (6) >; 'Martin, Janice N' (b) (6) >>; Emory A. Rounds III <earounds@oge.gov<<mailto:earounds@oge.gov>>>
Subject: RE: Ethics Agreement

One additional item that State has flagged: We need to know what's going to happen (b)(3), (4), (5), (6)

From: Walter M. Shaub

Sent: Monday, January 02, 2017 11:20 AM

To: 'Volchok, Daniel'; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III
Subject: RE: Ethics Agreement

I have a couple of edits, as well as one question for you and one question for State.

8 page attachment withheld in full - (b)(3), (4), (5), (6)

(b)(3), (5), (6)

From: Volchok, Daniel [<mailto:Daniel.Volchok@wilmerhale.com>]

Sent: Monday, January 02, 2017 10:55 AM

To: Walter M. Shaub; Gorelick, Jamie; Babbitt, Christopher; Brown, Reginald; Deborah J. Bortot; Heather A. Jones; Leigh J. Francis; (b)(6) - Robert Nightingale email; 'McManus, Katherine D'; 'Huitema, David P'; 'Martin, Janice N'; Emory A. Rounds III
Subject: RE: Ethics Agreement

9 page attachment withheld in full - (b)(3), (4), (5), (6)

Thanks very much. Our suggested edits are in the attached. As you'll see,

(b)(3), (5), (6)

, but they should be minor we didn't want to hold this up while they review.

We would like to send this to the transition team as soon as it's ready.

Thanks again,
Daniel

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]

Sent: Monday, January 2, 2017 9:51 AM

To: Volchok, Daniel <Daniel.Volchok@wilmerhale.com<<mailto:Daniel.Volchok@wilmerhale.com>>>; Gorelick, Jamie <Jamie.Gorelick@wilmerhale.com<<mailto:Jamie.Gorelick@wilmerhale.com>>>; Babbitt, Christopher <Christopher.Babbitt@wilmerhale.com<<mailto:Christopher.Babbitt@wilmerhale.com>>>; Brown, Reginald <Reginald.Brown@wilmerhale.com<<mailto:Reginald.Brown@wilmerhale.com>>>; Deborah J. Bortot <djbortot@oge.gov<<mailto:djbortot@oge.gov>>>; Heather A. Jones <hajones@oge.gov<<mailto:hajones@oge.gov>>>; Leigh J. Francis <ljfranci@oge.gov<<mailto:ljfranci@oge.gov>>>; (b)(6) - Robert Nightingale email; 'McManus, Katherine D' (b) (6) >>; 'Huitema, David P' (b) (6); 'Martin, Janice N' (b) (6) >>; Emory A. Rounds III <earounds@oge.gov<<mailto:earounds@oge.gov>>>>
Subject: Re: Ethics Agreement

Here is the revised agreement.

Walt

8 page attachment withheld in full - (b)(3), (4), (5), (6)

Walter M. Shaub, Jr.

Director

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005-3917

Telephone: 202.482.9292

Email: walter.shaub@oge.gov

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From: [Teresa L. Williamson](#)
To: ["Lane, Carrie \(Foreign Relations\)"](#)
Subject: RE: Quick Question
Date: Tuesday, January 03, 2017 4:13:17 PM

Hi Carrie, Yes. Once we receive confirmation that the nomination package has been received by the Senate Committee we post the reports on our website.

Thanks
Teresa

From: Lane, Carrie (Foreign Relations) (b) (6)
Sent: Tuesday, January 03, 2017 4:04 PM
To: Teresa L. Williamson
Subject: Quick Question

Are you posting Tillerson and Haley's disclosure reports?

Carrie Lane
Executive Clerk, Committee on Foreign Relations
U.S. Senate
W (b) (6)

From: [Heather A. Jones](#)
To: ["Huitema, David P"; Deborah J. Bortot](#)
Cc: [David J. Apol](#)
Subject: RE: posting nominee ethics agreements
Date: Tuesday, January 03, 2017 5:28:18 PM

David-

OGE is following its normal practice and posting the day after OGE sends the report to the Senate. We regard to the second part, I have to defer to Dave.

