

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 14081	
<b>Initiation Date*:</b>	2017-12-18
<b>Title*:</b>	Legal Defense Trusts - gift/Reporting questions
<b>Question*:</b>	<p>1) The requester wanted to know whether an "alternative fee agreement" for "flat" fees (e.g. a flat charge of "x" dollars) or "capped" fees (e.g. a fee not to exceed "x" dollars) between a law firm and an employee could constitute a "gift" from the firm to the employee?</p> <p>2) The requester asked how to report the donations from individuals or entities to a legal defense trust fund set up for a named individual federal government employee under E.I.G.A.?</p> <p>3) The requester wanted to know whether:</p> <p>a) a 501(c)(3) organization that publicly advocates a position relevant to what an agency does, but does not contact the agency or communicate with the agency in any way, would be considered a "prohibited source" for the agency,</p> <p>b) when a 501 (c)(3) is a prohibited source for an agency, whether an individual or donor to that prohibited source becomes a prohibited source for that agency merely by virtue of their donation, and</p> <p>c) whether it would be considered a gift from a law firm representing an employee to the employee if the law firm entered into an agreement with a legal defense trust stipulating that the LDF is the sole entity legally responsible for compensating the law firm for these services?</p>
<b>Update:</b>	
<b>Categories*:</b>	278s, Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Public Citizen
<b>First Name:</b>	Brian
<b>Last Name:</b>	Marshall
<b>Title:</b>	Attorney - Perkins Coie
<b>Position:</b>	Other Attorney
<b>Email:</b>	
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	Rebecca Gordon & Emma Sharkey were also on the call. The phone number listed above is Ms. Gordon's phone number.
<b>Assignment:</b>	Seth Jaffe
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Seth Jaffe

Resolution Information	
<b>Resolution Date*:</b>	2017-12-19
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	<p>I provided the following advice:</p> <p>1) I stated that a "flat" or "capped" fee agreement would not per se constitute a gift and provided advice consistent with and referred</p>

	<p>them to OGE Op. 99 x 1 (p. 4 - 8)</p> <p>2) I provided advice consistent with and referred them to OGE's on-line FD guide Part 9, FAQ - question #11. OGE's website addresses how to report gifts made to a legal defense fund here.</p> <p>3a) I indicated that organizations in these circumstances would not ordinarily constitute a prohibited source for the agency; however, I cautioned that in many circumstances it will be the case that such an organization will have made communications to the agency seeking to do or are doing with the agency. I also pointed out that the organization may meet other criteria of the ways in which an organization can meet the definition of prohibited source (i.e. affected by the performance or non performance of the employees official duties)</p> <p>3b) I indicated that a donor, in these circumstances, would not ordinarily constitute a prohibited source for the agency. Under 5 CFR § 2635.102(k)(definition of "person") ordinarily an individual would need to be an officer, employee or agent of a prohibited source to qualify as a prohibited source themselves. I also gave them further advice consistent with and referred them to 5 CFR § 2635.102(k) and 5 CFR § 2635.203(d).</p> <p>3c) I indicated that an organizations in these circumstances would not ordinarily constitute a prohibited source for the agency; however, I cautioned that the circumstances could potentially change if the trust indicates to a law firm that it has run out of money and/or has no intention of providing any further compensation for services - and the law firm continues to provide the services. I also indicated that this is another reason why it is a good idea that the law firm not be a prohibited source for the LDF beneficiary's agency because at that point the gift of the pro bono services are only potentially permissibly accepted by the beneficiary if the law firm is not a prohibited source. <i>(Assigned to: Seth Jaffe)</i></p>
<b>Complexity (level):</b>	5 [Click to view/hide complexity guidelines]
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	Rachel K. Dowell
<a href="#">reopen</a>	

Interaction History Log	
Closed	12/19/2017 05:41:37 PM by Seth Jaffe
Now Assigned: Seth Jaffe	12/19/2017 05:41:37 PM by Seth Jaffe

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

INTERACTIONS | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 14013

[copy press contact to new](#)

Initiation Date*:	2017-12-11
Title*:	Question about legal defense funds (CNN)
Question*:	The reporter had questions about third parties paying the legal fees for WH staff.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Press
First Name:	Jeremy
Last Name:	Diamond
Title:	Reporter, CNN
Position:	
Email:	none provided
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Elizabeth D. Horton
Watching:	
Temporary Notes:	
created by:	Elizabeth D. Horton

### Resolution Information

Resolution Date*:	2017-12-11
Resolution Category*:	Resolved
Response*:	I informed the reporter on background that we've been consulted by various entities about establishing legal defense funds and told him that we provide guidance consistent with the recent legal advisory and the template. I helped him to navigate to the template and LA 17-10 on OGE's website. I also told him that there is not reporting requirements for LDFs specifically but told him that public filers would have to comply with reporting requirements for gifts. (Assigned to: Elizabeth D. Horton)
Complexity (level):	2 <a href="#">[Click to view/hide complexity guidelines]</a>
Time Spent (hours):	0-1 hour
Contributor:	
<div style="border: 1px solid black; padding: 2px; display: inline-block;">reopen</div>	

**Interaction History Log**

Closed	12/11/2017 02:00:15 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	12/11/2017 02:00:15 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#) |

## Resolved Interaction

<i>Interaction Number: 13934</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-11-29
<b>Title*:</b>	Question about legal defense funds (Washington Examiner)
<b>Question*:</b>	Hello,  Is there currently a legal defense fund established for Leandra English?  And can someone describe the disclosure rules funders would need to adhere to?
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Steven
<b>Last Name:</b>	Nelson
<b>Title:</b>	Reporter, Washington Examiner
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-11-29
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on background that OGE has provided guidance on legal defense funds consistent with its legal advisories and template. I also told the reporter that a public filer would have to comply with reporting requirements and report gifts of more than \$390 on an annual or termination report. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	2 <div style="background-color: #e0f0e0; padding: 2px; border: 1px solid #ccc;"> <a href="#">[Click to view/hide complexity guidelines]</a> </div>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<div style="background-color: #666666; color: white; padding: 2px 5px; border: 1px solid #ccc;">reopen</div>	

**Interaction History Log**

Closed	11/29/2017 03:54:30 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	11/29/2017 03:54:30 PM by Elizabeth D. Horton

Division(s) assigned: PCD

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13932	
Initiation Date*:	2017-11-28
Title*:	Question concerning the set up of a legal defense fund (LDF)
Question*:	An attorney called inquiring about the requirements to set up a legal expense fund run either as a trust or as a 527 organization for the benefit of a named federal government employee.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Other Attorney
First Name:	Rebecca
Last Name:	Gordon
Title:	Attorney
Position:	Other Attorney- Perkins Coie
Email:	
Phone:	(b) (6)
Other Contact Notes:	Brian Marshall and Emma Sharkey from Perkins Coie were also on the call.
Assignment:	Rachel K. Dowell, Seth Jaffe
Watching:	
Temporary Notes:	
created by:	Seth Jaffe

Resolution Information	
Resolution Date*:	2017-11-28
Resolution Category*:	Resolved
Response*:	<p>We provided advice consistent with and referred the attorney to: the OGE Model Legal Expense Trust Fund Document; 5 CFR § 2635.202(b)(1) &amp; (2); 18 USC § 209; LA-17-10 and DO-93x21. We indicated that, so long as all substantive aspects of the model trust document were followed, it is permissible to set up the fund either as a trust or as a 527 organization. We also indicated that the gift is a gift to the employee at the moment it is donated to the trust and that the source of the gift is the donor. We also indicated that, consistent with 5 USC App. § 102, all gifts over \$390 from one donor in one year would have to be reported on the FD Report of a FD filer. We also recommended, to avoid appearance of corruption concerns, that all donors be voluntarily disclosed, but we indicated that is not strictly required by ethics rules.</p> <p>Finally, we indicated that it is fine for her to indicate to others that she received advice from OGE and that she plans to receive further advice as necessary - so long as she does not state that OGE has approved the arranged set up - as we have not yet reviewed the proposed set up of any LDF in this case. We recommended that she seek further advice if she planned to deviate from the trust template in any material way.                      (Assigned to: Rachel K. Dowell; Seth Jaffe)</p>
Complexity (level):	4

	<a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

Reopen Information	
<b>Date:</b>	2018-05-16
<b>Reason:</b>	Fix Typo

Interaction History Log	
Closed	05/16/2018 05:07:27 PM by Rachel K. Dowell
Reopen	05/16/2018 05:07:15 PM by Rachel K. Dowell
Closed	11/29/2017 03:12:16 PM by Seth Jaffe
Now Assigned: Seth Jaffe Rachel K. Dowell	11/29/2017 03:12:16 PM by Seth Jaffe

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

*Interaction Number: 13931*

**Initiation Date\*:** 2017-11-28

**Title\*:** Question concerning setting up a legal defense fund (LDF)

**Question\*:** I have been retained by an EPA employee to establish and serve as Trustee for a Legal Expenses Trust Fund to raise funds and pay the legal expenses incurred by virtue of a bar complaint alleging violation of the Code of Professional Responsibility because the employee previously filed suit against the agency. Stefan Passantino forwarded to me the template document from your office regarding such trusts. I have several questions which I would like to discuss with you, so if you could please let me know a convenient time to talk, I will call you at that time.

New questions from 4/27/18:

1. May the Beneficiary contribute to the Legal Expenses Trust Fund?
2. Is a company or industry that has no business before the agency, has never had such business before the agency and does not anticipate having any business before the agency, a prohibited source – there is a ‘fear’ that “everything is someday, somehow going to be subject to the EPA”.... With no specific transactions, business, matter, proceeding, in the past or in the present, is that a ‘prohibited source’?
3. If a person is an investor, not an owner, but a passive investor in an LLC, or owns stock in a publicly traded company, or has some other investment in an entity that may have transactions or business before the agency – is that investor a prohibited source?

New questions from 7/11/18:

- Question 1 - Whether a filer is required to report outstanding legal bills on his financial disclosure report.  
 Question 2 – Whether the gift rules still apply to a former employee.  
 Question 3 – What are the reporting requirements for gifts received by a legal defense fund?