Heather

Record referred to DOS



From: LNAPPS1.USOGE@oge.gov
To: [Leigh J. Francis](#)
Subject: Form 278 [Nominee 278] ACTION NEEDED - Review in Progress RETURNED
Date: Friday, January 06, 2017 3:30:41 PM

Form 278 [Nominee 278] for Rex W Tillerson is pending ACTION: Review in Progress. RETURNED - Please click the link below.

Nonresponsive network info

Returned for additional work.

From: Rachel K. Dowell [mailto:rkdowell@oge.gov]
Sent: Friday, January 13, 2017 4:06 PM
To: Martin, Janice N
Cc: Huitema, David P; Leigh J. Francis; Elaine Newton
Subject: RE: Tillerson

Hi Janice,

You can go ahead and send the draft request over to the CD mailbox.

Thanks!

Rachel

Record referred to DOS



Record referred to DOS



From: Leigh J. Francis [<mailto:ljfranci@oge.gov>]
Sent: Thursday, January 12, 2017 1:56 PM
To: Martin, Janice N
Subject: RE: Tillerson

Hi Janice,

See, below, my answers are inline.

Best,

Leigh

From: Leigh J. Francis
Sent: Wednesday, January 11, 2017 1:46 PM
To: 'Martin, Janice N'
Subject: RE: Tillerson

Hi Janice,

I will try to get back to you with answers to these questions shortly. Thanks!

Best,

Leigh

Record referred to DOS



From: Leigh J. Francis [mailto:ljfranci@oge.gov]
Sent: Thursday, January 19, 2017 10:51 AM
To: Martin, Janice N; CD
Cc: Huitema, David P
Subject: RE: Tillerson Draft CD Request

Janice,

Thank you for the flag. I have pushed your email along to the proper OGE official. If someone does not contact you/State today about the CD, please let me know. (I will note that I don't believe I will be tasked with reviewing and analyzing the CD request.)

Best,

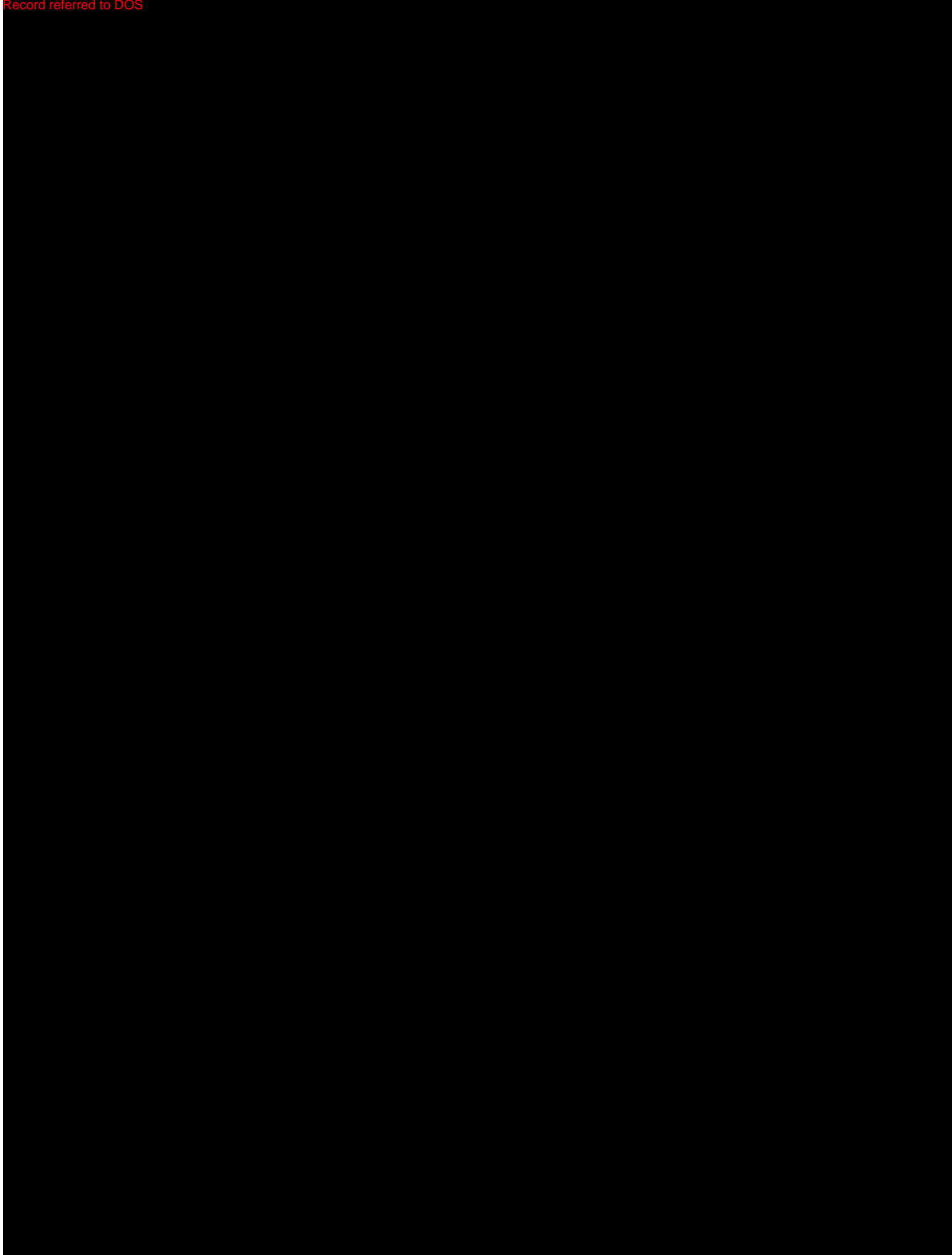
Leigh

Record referred to DOS



Record referred to DOS





UNITED STATES OFFICE OF
GOVERNMENT ETHICS



JAN - 3 2017

The Honorable Bob Corker
Chairman
Committee on Foreign Relations
United States Senate
Washington, DC 20510

Dear Mr. Chairman:

In accordance with the Ethics in Government Act of 1978, I enclose a copy of the financial disclosure report filed by Rex W. Tillerson. President-Elect Trump has announced his intention to nominate Mr. Tillerson for the position of Secretary, Department of State.

We have reviewed the report and have obtained advice from the agency concerning any possible conflict in light of its functions and the nominee's proposed duties. Also enclosed is an ethics agreement outlining the actions that the nominee will undertake to avoid conflicts of interest. Unless a date for compliance is indicated in the ethics agreement, the nominee must fully comply within three months of confirmation with any action specified in the ethics agreement.

Based thereon, we believe that this nominee is in compliance with applicable laws and regulations governing conflicts of interest.

Sincerely,

Walter M. Shaub, Jr.
Director

Enclosures

January 3, 2017

Ms. Katherine D. McManus
Deputy Legal Adviser and
Designated Agency Ethics Official
Office of the Legal Adviser
Department of State

Re: Ethics Undertakings

Dear Ms. McManus:

I am committed to the highest standards of ethical conduct for government officials. If confirmed as Secretary of State, as required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter in which I know that I have a financial interest directly and predictably affected by the matter, or in which I know that a person whose interests are imputed to me has a financial interest directly and predictably affected by the matter, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me: any spouse or minor child of mine; any general partner of a partnership in which I am a limited or general partner; any organization in which I serve as officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

Upon confirmation, I will resign from my positions with the following entities: Ford's Theatre Society, Center for Strategic and International Studies, and Boy Scouts of America. I previously resigned from my positions with the Business Roundtable and American Petroleum Institute. For a period of one year after my resignation from each of these entities, I will not participate personally and substantially in any particular matter involving specific parties in which I know that entity is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

My spouse and I own Bar RR Ranches, LLC. Upon confirmation, I will resign from my position as managing member of this entity. I will continue to have a financial interest in this entity, but I will not provide services material to the production of income. Instead, I will receive only passive investment income from it. I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of Bar RR Ranches, LLC, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

I am the sole owner of R2 Real Estate, LLC. During my appointment, this entity will continue to exist solely to hold personal assets. Upon confirmation, I will resign from my

Ms. Katherine D. McManus

January 3, 2017

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position as managing member of this entity. I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of this entity, unless I first obtain a written waiver pursuant to 18 U.S.C. § 208(b)(1).