**Update:**

**Categories\*:** Gifts from Outside Sources

**Origin Of Interaction\*:** Phone

**Source\*:** Non-Agency  
 Other  
 Private Law Firm

**First Name:** Cieta

**Last Name:** Mitchell

**Title:** Attorney - Foley & Lardner LLP

**Position:** Other  
 Attorney

**Email:** (b) (6)

**Phone:** (b) (6)

**Other Contact Notes:**

**Assignment:** Rachel K. Dowell, Seth Jaffe

**Watching:**

**Temporary Notes:**

*created by:* Seth Jaffe

### Resolution Information

**Resolution Date\*:** 2017-11-28

<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	<p>We provided advice consistent with and referred the attorney to: the OGE Model Legal Expense Trust Fund Document; LA-17-10 and DO-93x21. We also informed the attorney that the requirement that the Beneficiary also not be the grantor is based on the appearance of corruption concerns, but is not strictly prohibited by the gifts rules at 5 CFR § 2636 subpart B. We indicated that a LDF set up where the beneficiary and the grantor were the same person would not be consistent with the guidance we have provided. We also recommended, to avoid appearance of corruption concerns, that all donors be voluntarily disclosed, but we indicated that it is not strictly required by ethics rules. Finally, we indicated that it is fine for her to indicate to others that she received advice from OGE and that she plans to receive further advice as necessary - so long as she does not state that OGE has approved the arranged set up - as we have not yet reviewed the proposed set up of any LDF in this case. We recommended that she seek further advice if she planned to deviate from the trust template in any material way.</p> <p>On 4/12/18, the attorney left a voicemail requesting technical assistance concerning the parameters of who may donate to a legal defense fund. We left a voicemail on 4/13/18 to set up a call and received no response. We left another voicemail on 4/16/18 to set up a call, but again received no response. We provided no advice.</p> <p>Call on 4/27/18 to discuss new questions: The attorney confirmed that the legal defense fund is now in existence (but did not become active until CY18). OGE has not been provided a copy of the fund, but attorney confirmed that she followed the OGE legal defense fund trust template exactly. We provided advice consistent with and referred her to OGE's Public Financial Disclosure Guide, Gifts &amp; Travel Reimbursement Section, FAQ #11. With regard to question 1, we told her that allowing the beneficiary to make a contribution wouldn't be inconsistent with the template or prohibited by the gift rules per se, but we raised potential appearance concerns. With regard to question 2, we referred her to the beneficiary's agency and gave her the contact information for an ethics official there. We also pointed her to article 7, number 5, in OGE's template, and reiterated that the terms of the trust require the trustee to confer with the agency ethics official as needed within 30 days of the receipt of any contribution or notification by a potential donor of the intent to make a contribution, whichever is earlier, to seek a determination as to whether the contribution is from a prohibited source. With regard to question 3, we explained that, to be considered the same "person" as the LLC or company, the investor must be an officer, employee, or agent of the LLC or company. Accordingly, if an individual doesn't serve in those roles, and is not otherwise a prohibited source in an individual capacity, then they would not be a prohibited source merely by investing in the company. Finally, the attorney asked about the possibility of organizing the fund as a 527 organization. We told her that, regardless of the way the fund is formed, the fund would need to be consistent with OGE's template. We also noted that the fund would otherwise need to qualify for and comply with the requirements of a 527 organization.</p> <p>Call on 7/11/18 to discuss new questions. Provided advice consistent with and referred attorney to subpart B; FD Guide, part 8, FAQ #17; and FD Guide, part 9, FAQ #11:</p> <p>Question 1: We discussed how certain outstanding legal bills were likely reportable based on the attorney's description, but we did not know all of the facts to determine if they were overdue and exceeded \$10,000 at the end of the reporting period. We told the attorney that the filer's representative should contact OGE if they have any questions about whether to report. Based on the limited facts provided, though, it appears that some legal fees would be reportable.</p> <p>Question 2: We confirmed that the gift rules do not apply to a former employee, but provided the prudential advice to continue abiding by the terms of the trust as though the former employee continued to be employed (e.g., continue to not accept gifts from prohibited sources, etc.). We acknowledged that this was prudential advice and not a legal requirement. If the attorney decides not to follow the terms of the trust, we discussed the possibility of creating a new fund. In either case, we cautioned against creating the appearance of government endorsement or misuse of title. The attorney raised the possibility of establishing a new fund as a 529 organization. We explained that the rules for establishing a 529 organization are outside of OGE's jurisdiction, but reminded her that the fund would otherwise need to qualify for and comply with the requirements of a 529 organization.</p> <p>Question 3: We explained that a filer must report gifts to a legal defense fund totaling more than \$390 from a single source that were received during the reporting period. We noted that the gift is reportable at the time of donation, not distribution; and that the source is the donor, not the fund. In other words, any donations to the fund totaling more than \$390 that were donated while he was an employee must be reported. <i>(Assigned to: Rachel K. Dowell; Seth Jaffe)</i></p>
<b>Complexity (level):</b>	5 [Click to view/hide complexity guidelines]
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<b>reopen</b>	

Reopen Information	
<b>Date:</b>	2018-07-11
<b>Reason:</b>	Follow-up call

Interaction History Log	

Closed	07/12/2018 05:09:54 PM by Rachel K. Dowell
Update	07/11/2018 03:22:30 PM by Rachel K. Dowell
Reopen	07/11/2018 03:21:51 PM by Rachel K. Dowell
Closed	04/30/2018 02:58:01 PM by Rachel K. Dowell
Reopen	04/30/2018 02:55:09 PM by Rachel K. Dowell
Closed	04/27/2018 01:14:17 PM by Rachel K. Dowell
Reopen	04/27/2018 12:44:36 PM by Rachel K. Dowell
Closed	04/19/2018 04:01:33 PM by Rachel K. Dowell
Update	04/19/2018 08:37:02 AM by Rachel K. Dowell
Update	04/19/2018 08:33:51 AM by Rachel K. Dowell
Reopen	04/19/2018 08:31:27 AM by Rachel K. Dowell
Closed	04/16/2018 10:32:17 AM by Rachel K. Dowell
Reopen	04/16/2018 10:31:31 AM by Rachel K. Dowell
Closed	11/29/2017 03:14:03 PM by Seth Jaffe
Reopen	11/29/2017 03:13:05 PM by Seth Jaffe
Closed	11/29/2017 02:58:26 PM by Seth Jaffe
Now Assigned: Seth Jaffe Rachel K. Dowell	11/29/2017 02:58:26 PM by Seth Jaffe

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH**

## Resolved Interaction

<i>Interaction Number: 13912</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-11-28
<b>Title*:</b>	Questions about legal defense funds (Daily Caller)
<b>Question*:</b>	The reporter had questions about a legal defense fund for Leandra English where group of donors is not disclosed but the structure was "approved by OGE."
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Richard
<b>Last Name:</b>	Pollock
<b>Title:</b>	Reporter, Daily Caller Foundation
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-11-28
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I told the reporter that I could not discuss a specific individual but told him on background that OGE's guidance provides that instruments establishing legal defense funds should include language stating that contributions shall not be accepted from anonymous sources. I also told him that individuals must comply with the gift rules and the reporting requirements. I referred him to LA-17-10 and 5 USC app. §102. I also told him that OGE advises individuals to consult with an agency ethics official or OGE before establishing a legal defense fund, but it is not mandatory. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	11/28/2017 04:47:54 PM by Elizabeth D. Horton
Create	11/28/2017 04:27:37 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	11/28/2017 04:27:37 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

**INTERACTIONS**

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## Resolved Interaction

Interaction Number: 13908

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-11-28
<b>Title*:</b>	Questions about legal defense funds (CNBC)
<b>Question*:</b>	The reporter had questions about legal defense funds and whether anonymous sources are permissible and whether or not OGE has been consulted about a legal defense fund for Leandra English.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Stephanie
<b>Last Name:</b>	Dhue
<b>Title:</b>	Reporter, CNBC
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-11-28
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter that I could not discuss a specific individual but told her on background that OGE's guidance has been and continues to be that legal defense funds should not accept donations from anonymous sources. I also referred her to the definition of prohibited sources and told her that public filers must comply with reporting requirements. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	11/28/2017 12:20:40 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	11/28/2017 12:20:40 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13898	
Initiation Date*:	2017-11-25
Title*:	Question concerning gift of free legal services (LDF)
Question*:	The attorney calling said that he was representing a (b) (6) employee who needed legal representation immediately. He stated that he planned to provide either pro bono legal services or set up a fund for people to contribute - to cover the costs of legal expenses for this employee. He stated that he would like advice on how to do this consistent with ethics rules and laws.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Other Private Attorney
First Name:	Deepak
Last Name:	Gupta
Title:	Partner at Gupta Wessler
Position:	Other Attorney
Email:	
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Seth Jaffe
Watching:	
Temporary Notes:	
created by:	Seth Jaffe

Resolution Information	
Resolution Date*:	2017-11-27
Resolution Category*:	Resolved
Response*:	<p>I referred him to, and provided him advice consistent with LA-17-10, as well as the legal defense trust fund template OGE has previously provided to several other private attorneys - the same trust fund template linked to in a recent CNN article on the topic. I also stated that any employee who files a financial disclosure form and accepts gifts of legal defenses - in kind or by payment of the fees - would also need to abide by reporting requirements in E.I.G.A.</p> <p>I also left a message for Mr. Gupta on 11/27/17 where I reminded him that if his law firm is a prohibited source for the (b) (6) then an employee of the (b) (6) could not accept a gift of pro bono legal services from his firm under the gift rules. I expressed no opinion as to whether his firm is a prohibited source for (b) (6) and indicated that the (b) (6) would be in the best position to know whether or not the agency considers his firm a prohibited source.</p> <p>On 11/28/17 the questioner called back indicating that his firm was retained by a government employee to represent the employee in a lawsuit and that the firm used their standard retainer agreement with the employee and does not plan to provide pro bono legal services to the employee. He said that the firm expects to be paid a market value for their services. I confirmed that under such circumstances that their services would not implicate the gift rules for the employee as the provision of the services under this</p>



	<p>arrangement would not constitute a gift. I did suggest that the employee seek advice from their ethics official at their agency to receive advice on related ethics issues such as 5 CFR § 2635.502.</p> <p>The attorney informed me that another law firm who may be considering establishing a LDF for the benefit of the employee may be calling OGE for advice on how to set up such a fund in compliance with government ethics rules.  <i>(Assigned to: Seth Jaffe)</i></p>
<b>Complexity (level):</b>	<p>4</p> <p><a href="#">[Click to view/hide complexity guidelines]</a></p>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

Reopen Information	
<b>Date:</b>	2017-11-29
<b>Reason:</b>	Follow up Call from questioner.

Interaction History Log	
Closed	11/29/2017 02:36:52 PM by Seth Jaffe
Reopen	11/29/2017 02:27:42 PM by Seth Jaffe
Closed	11/27/2017 10:03:49 AM by Seth Jaffe
Reopen	11/27/2017 09:58:04 AM by Seth Jaffe
Closed	11/27/2017 09:29:36 AM by Seth Jaffe
Now Assigned: Seth Jaffe	11/27/2017 09:29:36 AM by Seth Jaffe

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

<i>Interaction Number: 13880</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-11-21
<b>Title*:</b>	Question about legal defense funds (USA Today)
<b>Question*:</b>	The reporter had questions about the work OGE is doing with a tax firm to set up a fund for White House Staffers. Specifically, she wanted to know how that fund will work and how much public disclosure there will be of the arrangement and the criteria for getting money.
<b>Update:</b>	
<b>Categories*:</b>	Gifts between Employees, Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Fredreka
<b>Last Name:</b>	Schouten
<b>Title:</b>	Reporter, USA Today
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	Office: (b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-11-21
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on background that I could not discuss specific circumstances, but told her that OGE has been consulted by entities, both government and non-government, about legal defense funds and has provided guidance consistent with LA 17-10 and provided the legal defense fund template. I also told her that any arrangement would have to comply with the gift rules and the reporting requirements. I told the reporter off the record that OGE could issue new guidance if and when necessary in the same format as before (where someone gave OGE a proposal and we provided a public response) if there was some nuance not addressed in previous guidance. (Consulted with Seth). <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	Seth Jaffe

reopen

**Interaction History Log**

Closed	11/21/2017 03:19:44 PM by Elizabeth D. Horton
Create	11/21/2017 01:55:31 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	11/21/2017 01:55:31 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13865

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-11-17
<b>Title*:</b>	Question about legal defense funds (Bloomberg)
<b>Question*:</b>	The reporter had questions about whether the president is trying to set up a mechanism for him to personally contribute to a fund to pay for the legal fees of White House staff. She wanted to confirm that OGE is working with a tax firm to help set up a plan.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Shannon
<b>Last Name:</b>	Pettypiece
<b>Title:</b>	Reporter, Bloomberg
<b>Position:</b>	
<b>Email:</b>	
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-11-17
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	The reporter's article was published before I was able to return her call. Accordingly, I am closing out this inquiry. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	11/17/2017 02:51:45 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	11/17/2017 02:51:45 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13761	
Initiation Date*:	2017-10-23
Title*:	Payments for legal expenses
Question*:	Various questions related to employees accepting payments for legal expenses. Because we anticipate additional questions from law firm, we are keeping this interaction open but have responded to each inquiry within 5 days.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency For-Profit
First Name:	Rob
Last Name:	Walker
Title:	
Position:	Other Attorney
Email:	(b) (6)
Phone:	(b) (6)
Other Contact Notes:	Wiley Rein
Assignment:	David J. Apol, Rachel K. Dowell, Seth Jaffe
Watching:	
Temporary Notes:	
created by:	Rachel K. Dowell