I resigned from my position as Chairman and CEO of ExxonMobil Corporation (ExxonMobil) on December 31, 2016. For a period of one year after my resignation from ExxonMobil, I will not participate personally and substantially in any particular matter involving specific parties in which I know that ExxonMobil is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

At the time of my resignation, I held restricted stock and restricted stock units. I have not received, and will not receive, additional grants of restricted stock or restricted stock units following my resignation. ExxonMobil's incentive program plan provides that the Compensation Committee may authorize an employee who departs before reaching the established retirement age to retain restricted stock and restricted stock units, provided that the employee worked for the company for at least 15 years and was at least 55 years old. The longstanding practice of the Compensation Committee has been to authorize the retention of these items for most eligible employees. Consistent with this practice, the Compensation Committee has authorized me to retain my restricted stock and restricted stock units. Ordinarily, these items would, in the case of the restricted stock, become free of the restrictions on transfer and, in the case of the restricted stock units, pay out at various times, both over the next 10 years. However, to eliminate any conflict of interest that might arise if I were to continue to hold a financial interest in ExxonMobil as Secretary, ExxonMobil's board has authorized an arrangement under which, prior to assuming the position of Secretary, I will surrender to ExxonMobil all of my outstanding restricted stock awards and restricted stock unit awards for cancellation in exchange for a cash payment to an irrevocable trust, to be administered by an independent trustee that is beyond the control of ExxonMobil. ExxonMobil will waive any right to exercise a clawback provision that authorizes it to rescind some or all of the payout for any of a variety of reasons, including a determination that the recipient has engaged in conduct detrimental to the company. Instead, the trust instrument will provide that, if I become employed by or provide services to a company in the oil and gas industry or the oil and gas services industry, I will forfeit the remaining undistributed assets in the trust. Such forfeited assets will be distributed to a charity of the trustee's choosing dedicated to the alleviation of disease and poverty in the developing world. I will not accept any payment from the trust unless ExxonMobil has acted in good faith to reduce the amount of the lump sum payment to the trust sufficiently to offset for the time value of the accelerated payment to the trust and to offset for the economic value of the waiver of any rights under the clawback provision. The trustee will make payments to me on a schedule closely approximating the ordinary schedules for removal of the restrictions on my restricted stock and for payout of the stock units. To further resolve any potential for conflicts of interest, the trust instrument will require that, during my appointment to the position of Secretary, the trust's holdings be limited to cash, cash equivalents, obligations of the United States, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), and municipal bonds. You have explained to me that, as a beneficiary of this trust, I must disclose in my public financial disclosure reports all holdings of this trust that meet the reporting thresholds established in 5 C.F.R. part 2634, subpart C.

Half of my annual bonus was paid in cash and half was paid in Earnings Bonus Units, which represent a contractual obligation that ExxonMobil will make payments if certain earnings per share targets have been met within three years after the award of the Earnings Bonus Units. At the time of my resignation, I was not owed any unpaid cash bonuses, but I continued to hold Earnings Bonus Units for the years 2014, 2015, and 2016. I will forfeit these Earnings Bonus Units upon confirmation.

I hold stock in ExxonMobil. I do not hold any vested or unvested stock options. I will divest my stock in ExxonMobil within 90 days of my confirmation. I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of ExxonMobil until I have divested this stock, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I will elect to receive a total distribution of my interests in the ExxonMobil Qualified Defined Benefit Pension Plan, the ExxonMobil Nonqualified Defined Benefit Supplemental Pension Plan, the ExxonMobil Defined Contribution Nonqualified Supplemental Savings Plan, and the ExxonMobil Nonqualified Defined Benefit Additional Payments Plan consistent with the standard terms of these plans, including the ordinary timelines for making distributions. Until my interests in each plan are fully distributed, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the ability or willingness of ExxonMobil to provide the benefits under the plan, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I also have an interest in the Defined Contribution ExxonMobil Savings Plan, which I will divest prior to assuming the duties of the position of Secretary.

As a retired ExxonMobil executive, I am entitled to receive the following standard retiree benefits: retiree medical benefits; use of a product discount credit card; office space and administrative support; financial counseling; and tax preparation services. I will forfeit all of these benefits upon confirmation. I am also entitled to participate in an executive life insurance plan. Before I assume the duties of the position of Secretary, ExxonMobil will terminate my participation in this life insurance plan and provide me with a prepaid life insurance policy, with equivalent benefits, through an independent insurer.

Within 90 days of confirmation, I will divest my interests in the entities listed in Attachment A. With regard to each of these entities, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of the entity until I have divested it, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). During my appointment to the position of Secretary, if I have a managed account, I will ensure that the account manager does not purchase any new assets other than cash, cash equivalents, obligations of the United States, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), and municipal bonds.

Upon confirmation, I will resign from my positions with the Tillerson Foundation. I will not participate personally and substantially in any particular matter involving specific parties in which this entity is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). Within 90 days of my confirmation, the Tillerson Foundation will divest its interests in ExxonMobil. Thereafter, for the duration of my appointment to the position of Secretary, the Foundation's holdings will be limited to cash, cash equivalents, obligations of the United States, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), and municipal bonds. The Tillerson Foundation has not previously received contributions from persons other than myself or my spouse, and, during my appointment as Secretary, it will not receive any contributions from persons other than myself or my spouse. In addition, it will not make payments to any outside entities except as compensation for services or as unconditional, irrevocable gifts.

I have previously paid taxes owed by certain grantor trusts disclosed in my financial disclosure report. I am not a trustee of these trusts. Neither my spouse nor I, nor any minor child of mine, is a beneficiary of these trusts. Before I assume the duties of the position of Secretary, in order to resolve any potential conflicts of interest, I will take steps to ensure that I and my spouse are not responsible for the taxes owed by these trusts.

I have disclosed my financial interests in HF Renaissance EQ, LLC. However, a preexisting confidentiality agreement bars me from identifying the underlying assets of this fund in my financial disclosure report. Therefore, I will divest my financial interests in this fund as soon as possible after confirmation and not later than 90 days after my confirmation. Until I have divested this fund, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of the fund or its underlying assets, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

In addition, I will recuse myself on a case-by-case basis from participation in any particular matter involving specific parties in which I determine that a reasonable person with knowledge of the relevant facts would question my impartiality in the matter, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

I understand that I may be eligible to request a Certificate of Divestiture for qualifying assets and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether I receive a Certificate of Divestiture, I will ensure that all divestitures discussed in this agreement occur within the agreed upon timeframes and that all proceeds are invested in non-conflicting assets.

Within 90 days of my confirmation, I will document compliance with this ethics agreement by notifying you when I have completed these implementing actions.

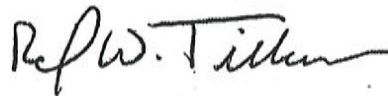
Ms. Katherine D. McManus

January 3, 2017

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I have been advised that this ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,

A handwritten signature in black ink, appearing to read "Rex W. Tillerson". The signature is written in a cursive style with a long, sweeping underline.

Rex W. Tillerson

ATTACHMENT A

1. AbbVie, Inc.
2. Accenture Plc
3. Airbus Group
4. Alaska Air Group, Inc.
5. Alaska Air (Note: open position for written call option)
6. Alibaba Group Hldg
7. American Express Co.
8. Amgen, Inc.
9. Anhui Conch Cement
10. Apple, Inc.
11. AT&T, Inc.
12. Atlantia SPA
13. Aviva Plc
14. AXA
15. Baidu, Inc.
16. Blackrock, Inc.
17. BNP Paribas
18. Boeing Co.
19. Bristol Myers Squibb Co
20. BYD Company, Ltd
21. Carnival Cp
22. Carrefour SA
23. Caterpillar, Inc.
24. Caterpillar, Inc., (Note: two open positions for written call option)
25. CDN Pacific Ry Ltd
26. Celgene Corp
27. Celgene (Note: open position for written call option)
28. Chevron Corp
29. China Mobile, Ltd.
30. China Pete & Chem CP
31. Chubb, Ltd.
32. Cisco Sys Inc.
33. Citigroup Inc.
34. Coca Cola Co.
35. Colgate Palmolive Co.
36. Compagnie de St. Gobain
37. Compagnie Fin Richemontag
38. Ctrip.com Intl, Ltd.
39. Cummins, Inc.
40. Cummins, Inc. (Note: open position for written call option)
41. CVS Health Corp
42. D R Horton, Inc.
43. Daimler AG