Resolution Information	
Resolution Date*:	2018-02-14
Resolution Category*:	Resolved
Response*:	<p>10/23/17: Preliminary discussions about legal defense funds, provided a copy of a draft trust instrument template that is based on a legal expense fund trust that OGE reviewed in 2011 and 2012, and agreed that further discussions would be necessary.</p> <p>10/27/17: Continued discussions about legal defense funds.</p> <p>11/2/17: Continued discussions about legal defense funds.</p> <p>11/8/17: Continued discussions about legal defense funds.</p> <p>11/14/17: Continued discussions about legal defense funds.</p> <p>12/21/17: Law firm provided draft screening questions for potential LDF donors for OGE review. We reviewed the documents and told the law firm that we did not notice anything objectionable or contrary to law. We reiterated that not every question they included would be required. We noted that we could not confirm that implementing the screening questionnaire, absent appropriate verification procedures, would ensure compliance with the ethics rules. This would depend on the LDF terms, which we have not reviewed. We strongly recommended including article 7, #5 and 6, of the Model LDF Trust Agreement to their LDF terms (trustee</p>

duty to confer with agency DAEO as needed to seek a determination as to whether the contribution is from a prohibited source, and to confer with OGE where appropriate). We asked them to consider a "don't know" box and/or an explanation box to each answer choice. We noted the importance of transparency as to the donors and the payments, but asked them to consider which pieces of personal information, like private cell phone number and emails, would be disclosed and to provide potential donors notice of disclosure. Provided additional technical assistance. The draft questions and cover letter were returned to law firm upon OGE Records Officer's approval. Law firm also asked about the respective roles of the White House and OGE in determining whether the RNC is a prohibited source. We reminded them of the status, consistent with AIMS entry 13489 and the Acting Director's 10/6/17 email to Stefan Passantino.

12/28/17: Brief discussion about legal defense fund draft.

1/3/17: Call to discuss draft legal defense fund.

1/5/17: Call to discuss draft legal defense fund.

1/11/18: Call to discuss draft legal defense fund.

1/23/18: Call to discuss draft legal defense fund.

1/25/18: Call to discuss draft legal defense fund.

1/29/18: Law firm provided a draft of the Legal Defense Fund. OGE reviewed the draft agreement and provided a letter from the Acting Director that stated the following: "OGE does not approve or disapprove of specific legal defense funds. However, if the fund is established and administered in accordance with the terms set out in the attached agreement, both the managers and the employee recipients will be in compliance with 18 U.S.C. § 209. Similarly, adherence to the terms of the agreement should ensure that the employee recipients do not violate any provision of 5 U.S.C. §§ 7351 and 7353, or of the Standards of Ethical Conduct for Employees of the Executive Branch at 5 C.F.R. part 2635, as a result of the planned activities of the managers on their behalf."

2/16/18: Call to discuss a question of whether a non-officer, non-employee member of the board of directors of a corporation was the same person as the corporation for purposes of 5 CFR 2635.102(k) and therefore a prohibited source if the corporation was a prohibited source. (More specifically, whether a Director is an "agent" of the corporation). Dave advised that this is a fact-specific question: Directors are not necessarily an agent of the corporation, particularly when they are acting on matters unrelated to the corporation, but they could become an agent of the corporation by agreeing to do something on behalf of the corporation, for example.

4/13/18: Courtesy call to Wiley Rein informing them that OGE had recently responded to a document request from several members of the HOCR Committee. We did not provide Wiley Rein with a copy of our document production for the Committee members.

4/30/18: Called Wiley Rein to inquire about a recent news report where it was reported that the Fund failed to comply with the initial IRS form 8872 disclosure requirements. Wiley Rein informed us that, although it is not the role of the firm to submit the IRS form 8872 reports to the IRS, it is the understanding of the firm that the news account was inaccurate. They said that this was the case because the news organization checked the IRS on-line disclosures and that the Fund submitted its first report in paper form which had yet to be placed on-line by the IRS. I also informed the firm of the EIGA reporting requirements and how those requirements could be affected if the Fund did in fact fail to meet the IRS form 8872 reporting requirements or failed to meet those requirements in the future.

*(Assigned to: David J. Apol; Rachel K. Dowell; Seth Jaffe)*

**Complexity (level):**

5

[\[Click to view/hide complexity guidelines\]](#)

**Time Spent (hours):**

More than 8 hours

**Contributor:**

reopen

**Reopen Information**

**Date:** 2018-04-27

**Reason:** Typo in citation.  
Another call on 4/30/18 re: reporting requirements.

**Interaction History Log**

Closed 04/30/2018 01:30:13 PM by Seth Jaffe

Update 04/30/2018 01:01:11 PM by Seth Jaffe

Reopen 04/30/2018 12:59:19 PM by Seth Jaffe

Closed	04/27/2018 12:41:00 PM by Rachel K. Dowell
Reopen	04/27/2018 12:40:27 PM by Rachel K. Dowell
Closed	04/13/2018 01:51:11 PM by Seth Jaffe
Reopen	04/13/2018 01:46:57 PM by Seth Jaffe
Closed	03/01/2018 10:47:51 AM by Rachel K. Dowell
Reopen	03/01/2018 10:47:33 AM by Rachel K. Dowell
Closed	02/14/2018 02:44:48 PM by Rachel K. Dowell
Update	01/25/2018 04:59:30 PM by Rachel K. Dowell
Update	01/05/2018 06:14:34 PM by Rachel K. Dowell
Update	01/04/2018 09:15:54 AM by Rachel K. Dowell
Update	12/21/2017 12:54:29 PM by Rachel K. Dowell
Update	11/14/2017 02:51:08 PM by Rachel K. Dowell
Update	11/02/2017 03:20:08 PM by Rachel K. Dowell
Create	10/31/2017 01:10:17 PM by Rachel K. Dowell
Now Assigned: Rachel K. Dowell David J. Apol Seth Jaffe	10/31/2017 01:10:17 PM by Rachel K. Dowell

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13751	
Initiation Date*:	2017-10-30
Title*:	Past OGE Gift Advice
Question*:	I spoke with a former OGE GC asking if she was aware whether she or OGE ever had occasion to give advice on Legal Defense Funds set up for more than one named individual (i.e. funds set up for groups including unnamed individuals).
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Public Citizen
First Name:	Marilyn
Last Name:	Glynn
Title:	
Position:	Other Former OGE GC
Email:	(b) (6)
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Seth Jaffe
Watching:	David J. Apol
Temporary Notes:	
created by:	Seth Jaffe

Resolution Information	
Resolution Date*:	2017-10-30
Resolution Category*:	Resolved
Response*:	She said that she "doesn't remember that ever coming up before", and that she believed that OGE never provided advice on that topic. (Assigned to: Seth Jaffe)
Complexity (level):	3 [Click to view/hide complexity guidelines]
Time Spent (hours):	0-1 hour
Contributor:	
<input type="button" value="reopen"/>	

**Interaction History Log**

Closed	10/30/2017 03:46:02 PM by Seth Jaffe
Now Assigned: Seth Jaffe	10/30/2017 03:46:02 PM by Seth Jaffe

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH**

## Resolved Interaction

Interaction Number: 13519

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-10-03
<b>Title*:</b>	Questions about legal defense funds (Talking Points Memo)
<b>Question*:</b>	<p>I saw the Politico story about the legal defense fund for White House staffers being almost ready for rollout and had a few follow-up questions about its structure.</p> <ol style="list-style-type: none"> <li>1. Who is ultimately in charge for overseeing it and ensuring the donations it receives are above-board, not from anonymous donors, etc? An external ally of the administration?</li> <li>2. What rules govern it? Know OGE provides guidance when it's being set up and issued an advisory opinion on anonymous donations last week, but is there ongoing contact after its established?</li> <li>3. Is there a sense yet of which White House staffers will be covered? Can one fund be used to cover the legal fees of any staffers questioned by Congress or the special counsel? And can it be used for individuals who are no longer with the administration?</li> </ol> <p>Very much appreciate your responses!</p>
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Allegra
<b>Last Name:</b>	Kirkland
<b>Title:</b>	Reporter, Talking Points Memo
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	Office: (b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-10-12
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	<p>I left a voicemail message for the reporter on 10/6 asking her to call me back if she still had questions, but did not receive any call back. Accordingly, I am closing out this media request.                  (Assigned to: Elizabeth D. Horton)</p>
<b>Complexity (level):</b>	<p>1</p> <p><a href="#">[Click to view/hide complexity guidelines]</a></p>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	

reopen

**Interaction History Log**

Closed	10/12/2017 04:13:47 PM by Elizabeth D. Horton
Update	10/06/2017 11:17:43 AM by Elizabeth D. Horton
Create	10/03/2017 05:06:53 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	10/03/2017 05:06:53 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

INTERACTIONS | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13488	
Initiation Date*:	2017-09-21
Title*:	(b)(5) deliberative interagency discussion with an agency ethics official
Question*:	[REDACTED]
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	(b)(5) del berative interagency discussion with an agency ethics official
First Name:	[REDACTED]
Last Name:	[REDACTED]
Title:	
Position:	Ethics Official
Email:	(b)(5) & (b)(6)
Phone:	
Other Contact Notes:	
Assignment:	David J. Apol, Rachel K. Dowell, Seth Jaffe
Watching:	
Temporary Notes:	
created by:	Rachel K. Dowell

Resolution Information	
Resolution Date*:	2017-09-21
Resolution Category*:	Resolved
Response*:	(b)(5) del berative interagency discussion with an agency ethics official
	[REDACTED]
	[REDACTED]

	<p>(b)(5) deliberative interagency discussion with an agency ethics official</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p><i>(Assigned to: David J. Apol; Rachel K. Dowell; Seth Jaffe)</i></p>
<b>Complexity (level):</b>	5 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

Interaction History Log	
Closed	09/28/2017 03:49:14 PM by Rachel K. Dowell
Now Assigned: Rachel K. Dowell Seth Jaffe David J. Apol	09/28/2017 03:49:14 PM by Rachel K. Dowell

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

INTERACTIONS

NEW INTERACTION

SEARCH

TRENDS

AGENCIES

ADMINISTRATION

OUTREACH

## Resolved Interaction

Interaction Number: 13460

[copy press contact to new](#)

Initiation Date\*: 2017-09-25

Title\*: Question about legal defense funds (NY Post)

Question\*: The reporter had questions about the 1993 OGE opinion and wanted to know what prompted the note to be changed.

Update:

Categories\*: Gifts from Outside Sources

Origin Of Interaction\*: Phone

Source\*: Non-Agency  
Press

First Name: Marisa

Last Name: Schultz

Title: Reporter, NY Post

Position:

Email: (b) (6)

Phone: (b) (6)

Other Contact Notes:

Assignment: Elizabeth D. Horton

Watching:

Temporary Notes:

created by: Elizabeth D. Horton

### Resolution Information

Resolution Date\*: 2017-09-25

Resolution Category\*: Resolved

Response\*: I informed the reporter on background that nothing specific prompted the revision to the note and that it was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. I emailed her a link to the opinion.  
(Assigned to: Elizabeth D. Horton)

Complexity (level): 1

[\[Click to view/hide complexity guidelines\]](#)

Time Spent (hours): 0-1 hour

Contributor:

reopen

**Interaction History Log**

Closed	09/25/2017 04:14:06 PM by Elizabeth D. Horton
Create	09/25/2017 03:27:32 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/25/2017 03:27:32 PM by Elizabeth D. Horton

Division(s) assigned: PCD





# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13458

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-25
<b>Title*:</b>	Question about legal advisory (Talking Points Memo)
<b>Question*:</b>	<p>Good morning Elizabeth,</p> <p>Hope all's well! Have spent this year covering various aspects of the federal and congressional Russia investigations for TPM, including the legal representation of Trump associates and White House officials. Saw this CNN report on OGE's intentions to issue new updates on establishing legal defense funds, and wanted to ask to be kept in the loop on any changes on this front. If there's a press list for this topic, would very much appreciate being added to it.</p>
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Allegra
<b>Last Name:</b>	Kirkland
<b>Title:</b>	Reporter, Talking Points Memo
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	Office (b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-25
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	<p>I informed the reporter that there is no press list and that we typically announce new guidance on Twitter and OGE's website. I also told her that we had no comment on the article. (Assigned to: Elizabeth D. Horton)</p>
<b>Complexity (level):</b>	<p>1</p> <p><a href="#">[Click to view/hide complexity guidelines]</a></p>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

# AIMS Agency Information Management System

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH**

## Resolved Interaction

*Interaction Number: 13426*

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-18
<b>Title*:</b>	Followup questions about legal defense funds (Washington Post)
<b>Question*:</b>	Hi Elizabeth,  Thanks for taking the time last Thursday to chat about the legal defense fund donations issue for my piece for the Post's editorial board. I see that CNN obtained a document on Friday that it says was sent by OGE to the White House Counsel's office on the matter of legal defense funds, which would prohibit anonymous donations. Can I ask whether CNN's story is an accurate portrayal of OGE's policy and actions on the matter?
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Quinta
<b>Last Name:</b>	Jurecic
<b>Title:</b>	Reporter, Washington Post
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-19
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter that OGE's policy is to recommend that funds include language prohibiting anonymous contributions. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	1 [Click to view/hide complexity guidelines]
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<b>reopen</b>	

**Interaction History Log**

Closed	09/19/2017 11:07:25 AM by Elizabeth D. Horton
Create	09/19/2017 09:47:16 AM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/19/2017 09:47:16 AM by Elizabeth D. Horton

Division(s) assigned: PCD

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH** |

## Resolved Interaction

<i>Interaction Number: 13425</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-09-18
<b>Title*:</b>	Questions about legal defense funds (Business Insider)
<b>Question*:</b>	<p>Sonam Sheth here from Business Insider. We spoke a few months back about an article I was writing on possible ethics concerns raised by Ivanka Trump's new White House role.</p> <p>I was wondering if you could shed some light (on background, if you'd prefer) on why the OGE has reversed its internal policy on prohibiting anonymous lobbyist donations to WH staffers who have legal defense funds. Wouldn't that raise ethics concerns as it relates to the current Russia investigation?</p> <p>Have there since been anonymous donations from lobbyists to the legal defense funds?</p>
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Sonam
<b>Last Name:</b>	Sheth
<b>Title:</b>	Reporter, Business Insider
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	<i>Elizabeth D. Horton</i>

Resolution Information	
<b>Resolution Date*:</b>	2017-09-18
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	<p>I informed the reporter that OGE's policy on anonymous contributions has not changed and that OGE has been and continues to recommend that funds include language prohibiting anonymous contributions.</p> <p><i>(Assigned to: Elizabeth D. Horton)</i></p>
<b>Complexity (level):</b>	<p>1</p> <p><a href="#">[Click to view/hide complexity guidelines]</a></p>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	

reopen

**Interaction History Log**

Closed	09/18/2017 04:53:31 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/18/2017 04:53:31 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13423

[copy press contact to new](#)

Initiation Date*:	2017-09-18
Title*:	Questions about disclosure requirements (Bloomberg)
Question*:	The reporter had questions about disclosure practices for legal defense funds.
Update:	
Categories*:	278s
Origin Of Interaction*:	Phone
Source*:	Non-Agency Press
First Name:	Bill
Last Name:	Allison
Title:	Journalist, Bloomberg News
Position:	
Email:	(b) (6)
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Elizabeth D. Horton
Watching:	
Temporary Notes:	
created by:	Elizabeth D. Horton

### Resolution Information

Resolution Date*:	2017-09-18
Resolution Category*:	Resolved
Response*:	I informed the reporter on background that a public filer would have to comply with the reporting requirements for a trustee position and for any income or beneficial interest in a trust. I also referred the reporter to the definition of prohibited source in 2635.203(d) and told him that a prohibited source is case-specific. (Assigned to: Elizabeth D. Horton)
Complexity (level):	2 <a href="#">[Click to view/hide complexity guidelines]</a>
Time Spent (hours):	0-1 hour
Contributor:	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/18/2017 03:55:24 PM by Elizabeth D. Horton
Create	09/18/2017 03:33:51 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/18/2017 03:33:51 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

**INTERACTIONS**

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[SEARCH](#)

[TRENDS](#)

[AGENCIES](#)

[ADMINISTRATION](#)

[OUTREACH](#)

## Resolved Interaction

Interaction Number: 13422

[copy press contact to new](#)

Initiation Date\*: 2017-09-18

Title\*: Question about individual's legal defense fund (National Journal)

Question\*: The reporter indicated that Michael Flynn recently established a legal defense fund and wanted to know if the disclosure requirements would apply to him since he is no longer a federal employee.

Update:

Categories\*: Gifts from Outside Sources

Origin Of Interaction\*: Phone

Source\*: Non-Agency Press

First Name: Alex

Last Name: Clearfield

Title: Reporter, National Journal

Position:

Email: none provided

Phone: (b) (6)

Other Contact Notes:

Assignment: Elizabeth D. Horton

Watching:

Temporary Notes:

created by: Elizabeth D. Horton

### Resolution Information

Resolution Date\*: 2017-09-18

Resolution Category\*: Resolved

Response\*: I informed the reporter on background that the reporting requirements apply to executive branch employees.  
(Assigned to: Elizabeth D. Horton)

Complexity (level): 1

[\[Click to view/hide complexity guidelines\]](#)

Time Spent (hours): 0-1 hour

Contributor:

[reopen](#)



**Interaction History Log**

Closed	09/18/2017 03:28:24 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/18/2017 03:28:24 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13412

[copy press contact to new](#)

Initiation Date*:	2017-09-15
Title*:	Press Call
Question*:	Reporter was following up on his story regarding OGE's policy on prohibiting anonymous donations to legal defense funds
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Email
Source*:	Non-Agency Press
First Name:	Darren
Last Name:	Samuelsohn
Title:	Reporter - Politico
Position:	
Email:	(b) (6)
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Elaine Newton
Watching:	
Temporary Notes:	
created by:	Elaine Newton

### Resolution Information

Resolution Date*:	2017-09-15
Resolution Category*:	Resolved
Response*:	OGE provided the reporter the following statement and the Acting Director spoke with him Here is a link to the new Politico story: <a href="http://www.politico.com/story/2017/09/15/anonymous-gifts-white-house-legal-defense-ethics-242779">http://www.politico.com/story/2017/09/15/anonymous-gifts-white-house-legal-defense-ethics-242779</a> (Assigned to: Elaine Newton)
Complexity (level):	5 <a href="#">[Click to view/hide complexity guidelines]</a>
Time Spent (hours):	0-1 hour
Contributor:	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/15/2017 05:22:02 PM by Elaine Newton
Now Assigned: Elaine Newton	09/15/2017 05:22:02 PM by Elaine Newton

Division(s) assigned: GCLPD

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13405

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Question about legal defense funds (Vice News)
<b>Question*:</b>	The reporter had questions about legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Carter
<b>Last Name:</b>	Sherman
<b>Title:</b>	Reporter, Vice News
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. I also told her on background that subpart B applies to legal defense funds. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/14/2017 05:37:00 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 05:37:00 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13404

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Request for comment legal defense funds (CNN)
<b>Question*:</b>	The reporter requested a comment on OGE's policy on legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Daniella
<b>Last Name:</b>	Diaz
<b>Title:</b>	Reporter, CNN
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-19
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I contacted the reporter on 9/14/17 concerning her media request and left her a message but did not receive any call back and the reporter's article was published thereafter. Accordingly, I am closing out this media request. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/19/2017 11:28:20 AM by Elizabeth D. Horton
Create	09/14/2017 05:25:16 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 05:25:16 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#) |

## Resolved Interaction

Interaction Number: 13403

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Questions about legal defense funds (NPR)
<b>Question*:</b>	The reporter had questions about legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Joanne
<b>Last Name:</b>	Levine
<b>Title:</b>	Reporter, NPR
<b>Position:</b>	
<b>Email:</b>	
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-19
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I contacted the reporter on 9/14/17 and 9/19/17 concerning her media request and left her messages but did not receive any call back. Accordingly, I am closing out this media request. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	



**Interaction History Log**

Closed	09/19/2017 11:32:28 AM by Elizabeth D. Horton
Create	09/14/2017 05:21:45 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 05:21:45 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#)

## Resolved Interaction

Interaction Number: 13402

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Questions about legal defense funds (Washington Post)
<b>Question*:</b>	The reporter had questions about legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Quinta
<b>Last Name:</b>	Jurecic
<b>Title:</b>	Reporter, Washington Post
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. I also told her on background that subpart B applies to legal defense funds. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/14/2017 05:19:20 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 05:19:20 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH** |

## Resolved Interaction

Interaction Number: 13401

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Question about legal defense funds (NPR)
<b>Question*:</b>	The reporter had questions about OGE's policy on legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Peter
<b>Last Name:</b>	Overby
<b>Title:</b>	Reporter, NPR
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. I also told him on background that subpart B applies to legal defense funds. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/14/2017 05:09:41 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 05:09:41 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13400

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Questions about legal defense funds (Washington Post)
<b>Question*:</b>	I just left you a voicemail and am following up on email. I'm looking to explain news Politico reported that the OGE now allows lobbyists to give anonymous donations to White House staffers' legal defense funds. Does OGE have a statement? . I'm on email or (b) (6) and my deadline is 9 a.m. Friday. Thank you!
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Amber
<b>Last Name:</b>	Phillips
<b>Title:</b>	Staff Writer, The Fix
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. I also told her on background that subpart B applies to legal defense funds. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	

reopen

**Interaction History Log**

Closed	09/14/2017 06:24:01 PM by Elizabeth D. Horton
Create	09/14/2017 04:54:29 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:54:29 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#) |

## Resolved Interaction

<i>Interaction Number: 13399</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Question about legal defense funds (Talking Points Memo)
<b>Question*:</b>	Hi there,  Hoping to get comment on whether OGE has moved to allow anonymous donations to legal defense funds set up on behalf of White House staffers, or if the office disagrees with the characterization of previous enforcement of the policy as described in this Politico story.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Allegra
<b>Last Name:</b>	Kirkland
<b>Title:</b>	Reporter, Talking Points Memo
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	Office: (b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	



reopen

**Interaction History Log**

Closed	09/14/2017 04:33:20 PM by Elizabeth D. Horton
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Now Assigned: Elizabeth D. Horton	09/14/2017 04:33:20 PM by Elizabeth D. Horton
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Division(s) assigned: PCD

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

<i>Interaction Number: 13398</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Questions about legal defense funds (Washington Examiner)
<b>Question*:</b>	Can you please clarify for me what's happening with legal donation rules?  I ask, of course, because of this Politico article <a href="http://www.politico.com/story/2017/09/13/trump-ethics-watchdog-legal-defense-242690">http://www.politico.com/story/2017/09/13/trump-ethics-watchdog-legal-defense-242690</a>
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Steven
<b>Last Name:</b>	Nelson
<b>Title:</b>	Reporter, Washington Examiner
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-09-18
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	The reporter's article was published on 9/14 without him calling me back after I left a voicemail message so I am closing out this interaction. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/18/2017 02:31:01 PM by Elizabeth D. Horton
Create	09/14/2017 04:29:21 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:29:21 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#)

## Resolved Interaction

<i>Interaction Number: 13397</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Questions about ethics waivers and legal defense funds (Government Executive)
<b>Question*:</b>	Gov Exec seeks phone conversation on ethics waivers report and legal defense fund gifts... Two separate items, right? A backgrounder would help. thx--charlie
<b>Update:</b>	
<b>Categories*:</b>	Ethics Pledge (E.O. 13770), Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Charles
<b>Last Name:</b>	Clark
<b>Title:</b>	Reporter, Government Executive
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 [Click to view/hide complexity guidelines]
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/14/2017 04:25:28 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:25:28 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13396