44. Deere & Co.
45. Deere & Co. (Note: open position for written call option)
46. Delta Air Lines, Inc.
47. Deutsche Telekom AG
48. Discover Financial Services
49. East Japan Ry Co.
50. Eaton Corp Plc
51. Electricite de France
52. EMC Corp Mass
53. Extra Space Storage, Inc.
54. Fedex Corp
55. Ferrovial SA
56. Fidelity National Information SE
57. Ford Motor Co
58. Fresenius SE & Co.
59. General Electric Co.
60. General Mills, Inc.
61. General Motors Co.
62. GlaxoSmithKline Plc
63. Goldman Sachs Group (Note: open position for written call option)
64. Goldman Sachs Grp
65. Heineken NV Spn
66. Honda Motor Company
67. Honeywell International, Inc.
68. Hong Kong Exchanges & Clearing
69. Howden Joinery Group Plc
70. Iberdrola SA
71. Infineon Technologies AG
72. ING Groep NV
73. Ingenico Group
74. Ingersoll-Rand Plc
75. Intel Corp
76. Intel Corp. (Note: open position for written call option)
77. International Business Machines Corp
78. Intesa Sanpaolo S.P.A.
79. ITC Holdings
80. Japan ARPT Term Co.
81. Japan Exchange Group, Inc.
82. JD COM, Inc.
83. Johnson & Johnson
84. JPMorgan Chase & Co.
85. Komatsu, Ltd.
86. Koninklijke Phil EL
87. LafargeHolcim
88. Legal & General Plc

89. Lennar Corporation
90. Line Corp
91. Lloyds Banking Group Plc
92. Lockheed Martin Corp
93. Lowes Companies, Inc.
94. Magna International, Inc.
95. Marsh & McLennan Cos
96. Masco Corp
97. Medtronic Plc
98. Metlife Incorporated
99. Microsoft Corp
100. Mitsubishi UFJ Fincl Grp
101. Mondelez Intl, Inc.
102. Monsanto Co
103. National Grid Transco Plc
104. Nestle
105. Nextera Energy, Inc.
106. Nielsen Holdings Plc
107. Nike, Inc.
108. Nippon Shinyaku Co
109. Nippon Telegraph & Telephone
110. Novartis AG
111. Novo Nordisk
112. NXP Semiconductors NV
113. Packaging Corp of America
114. Pepsico, Inc.
115. Pfizer, Inc.
116. Phillips 66
117. Potash Cp of Saskatchewan, Inc.
118. Praxair, Inc.
119. Procter & Gamble
120. Prudential Financial, Inc.
121. Qualcomm, Inc.
122. Rakuten, Inc.
123. Reckitt Benckiser Plc
124. Royal Dutch Shell Plc
125. Sanofi
126. Schlumberger, Ltd,
127. Seven & I Holdings Co Ltd.
128. Shin Etsu Chem Co Ltd.
129. Shire Plc
130. Sony Corp
131. Southwest Airlines
132. State Street Corp
133. Target Corporation

134. TE Connectivity, Ltd.
135. Time Warner, Inc.
136. Time Warner, Inc. (Note: open position for written call option)
137. Total SA
138. Toyota Motor Corp
139. Travelers Companies, Inc.
140. UBS Group AG
141. Union Pacific Corp
142. Union Pacific Corp. (Note: open position for written call option)
143. United Technologies Corp
144. UnitedHealth Group
145. Verizon Communications
146. VF Corporation
147. Vinci SA
148. Wal-Mart Stores, Inc.
149. Walt Disney Co.
150. Walt Disney Co. (Note: open position for written call option)
151. WEC Energy Group, Inc.
152. Wells Fargo & Co.
153. Whirlpool Corp
154. Yandex NV
155. Yum China Holdings
156. ZTO Express Cayman, Inc.