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Question about legal defense funds (Wall Street Journal)
<b>Question*:</b>	I am trying to find information about the policy regarding anonymous donations for legal defense funds for government officials - can you point me in the right direction? (Re: this Politico story <a href="http://www.politico.com/story/2017/09/13/trump-ethics-watchdog-legal-defense-242690">http://www.politico.com/story/2017/09/13/trump-ethics-watchdog-legal-defense-242690</a> )
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Aruna
<b>Last Name:</b>	Viswanatha
<b>Title:</b>	Reporter, Wall Street Journal
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. I also told her on background that subpart B applies to legal defense funds. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/14/2017 04:47:52 PM by Elizabeth D. Horton
Update	09/14/2017 04:15:20 PM by Elizabeth D. Horton
Create	09/14/2017 04:11:06 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:11:06 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | [NEW INTERACTION](#) | [SEARCH](#) | [TRENDS](#) | [AGENCIES](#) | [ADMINISTRATION](#) | [OUTREACH](#)

## Resolved Interaction

Interaction Number: 13395

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-14
<b>Title*:</b>	Question about legal defense funds (Fox News)
<b>Question*:</b>	Has OGE changed its policy regarding anonymous donations to legal funds?
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	John
<b>Last Name:</b>	Roberts
<b>Title:</b>	Chief White House Correspondent, Fox News
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-14
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on the record that the OGE policy on anonymous contributions has not changed, it is the same as when former director Shaub left the agency and that the note posted on the 1993 OGE opinion was changed only to clarify that the main part of the advisory was still valid and to expressly encourage people to contact OGE before establishing a legal defense fund. OGE is continuing to recommend that funds include language prohibiting anonymous contributions. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	



**Interaction History Log**

Closed	09/14/2017 04:12:27 PM by Elizabeth D. Horton
Create	09/14/2017 04:07:10 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:07:10 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

**INTERACTIONS**

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## Resolved Interaction

Interaction Number: 13394

[copy press contact to new](#)

**Initiation Date\*:** 2017-09-14

**Title\*:** Requesting comment on legal defense funds (Fox News)

**Question\*:** The reporter requested a comment on the 1993 guidance and OGE's policy on legal defense funds.

**Update:**

**Categories\*:** Gifts from Outside Sources

**Origin Of Interaction\*:** Phone

**Source\*:** Non-Agency  
Press

**First Name:** Wes

**Last Name:** Barrett

**Title:** Reporter, Fox News

**Position:**

**Email:** (b) (6)

**Phone:** (b) (6)

**Other Contact Notes:**

**Assignment:** Elizabeth D. Horton

**Watching:**

**Temporary Notes:**

*created by:* Elizabeth D. Horton

### Resolution Information

**Resolution Date\*:** 2017-09-19

**Resolution Category\*:** Resolved

**Response\*:** I contacted the reporter on 9/14/17 concerning his media request and left him a message but did not receive any call back. Accordingly, I am closing out this media request.  
(Assigned to: Elizabeth D. Horton)

**Complexity (level):** 1

[\[Click to view/hide complexity guidelines\]](#)

**Time Spent (hours):** 0-1 hour

**Contributor:**

[reopen](#)

## Interaction History Log

Closed	09/19/2017 11:34:20 AM by Elizabeth D. Horton
Update	09/14/2017 04:03:55 PM by Elizabeth D. Horton
Create	09/14/2017 04:03:31 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 04:03:31 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13393	
Initiation Date*:	2017-09-14
Title*:	Questions about legal defense funds
Question*:	The staffer had questions about OGE's policy on legal defense funds.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Congress
First Name:	Krista
Last Name:	Boyd
Title:	House Committee on Oversight and Government Reform
Position:	
Email:	
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Elizabeth D. Horton
Watching:	Shelley K. Finlayson
Temporary Notes:	
created by:	Elizabeth D. Horton

Resolution Information	
Resolution Date*:	2017-09-19
Resolution Category*:	Resolved
Response*:	The staffer mentioned that she spoke with Diana on 9/15. She had a followup question about OGE's guidance and policy and I informed her that, although not in writing, OGE's policy has been and continues to be that legal defense funds should not accept anonymous donations. I told her that I did not know why the 1993 opinion has not been updated/superseded since then. <i>(Assigned to: Elizabeth D. Horton)</i>
Complexity (level):	1 [Click to view/hide complexity guidelines]
Time Spent (hours):	0-1 hour
Contributor:	Diana Veilleux
<a href="#">reopen</a>	

## Interaction History Log

Closed	09/19/2017 03:16:17 PM by Elizabeth D. Horton
Update	09/18/2017 02:55:23 PM by Elizabeth D. Horton
Create	09/14/2017 03:54:23 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/14/2017 03:54:23 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

- INTERACTIONS
- NEW INTERACTION
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- ADMINISTRATION
- OUTREACH

## Resolved Interaction

<i>Interaction Number: 13384</i>		<a href="#">copy press contact to new</a>
<b>Initiation Date*:</b>	2017-09-13	
<b>Title*:</b>	Request for comment on legal defense funds (Politi co)	
<b>Question*:</b>	<p>Writing a story here today about the prospect that the Trump White House may help set up legal defense funds for employees accepting anonymous donors. Does OGE or Acting Director Apol want to comment by 3:30 pm?</p> <p>According to former OGE Walter Shaub and others I've spoken with, the long-standing OGE policy with respect to anonymous donors dating back to the Clinton era was that they were prohibited. During the Clinton era they set up legal defense funds for the president and employees but disclosed donors.</p> <p>In a Twitter posting this weekend – and in an interview – Shaub said that the then-OGE general counsel Dave Apol, working with Stefan Passantino in the Trump White House counsel's office, negotiated without his knowledge on a different interpretation that would allow anonymous donors.</p> <p>Shaub notes that the 1993 OGE guidance document itself changed between the time he was there and when he left, once Dave took over as acting head of OGE. Links below:</p> <p>OGE guidance on LDFs as of this May:  <a href="https://web.archive.org/web/20170627221330/https://www.oge.gov/web/OGE.nsf/Legal%20Advisories/0C4D87012885C50385257E96005FBC7B/\$FILE/579f6ba49f8a41f39222f42604c851de2.pdf?open">https://web.archive.org/web/20170627221330/https://www.oge.gov/web/OGE.nsf/Legal%20Advisories/0C4D87012885C50385257E96005FBC7B/\$FILE/579f6ba49f8a41f39222f42604c851de2.pdf?open</a></p> <p>OGE guidance on LDFs as of today:  <a href="https://oge.gov/web/OGE.nsf/Legal%20Advisories/0C4D87012885C50385257E96005FBC7B/\$FILE/93x21.pdf?open">https://oge.gov/web/OGE.nsf/Legal%20Advisories/0C4D87012885C50385257E96005FBC7B/\$FILE/93x21.pdf?open</a></p> <p>And here's Walter Shaub's run-down on this on Twitter from Saturday.  <a href="https://twitter.com/waltshaub/status/906544568560177152">https://twitter.com/waltshaub/status/906544568560177152</a></p> <p>I want to offer OGE and Dave a chance to comment on this by 3:30 pm today?</p>	
<b>Update:</b>		
<b>Categories*:</b>	Gifts from Outside Sources	
<b>Origin Of Interaction*:</b>	Email	
<b>Source*:</b>	Non-Agency Press	
<b>First Name:</b>	Darren	
<b>Last Name:</b>	Samuelsohn	
<b>Title:</b>	Senior White House reporter, POLITICO	
<b>Position:</b>		
<b>Email:</b>	(b) (6)	
<b>Phone:</b>	(b) (6)	

<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	<i>Elizabeth D. Horton</i>

Resolution Information	
<b>Resolution Date*:</b>	2017-09-13
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I told the reporter that OGE has no comment. I also told him on background that the gift rule in 2635 subpart B applies to legal defense funds and that a government employee cannot accept a gift from a prohibited source, and that was the case with the previous note as well as the current note on 93x21. I told him that whereas he previous note alluded to parts of the opinion not being consistent with current OGE interpretation, he current note affirmatively states that this opinion provides guidance on the applicability of 209 and as with many ethics situations, specific facts and nuances should be reviewed by ethics officials. The reporter also asked about whether OGE has discussed setting up legal defense funds with certain groups and I informed him that OGE does not discuss particular advice or consultations and would not confirm or deny that OGE has been consulted. He asked again if OGE would consider making any statements on the record rather than on background and I said no. <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

Interaction History Log	
Closed	09/13/2017 02:58:38 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/13/2017 02:58:38 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

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## Resolved Interaction

<i>Interaction Number: 13374</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-09-12
<b>Title*:</b>	Questions about legal defense funds (Reuters)
<b>Question*:</b>	The reporter had questions about how legal fees can be paid for government employees and also wanted to know if OGE has been consulted about setting up legal defense funds for certain individuals.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources, Other
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Karen
<b>Last Name:</b>	Freifeld
<b>Title:</b>	Reporter, Reuters
<b>Position:</b>	
<b>Email:</b>	None provided.
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Elizabeth D. Horton

Resolution Information	
<b>Resolution Date*:</b>	2017-09-12
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on background that the gift rule in 2635 subpart B applies to legal defense funds and that a government employee cannot accept a gift from a prohibited source. She mentioned that she was confused by the revised note on 93x21 and after consulting with Dave, I told her that the note was changed in order to make it more clear that there is no OGE preference for anonymous donors. Dave agreed that the reporter could report that an OGE spokesperson stated that OGE does not discuss particular advice. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	



**Interaction History Log**

Closed	09/12/2017 05:22:46 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/12/2017 05:22:46 PM by Elizabeth D. Horton

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 13350

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-09-08
<b>Title*:</b>	Question about legal defense funds (Daily Beast)
<b>Question*:</b>	The reporter wanted to know if there were any updates to OGE's policy on legal defense funds.
<b>Update:</b>	
<b>Categories*:</b>	Other
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Lachlan
<b>Last Name:</b>	Markay
<b>Title:</b>	Reporter, Daily Beast
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2017-09-08
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I informed the reporter on background that OGE opinion 93x21 discusses legal defense funds and that although there is a note on that opinion stating that some of the statements are not consistent with current OGE interpretation and practice, the guidance is still largely good except for some nuances for which we are considering issuing further advice. (Assigned to: Elizabeth D. Horton)
<b>Complexity (level):</b>	1 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Interaction History Log**

Closed	09/08/2017 12:28:07 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	09/08/2017 12:28:07 PM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13287	
Initiation Date*:	2017-08-25
Title*:	(b)(5) deliberative interagency discussion with an agency ethics official
Question*:	[Redacted]
Update:	
Categories*:	209, Gifts between Employees, Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	(b)(5) deliberative interagency discussion with an agency ethics official
First Name:	[Redacted]
Last Name:	[Redacted]
Title:	
Position:	Ethics Official
Email:	(b)(5) & (b)(6)
Phone:	[Redacted]
Other Contact Notes:	
Assignment:	Seth Jaffe
Watching:	David J. Apol
Temporary Notes:	
created by:	Seth Jaffe

Resolution Information	
Resolution Date*:	2017-08-28
Resolution Category*:	Resolved
Response*:	(b)(5) del berative interagency discussion with an agency ethics official
	[Redacted]
	[Redacted]
	[Redacted]
	[Redacted]
	[Redacted]
	(Assigned to: Seth Jaffe)

<b>Complexity (level):</b>	4 [Click to view/hide complexity guidelines]
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

Interaction History Log	
Closed	08/28/2017 05:17:57 PM by Seth Jaffe
Now Assigned: Seth Jaffe	08/28/2017 05:17:57 PM by Seth Jaffe

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

**INTERACTIONS**

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## Resolved Interaction

Interaction Number: 12953

[copy press contact to new](#)

**Initiation Date\*:** 2017-07-17

**Title\*:** Rules pertaining to an administration official's legal defense fund (USA Today)

**Question\*:** Can you tell me what the rules are for an administration official to create a legal defense fund, including whether there are disclosure requirements?

**Update:**

**Categories\*:** Other

**Origin Of Interaction\*:** Email

**Source\*:** Non-Agency  
Press

**First Name:** Maureen

**Last Name:** Groppe

**Title:** Washington Correspondent

**Position:**

**Email:** (b) (6)

**Phone:** (b) (6)

**Other Contact Notes:**

**Assignment:** Elizabeth D. Horton

**Watching:**

**Temporary Notes:**

*created by:* Elizabeth D. Horton

### Resolution Information

**Resolution Date\*:** 2017-07-19

**Resolution Category\*:** Resolved

**Response\*:** I informed the reporter that OGE opinion 93x21 discusses legal defense funds and that although there is a note on that opinion stating that some of the statements are not consistent with current OGE interpretation and practice, the guidance is still largely good except for some nuances for which we are considering issuing further advice. I also advised her that there would be reporting requirements, but the specific requirements would vary from fund to fund depending on how it was set up.  
(Assigned to: Elizabeth D. Horton)

**Complexity (level):** 2

[\[Click to view/hide complexity guidelines\]](#)

**Time Spent (hours):** 1-4 hours

**Contributor:**

[reopen](#)

**Interaction History Log**

Closed	07/19/2017 05:20:41 PM by Elizabeth D. Horton
Update	07/19/2017 11:59:12 AM by Elizabeth D. Horton
Create	07/18/2017 11:23:44 AM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	07/18/2017 11:23:44 AM by Elizabeth D. Horton

Division(s) assigned: PCD



# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 12873

[copy press contact to new](#)

<b>Initiation Date*:</b>	2017-07-05
<b>Title*:</b>	Legal Defense Funds
<b>Question*:</b>	Is OGE still reviewing its policies on Legal Defense Funds?
<b>Update:</b>	
<b>Categories*:</b>	209, Gifts between Employees
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Karen
<b>Last Name:</b>	Friefeld
<b>Title:</b>	Reporter
<b>Position:</b>	Other Reporter
<b>Email:</b>	None provided.
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Leigh J. Francis
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Leigh J. Francis

### Resolution Information

<b>Resolution Date*:</b>	2017-07-05
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I pointed the reporter to OGE's 1993 opinion on Legal Defense Funds, and I confirmed "OGE is reviewing its policies on who can legal contribute to Legal Defense Funds". OGE provided the same comment from an OGE official for a Politico article published on May 20, 2017. OGE's position has not changed, and I confirmed with senior management that this statement could be attributed to an official at OGE. <i>(Assigned to: Leigh J. Francis)</i>
<b>Complexity (level):</b>	3 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	



**Interaction History Log**

Closed	07/05/2017 06:22:18 PM by Leigh J. Francis
Now Assigned: Leigh J. Francis	07/05/2017 06:22:18 PM by Leigh J. Francis

Division(s) assigned: GCLPD

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## Resolved Interaction

<i>Interaction Number: 12555</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-05-31
<b>Title*:</b>	Seeking information about legal defense funds (Reuters)
<b>Question*:</b>	Can you tell me the current OGE interpretation involving private legal defense funds set up to cover the legal costs of: 1) The president 2) An executive branch official
<b>Update:</b>	
<b>Categories*:</b>	Other
<b>Origin Of Interaction*:</b>	Email
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	James
<b>Last Name:</b>	Oliphant
<b>Title:</b>	White House correspondent, Reuters
<b>Position:</b>	
<b>Email:</b>	(b) (6)
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Vincent J. Salamone
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Vincent J. Salamone

Resolution Information	
<b>Resolution Date*:</b>	2017-05-31
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I contacted the reporter on 5/31/17 but did not receive a response back. Therefore, I am closing this request at this time pending a response from the reporter.  (Assigned to: Vincent J. Salamone)
<b>Complexity (level):</b>	4 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	Seth Jaffe
<a href="#">reopen</a>	

**Interaction History Log**

Closed	06/08/2017 03:35:42 PM by Vincent J. Salamone
Update	05/31/2017 03:08:51 PM by Vincent J. Salamone
Update	05/31/2017 03:08:31 PM by Vincent J. Salamone
Create	05/31/2017 08:49:49 AM by Vincent J. Salamone
Now Assigned: Vincent J. Salamone	05/31/2017 08:49:49 AM by Vincent J. Salamone

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

<i>Interaction Number: 12525</i>		<a href="#">copy press contact to new</a>
<b>Initiation Date*:</b>	2017-05-25	
<b>Title*:</b>	Seeking information about legal defense funds (Quartz)	
<b>Question*:</b>	The reporter is trying to get some update if possible to what OGE is looking at in terms of legal defense funds and how executive branch staff can pay for their own legal defense.	
<b>Update:</b>		
<b>Categories*:</b>	Other	
<b>Origin Of Interaction*:</b>	Phone	
<b>Source*:</b>	Non-Agency Press	
<b>First Name:</b>	Heather	
<b>Last Name:</b>	Timmons	
<b>Title:</b>	White House correspondent, Quartz	
<b>Position:</b>		
<b>Email:</b>	(b) (6)	
<b>Phone:</b>	m: (b) (6)	
<b>Other Contact Notes:</b>		
<b>Assignment:</b>	Vincent J. Salamone	
<b>Watching:</b>		
<b>Temporary Notes:</b>		
<b>created by:</b>	Vincent J. Salamone	

<b>Resolution Information</b>	
<b>Resolution Date*:</b>	2017-06-01
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I contacted the reporter on 5/31/17 and made another return call to the reporter (responding to her second call) on 6/1/17, but did not receive a response back. Therefore, I am closing this request at this time pending a response from the reporter. <i>(Assigned to: Vincent J. Salamone)</i>
<b>Complexity (level):</b>	3 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

## Interaction History Log

Closed	06/08/2017 03:31:37 PM by Vincent J. Salamone
Update	06/01/2017 02:11:02 PM by Vincent J. Salamone
Update	05/31/2017 03:04:57 PM by Vincent J. Salamone
Update	05/30/2017 09:55:02 AM by Vincent J. Salamone
Update	05/25/2017 07:19:26 PM by Vincent J. Salamone
Create	05/25/2017 03:39:45 PM by Vincent J. Salamone
Now Assigned: Vincent J. Salamone	05/25/2017 03:39:45 PM by Vincent J. Salamone

Division(s) assigned: GCLPD

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 11475	
Initiation Date*:	2017-02-23
Title*:	(b)(5) deliberative interagency discussion with an agency ethics official
Question*:	[Redacted]
Update:	
Categories*:	209, Gifts between Employees, Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	(b)(5) del berative interagency discussion with an agency ethics official
First Name:	[Redacted]
Last Name:	[Redacted]
Title:	
Position:	Ethics Official
Email:	(b)(5) & (b)(6)
Phone:	[Redacted]
Other Contact Notes:	
Assignment:	Patrick Shepherd, Rachel K. Dowell
Watching:	David J. Apol, Nicole Stein, Seth Jaffe
Temporary Notes:	
created by:	Patrick Shepherd

Resolution Information	
Resolution Date*:	2017-02-28
Resolution Category*:	Resolved
Response*:	(b)(5) del berative interagency discussion with an agency ethics official (Assigned to: Patrick Shepherd; Rachel K. Dowell)
Complexity (level):	5 <a href="#">[Click to view/hide complexity guidelines]</a>
Time Spent (hours):	1-4 hours
Contributor:	
<a href="#">reopen</a>	

### Reopen Information

<b>Date:</b>	2017-02-28
<b>Reason:</b>	Update

Interaction History Log	
Closed	02/28/2017 04:50:25 PM by Rachel K. Dowell
Reopen	02/28/2017 04:50:10 PM by Rachel K. Dowell
Closed	02/28/2017 04:49:50 PM by Rachel K. Dowell
Update	02/23/2017 03:20:51 PM by Seth Jaffe
Now Assigned: Patrick Shepherd Rachel K. Dowell	02/23/2017 03:20:51 PM by Seth Jaffe
Create	02/23/2017 02:39:32 PM by Patrick Shepherd
Now Assigned: Patrick Shepherd AIMS GCLPD Intake	02/23/2017 02:39:32 PM by Patrick Shepherd

Division(s) assigned: PCD; GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

<i>Interaction Number: 11194</i>	
<a href="#">copy press contact to new</a>	
<b>Initiation Date*:</b>	2017-02-06
<b>Title*:</b>	Information about legal defense funds (Reuters)
<b>Question*:</b>	She is interested in knowing about legal defense funds and whether there is a section on our website where legal defense filings are made available online.
<b>Update:</b>	
<b>Categories*:</b>	Other
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Amanda
<b>Last Name:</b>	Becker
<b>Title:</b>	Reporter, Reuters
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Vincent J. Salamone
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<b>created by:</b>	Vincent J. Salamone

Resolution Information	
<b>Resolution Date*:</b>	2017-02-06
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I had a very general discussion with the reporter about legal defense funds and informed her that I was not aware of any section on our website where legal defense filings are made available online. (Assigned to: Vincent J. Salamone)
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	



**Interaction History Log**

Closed	02/06/2017 02:27:11 PM by Vincent J. Salamone
Create	02/06/2017 01:14:49 PM by Vincent J. Salamone
Now Assigned: Vincent J. Salamone	02/06/2017 01:14:49 PM by Vincent J. Salamone

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

INTERACTIONS

NEW INTERACTION

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ADMINISTRATION

OUTREACH

## Resolved Interaction

Interaction Number: 6121

[copy press contact to new](#)

Initiation Date\*: 2015-04-14

Title\*: Access to records relating to legal defense funds (Washington Post)

Question\*: The reporter has questions about obtaining certain records relating to legal defense funds.

Update:

Categories\*: 278s

Origin Of Interaction\*: Phone

Source\*: Non-Agency  
Press

First Name: Nara

Last Name: Yamnswamy

Title: Reporter

Position:

Email:

Phone: (b) (6)

Other Contact Notes:

Assignment: Vincent J. Salamone

Watching:

Temporary Notes:

created by: Vincent J. Salamone

### Resolution Information

Resolution Date\*: 2015-04-15

Resolution Category\*: Resolved

Response\*: The reporter was seeking documents that dated back to the early and late 1990s. I discussed the general kinds of documents that OGE has made available on its website. I told her that I was not aware if OGE had the particular records that she was seeking. I subsequently informed her of the process she could use to obtain OGE records.  
(Assigned to: Vincent J. Salamone)

Complexity (level): 6

[\[Click to view/hide complexity guidelines\]](#)

Time Spent (hours): 0-1 hour

Contributor:

[reopen](#)

2015-04-21, Vincent Salamone: Resolved The reporter was seeking documents that dated back to the early and late 1990s. I discussed the general kinds of documents that OGE has made available on its website. I told her that I was not aware if OGE had the, 2015-04-16, Vincent Salamone: Customer Last Name Yamnswamy, 2015-04-16, Vincent Salamone: Customer Position , 2015-04-16, Vincent Salamone: Customer First Name Nara , 2015-04-16, Vincent Salamone: Title Access to records relating to legal defense funds (Washington Post) , 2015-04-14, Vincent Salamone: Created

**Interaction History Log**

Division(s) assigned: GCLPD



# AIMS Agency Information Management System

INTERACTIONS

NEW INTERACTION

SEARCH

TRENDS

AGENCIES

ADMINISTRATION

OUTREACH

## Resolved Interaction

Interaction Number: 1174

Initiation Date\*: 2013-07-01

Title\*: Establishment of Legal Defense Fund

Question\*: Hi, I need a contact on establishing a legal defense fund, as your web site is down. First some background: I want to establish a legal defense fund for a current executive at a federal agency. I am familiar with the requirements of 5 CFR 2635 on gifts, etc. From my research on other sites, I understand that you issued a legal opinion authorizing the establishment of legal defense funds for members of the executive branch, and I was hoping to get a copy of it. Also, I need to talk to someone about the maximum amount that the current executive could accept as a gift to the fund from someone outside the agency who does not conduct business with the agency. Thanks. Charlotte Perdue (b) (6)

Update:

Categories\*: Gifts between Employees, Other

Origin Of Interaction\*: Email

Source\*: Non-Agency  
Federal Employee

First Name:

Last Name:

Title:

Position:

Email:

Phone:

Other Contact Notes:

Assignment: Steven Corbally

Watching:

Temporary Notes:

created by: Steven Corbally

### Resolution Information

Resolution Date\*: 2013-07-01

Resolution Category\*: Resolved

Response\*: Good morning, Ms. Perdue. We have attached two Advisories on Legal Defense Funds. We also strongly encourage you to contact the ethics official for your agency. If you need the name of that person please send us the name of your agency and we will provide you with the contact information. Thank you. U.S. Office of Government Ethics  
(Assigned to: Steven Corbally)

Complexity (level): 2

[\[Click to view/hide complexity guidelines\]](#)

Time Spent (hours): 0-1 hour

Contributor:

reopen

2013-07-01, Steve Corbally: Resolved Good morning, Ms. Perdue.  
We have attached two Advisories on Legal Defense Funds. We also strongly encourage you to contact the ethics official for your agency. If you need the name of that person please send us the  
We have attached two Advisories on Legal Defense Funds. We also strongly encourage you to contact the ethics official for your agency. If you need the name of that person please send us the , 2013-07-01, Steve Corbally: Created

**Interaction History Log**

Division(s) assigned: PCD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH

## Resolved Interaction

Interaction Number: 13984	
Initiation Date*:	2017-12-05
Title*:	Question concerning the set up of a legal defense fund (LDF)
Question*:	Follow-up call from AIMS # 13932 about the requirements to set up a legal expense fund for the benefit of a named federal government employee.
Update:	
Categories*:	Gifts from Outside Sources
Origin Of Interaction*:	Phone
Source*:	Non-Agency Other Law Firm
First Name:	Rebecca
Last Name:	Gordon
Title:	Attorney
Position:	Other Attorney - Perkins Coie
Email:	
Phone:	(b) (6)
Other Contact Notes:	Brian Marshall and Emma Sharkey from Perkins Coie were also on the call.
Assignment:	Rachel K. Dowell, Seth Jaffe
Watching:	
Temporary Notes:	
created by:	Rachel K. Dowell

Resolution Information	
Resolution Date*:	2017-12-05
Resolution Category*:	Resolved
Response*:	<p>The attorney explained that they plan to follow the OGE Model Legal Expense Trust Fund Document and proposed the following additional restrictions: 1) Trust will pay beneficiary's "qualifying expenses" (i.e., expenses permitted in Article II of the Model Trust) regardless of whether the beneficiary remains an employee of the agency; 2) Trust does not consider expenses related to beneficiary's job duties to be "qualifying expenses" and are therefore not permitted under the trust; 3) Trustee may not be an employee of a lobbying organization or a national or state banking institution; and 4) Trustee shall not solicit or accept contributions from any federal employee, non-U.S. citizens, or employee of a lobbying organization.</p> <p>We explained that OGE does not approve or disapprove of specific legal expense fund trust instruments but indicated that the attorney may communicate to donors that they are following OGE's Model Legal Expense Trust Fund template and adopting additional restrictions that do not loosen any of the model trust provisions.</p> <p>Finally, we gave advice on indirect solicitations under 5 CFR 2635.203(f).                      (Assigned to: Rachel K. Dowell; Seth Jaffe)</p>
Complexity (level):	4

	<a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	1-4 hours
<b>Contributor:</b>	
<a href="#">reopen</a>	

Interaction History Log	
Closed	12/06/2017 03:05:58 PM by Rachel K. Dowell
Now Assigned: Rachel K. Dowell Seth Jaffe	12/06/2017 03:05:58 PM by Rachel K. Dowell

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | NEW INTERACTION | SEARCH | TRENDS | AGENCIES | ADMINISTRATION | OUTREACH |

## Resolved Interaction

Interaction Number: 2349	
Initiation Date*:	2013-12-03
Title*:	Legal expense trust letters
Question*:	An attorney is seeking to obtain letters concerning two legal expense trusts (LETs) of a former President. The letters were referenced in documents he obtained while conducting research on LETs.
Update:	
Categories*:	208, Standards of Conduct - Other, Trusts
Origin Of Interaction*:	Phone
Source*:	Non-Agency State/Local
First Name:	Richard
Last Name:	Neel
Title:	Deputy Attorney General for Technology, Real Estate, Environment and Transportation
Position:	
Email:	none provided
Phone:	(b) (6)
Other Contact Notes:	
Assignment:	Vincent J. Salamone
Watching:	
Temporary Notes:	
created by:	Vincent J. Salamone

Resolution Information	
Resolution Date*:	2013-12-04
Resolution Category*:	Resolved
Response*:	The attorney was researching the topic of legal expense trusts (LETs) and came across references to two letters about two separate legal expense trusts set up by former President Clinton in the 1990s. He asked whether the letters were publicly available documents. He said that the letters were referenced in a document prepared by another State entity in Florida. I informed the reporter that I was not aware of any such documents posted on our website. I informed him of the two informal advisory letters that are available by doing a simple search on our website (i.e., 85 x 19 and 93 x 21). I also had a very general discussion about some of the practical ethical issues that arise in setting up LETs that comply with Federal conflict of interest laws and other relevant ethics rules. <i>(Assigned to: Vincent J. Salamone)</i>
Complexity (level):	2 [Click to view/hide complexity guidelines]
Time Spent (hours):	1-4 hours
Contributor:	
<input type="button" value="reopen"/>	



2013-12-05, Vincent Salamone: Resolved The attorney was researching the topic of legal expense trusts (LETs) and came across references to two letters about two separate legal expense trusts set up by former President Clinton in the 1990s. He asked whet, 2013-12-05, Vincent Salamone: Customer Position , 2013-12-05, Vincent Salamone: Customer Email none provided, 2013-12-05, Vincent Salamone: Customer First Name Richard, 2013-12-03, Vincent Salamone: Created

**Interaction History Log**

Division(s) assigned: GCLPD

# AIMS Agency Information Management System

**INTERACTIONS** | **NEW INTERACTION** | **SEARCH** | **TRENDS** | **AGENCIES** | **ADMINISTRATION** | **OUTREACH** |

## Resolved Interaction

Interaction Number: 14248

[copy press contact to new](#)

<b>Initiation Date*:</b>	2018-01-17
<b>Title*:</b>	Questions about legal defense funds (Daily Caller)
<b>Question*:</b>	The reporter had questions about a legal defense fund for Leandra English.
<b>Update:</b>	
<b>Categories*:</b>	Gifts from Outside Sources
<b>Origin Of Interaction*:</b>	Phone
<b>Source*:</b>	Non-Agency Press
<b>First Name:</b>	Richard
<b>Last Name:</b>	Pollock
<b>Title:</b>	Reporter, Daily Caller Foundation
<b>Position:</b>	
<b>Email:</b>	none provided
<b>Phone:</b>	(b) (6)
<b>Other Contact Notes:</b>	
<b>Assignment:</b>	Elizabeth D. Horton
<b>Watching:</b>	
<b>Temporary Notes:</b>	
<i>created by:</i>	Elizabeth D. Horton

### Resolution Information

<b>Resolution Date*:</b>	2018-01-17
<b>Resolution Category*:</b>	Resolved
<b>Response*:</b>	I told the reporter that I could not discuss a specific individual but told him on background that individuals must comply with the gift rules and the applicable reporting requirements and referred him to question #4 on the FAQ page for Trust (irrevocable) and question #11 on the FAQ page for Gifts and Travel Reimbursements. I told him off the record that depending on how the legal defense fund is established, there may be reporting requirements with other agencies (i.e., FEC's reporting requirements for 527 organizations). <i>(Assigned to: Elizabeth D. Horton)</i>
<b>Complexity (level):</b>	2 <a href="#">[Click to view/hide complexity guidelines]</a>
<b>Time Spent (hours):</b>	0-1 hour
<b>Contributor:</b>	
<a href="#">reopen</a>	

**Reopen Information**

<b>Date:</b>	2018-01-18
<b>Reason:</b>	Include resources provided to the reporter.

**Interaction History Log**

Closed	01/18/2018 02:10:23 PM by Elizabeth D. Horton
Reopen	01/18/2018 02:06:21 PM by Elizabeth D. Horton
Closed	01/17/2018 03:39:48 PM by Elizabeth D. Horton
Now Assigned: Elizabeth D. Horton	01/17/2018 03:39:48 PM by Elizabeth D. Horton

Division(s) assigned: PCD

**From:** [Rachel K. Dowell](#)  
**To:** [Kimberly L. Sikora Panza](#)  
**Subject:** RE: LA-17-10 - Comms plan and draft LA  
**Date:** Tuesday, September 26, 2017 11:12:42 AM  
**Attachments:** [LDF LA - Draft 11 9.26.17.docx](#)  
[Master Document Comm Content.docx](#)

---

Attachments (2 pp and 3 pp respectively) withheld in full (b)(5)

Updated drafts

---

**From:** Rachel K. Dowell  
**Sent:** Tuesday, September 26, 2017 10:27 AM  
**To:** Kimberly L. Sikora Panza  
**Subject:** RE: LA-17-10 - Comms plan and draft LA

2 page attachment withheld in full - (b)(5)

Please use this version instead. Thanks!

---

**From:** Rachel K. Dowell  
**Sent:** Tuesday, September 26, 2017 10:11 AM  
**To:** Kimberly L. Sikora Panza  
**Cc:** Seth Jaffe  
**Subject:** LA-17-10 - Comms plan and draft LA

Three attachments (3pp, 2pp, and 5pp respectively) withheld in full (b)(5)

Hi Kim – As discussed. Thank you for expediting your and COG’s review!

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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**From:** [Rachel K. Dowell](#)  
**To:** [Nicole Stein](#)  
**Date:** Tuesday, September 26, 2017 1:18:09 PM  
**Attachments:** [LDF LA - Draft 11 9.26.17.docx](#)  
[Master Document Comm Content.docx](#)

---

Attachments (2 pp and 3 pp respectively) withheld in full (b)(5)

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

Visit OGE's website: [www.oge.gov](http://www.oge.gov)  
Follow OGE on Twitter: @OfficeGovEthics

**From:** [Rachel K. Dowell](#)  
**To:** [Monica M. G. Ashar](#); [Patrick J. Lightfoot](#); [Brandon L. Bunderson](#); [Kaneisha T. Cunningham](#); [Teresa L. Williamson](#); [Communications](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** LA-17-10  
**Date:** Wednesday, September 27, 2017 4:29:57 PM  
**Attachments:** [Preview.docx](#)

---

Hello all,

This is advance notice of a pending Legal Advisory. [LA-17-10](#) will be published tomorrow.

I will email you with posting instructions for the communications once it is ready to be posted. The only actions that need to be taken now are the posting of the Max/AAB and Listserv Preview Announcements.

- [MAX/AAB Preview Announcement](#) – [Brandon Bunderson](#), please post the attached preview announcement
- [Listserv Preview Announcement](#) – [Kaneisha/Patrick](#), please send out the attached preview announcement

Thanks in advance to everyone.

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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Follow OGE on Twitter: @OfficeGovEthics

## **LISTSERV & AAB PREVIEW ANNOUNCEMENT**

### **OGE to Issue Legal Advisory Clarifying Past Legal Defense Fund Guidance**

On Thursday, the U.S. Office of Government Ethics (OGE) will issue a Legal Advisory clarifying OGE's advice concerning legal defense funds established to provide for the legal expenses of executive branch employees. Specifically, this Legal Advisory will make clear that the discussion in OGE Informal Advisory Opinion 93x21 concerning the acceptance of donations from anonymous sources does not, and has not, reflected OGE's views since shortly after the issuance of that opinion. OGE has been advising, and is continuing to advise, that the instruments establishing legal defense funds include a clause stating that "contributions shall not be accepted from anonymous sources."

A link to the issuance will be posted on OGE's Legal Advisories page, <https://www.oge.gov/web/oge.nsf/Legal%20Advisories>.

**From:** [Rachel K. Dowell](#)  
**To:** [DeskOfficers MailGroup](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** LA-17-10  
**Date:** Wednesday, September 27, 2017 4:35:07 PM  
**Attachments:** [LA-17-10.pdf](#)

---

Desk Officers:

In accordance with the OGE Legal Advisory Procedures, I wanted to alert you that a new Legal Advisory, LA-17-10 (Clarification of Past Legal Defense Fund Guidance) will be posted tomorrow. If you have questions regarding the Advisory, please feel free to reach out to me.

Please remember that this is close-hold (not to be shared externally) until publication.

Thanks,  
Rachel

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

Visit OGE's website: [www.oge.gov](http://www.oge.gov)  
Follow OGE on Twitter: @OfficeGovEthics





September 28, 2017  
LA-17-10

LEGAL ADVISORY

TO: Designated Agency Ethics Officials

FROM: David J. Apol  
General Counsel

SUBJECT: Clarification of Past Legal Defense Fund Guidance Provided in OGE Informal  
Advisory Opinion 93x21

This Legal Advisory is being issued by the U.S. Office of Government Ethics (OGE) to clarify OGE’s advice concerning legal defense funds established to provide for the legal expenses of executive branch employees. Specifically, this Legal Advisory makes clear that the discussion in OGE Informal Advisory Opinion 93x21 concerning the acceptance of donations from anonymous sources does not, and has not, reflected OGE’s views since shortly after the issuance of that opinion. Although there is no statutory or regulatory framework providing for the manner in which a legal defense fund may be established for an employee, such a fund must be operated consistent with the ethics rules. This includes rules regarding the acceptance of gifts from outside sources and from other employees found in the Standards of Conduct for Employees of the Executive Branch at 5 C.F.R. Part 2635, Subparts B and C; the criminal conflict of interest statutes at 18 U.S.C. §§ 201-209; the public financial disclosure requirements in the Ethics in Government Act of 1978, 5 U.S.C. app. § 101 *et seq.*; and the lobbyist gift ban in Executive Order 13770, sec. 1, para. 5. Accordingly, OGE has been advising, and is continuing to advise, that the instruments establishing legal defense funds include a clause stating that “contributions shall not be accepted from anonymous sources.”

OGE previously issued two informal advisory opinions addressing whether particular legal defense funds would violate the prohibition against supplementation of salary in 18 U.S.C. § 209. *See* OGE Inf. Adv. Op. 85x19 (1985); OGE Inf. Adv. Op. 93x21 (1993). In OGE Informal Advisory Opinion 85x19, OGE concluded that section 209 may be implicated by payments made to an employee’s legal defense fund. Eight years later, OGE revisited this issue in light of *Crandon v. U.S.*, 494 U.S. 152 (1990). In OGE Informal Advisory Letter 93x21, OGE significantly narrowed the circumstances under which a payment to a legal defense fund may implicate section 209. Specifically, OGE found that section 209 was not violated in the particular situation presented, concluding, “[i]f the employee’s defense is not part of his work, then



accepting contributions from a legal defense fund would not be ‘as compensation for services’” prohibited by section 209. OGE Inf. Adv. Op. 93x21 (1993). This conclusion has not changed.<sup>1</sup>

At the same time, OGE Informal Advisory Letter 93x21 also discussed the idea that the identity of the donors “should” be concealed from the beneficiary of the fund, though not required, because the employee will be unable to favor the anonymous donors. *Id.* Shortly after this guidance was issued, however, OGE recognized that donor anonymity may be difficult to enforce in practice because there is nothing to prevent a donor disclosing to the employee that he or she contributed to the employee’s legal defense fund. *See OGE Authorization Act of 1994: Hearing Before the Subcomm. on Admin. Law and Gov’t Rel. of the Comm. on the Judiciary, 103rd Cong. 20-22 (1994)* (statement of Stephen J. Potts, Director, Office of Government Ethics). Moreover, OGE also recognized that many of the concerns raised in OGE Informal Advisory Letter 93x21 about donors currying favors with employees benefiting from the donations are negated by the fact that solicitation and acceptance of contributions from prohibited sources are barred under the gift rules at 5 C.F.R. Part 2635, Subpart B, unless an exception applies. Accordingly, OGE has been advising, and is continuing to advise, that the instruments establishing legal defense funds include a clause stating that “contributions shall not be accepted from anonymous sources.”

Because of these and other ethics considerations, individuals should consult with an agency ethics official or OGE before establishing a legal defense fund.

---

<sup>1</sup> Similarly, in *U.S. v. Project on Gov’t Oversight*, the D.C. Circuit stated that a payor must have actual intent to compensate a government employee for his official duties for section 209 to be implicated. 616 F.3d 544, 558-560 (D.C. Cir. 2010).

**From:** [Rachel K. Dowell](#)  
**To:** [Brandon L. Bunderson](#); [Nicole Stein](#); [Kaneisha T. Cunningham](#); [Teresa L. Williamson](#); [Patrick Shepherd](#); [Communications](#); [Monica M. G. Ashar](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** LA-17-10  
**Date:** Thursday, September 28, 2017 9:28:44 AM  
**Attachments:** [Listserv\\_max\\_tweets.docx](#)  
**Importance:** High

---

Hi again,

Following up on the e-mail that I sent yesterday, OGE has posted Legal Advisory [LA-17-10](#).

Please take the following actions:

- [MAX/AAB Announcement](#) – [Brandon Bunderson](#), please post the MAX/AAB announcement.
- [Listserv](#) – [Kaneisha/Teresa/Patrick](#), please transmit the Listserv announcement.
- [Tweets](#) – [Nicole](#), the attached tweets are good to go whenever.

Please let me know if you have any questions or any issues that arise.

Thanks! Rachel

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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## LISTSERV & AAB ANNOUNCEMENT

### **OGE Issues Legal Advisory Clarifying Past Legal Defense Fund Guidance**

The U.S. Office of Government Ethics (OGE) has issued a Legal Advisory clarifying OGE's advice concerning legal defense funds established to provide for the legal expenses of executive branch employees. Specifically, this Legal Advisory makes clear that the discussion in OGE Informal Advisory Opinion 93x21 concerning the acceptance of donations from anonymous sources does not, and has not, reflected OGE's views since shortly after the issuance of that opinion. OGE has been advising, and is continuing to advise, that the instruments establishing legal defense funds include a clause stating that "contributions shall not be accepted from anonymous sources."

The Legal Advisory is available on OGE's website at:

[https://www.oge.gov/web/OGE.nsf/All+Advisories/DACCD72B29936DB8852581A900497C51/\\$FILE/LA-17-10.pdf?open](https://www.oge.gov/web/OGE.nsf/All+Advisories/DACCD72B29936DB8852581A900497C51/$FILE/LA-17-10.pdf?open)

## TWEETS

**(1/2) New advisory clarifies that OGE's guidance on anonymous donors and legal defense funds has not changed.** <https://oge.box.com/v/LA-17-10>

**(2/2) OGE continues to advise that legal defense fund docs include a prohibition on anonymous donors.** <https://oge.box.com/v/LA-17-10>

**From:** [Michael.Hanson.USOGF@oge.gov](mailto:Michael.Hanson.USOGF@oge.gov)  
**To:** [Seth Jaffe](#); [Deborah J. Bortot](#); [David J. Apol](#)  
**Subject:** Accomplishment has been entered by Rachel K. Dowell  
**Date:** Thursday, September 28, 2017 9:43:53 AM

---

Hello  
Rachel K. Dowell has added a new accomplishment

ACCOMPLISHMENT

-----

Drafted and issued LA-17-12 (Clarification of Past Legal Defense Fund Guidance).

-----

Click this link to open the entry and see individual contributions:

[\(b\)\(6\) internal network info](#)

A large black rectangular redaction box covers the majority of the text in this block, obscuring the link mentioned in the previous block.

**From:** [Seth Jaffe](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** RE: Accomplishment has been entered by Rachel K. Dowell  
**Date:** Thursday, September 28, 2017 9:51:27 AM

---

Rachel,

An accomplishment so nice that . . . you had to enter it twice!

Seriously, thank you for entering this and for your great work on this project.

Seth

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

From: Michael\_Hanson.USOGE@oge.gov [[mailto:Michael\\_Hanson.USOGE@oge.gov](mailto:Michael_Hanson.USOGE@oge.gov)]  
Sent: Thursday, September 28, 2017 9:45 AM  
To: Seth Jaffe; Deborah J. Bortot; David J. Apol  
Subject: Accomplishment has been entered by Rachel K. Dowell

Hello

Rachel K. Dowell has added a new accomplishment

ACCOMPLISHMENT

-----

Drafted and issued LA-17-10 (Clarification of Past Legal Defense Fund Guidance).

-----

Click this link to open the entry and see individual contributions:

[\(b\)\(6\) internal network info](#)



**From:** [Ginsberg, Benjamin L.](#)  
**To:** [Rachel K. Dowell](#)  
**Cc:** [David J. Apol](#); [Seth Jaffe](#); [Newton, Megan](#); [Crosland, E. Stewart](#)  
**Subject:** RE: Statutory language  
**Date:** Thursday, September 28, 2017 9:52:32 AM

---

Hello – this afternoon between 2 and 3 or after 5:30, and tomorrow before 10:30 or 12:30-2:30 are best.

Thanks,  
Ben Ginsberg

Benjamin L. Ginsberg  
[JONES DAY® - One Firm Worldwide](#)  
51 Louisiana Avenue N.W.  
Washington, D.C. 20001  
202-879-3773 (o)

---

**From:** Rachel K. Dowell [mailto:[rkdowell@oge.gov](mailto:rkdowell@oge.gov)]  
**Sent:** Thursday, September 28, 2017 9:36 AM  
**To:** Ginsberg, Benjamin L. <[bginsberg@jonesday.com](mailto:bginsberg@jonesday.com)>  
**Cc:** David J. Apol <[djapol@oge.gov](mailto:djapol@oge.gov)>; Seth Jaffe <[sjaffe@oge.gov](mailto:sjaffe@oge.gov)>  
**Subject:** RE: Statutory language

Good morning,

We would like to have a follow-up call this afternoon or tomorrow. What time would work best for you?

Thank you,

Rachel Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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---

**From:** Benjamin L Ginsberg [mailto:[bginsberg@jonesday.com](mailto:bginsberg@jonesday.com)]  
**Sent:** Tuesday, September 05, 2017 2:45 PM  
**To:** David J. Apol; (b)(6) Passantino email

**Cc:** Stewart Crosland; Allison Davis  
**Subject:** Fw: Statutory language

David and Stephan -- Thanks for the time on the phone today. Here is the statutory language creating the political parties' Legal Proceedings Accounts and the floor statements of Senator Leader Reid and Speaker Boehner: Under 52 U.S.C. § 30116(a)(9)(C), a national party committee may establish

"[a] separate, segregated account . . . which is used to defray expenses incurred with respect to the preparation for and the conduct of election recounts and contests and other legal proceedings."

This account may raise amounts of up to 300 percent of the amount otherwise applicable to the national party committee. § 30116(a)(1)(B).

We look forward to discussing further.

Ben

Benjamin L. Ginsberg  
[JONES DAY® - One Firm Worldwide](#)  
51 Louisiana Avenue N.W.  
Washington, D.C. 20001  
202-879-3773 (o)  
(b) (6) (m)

=====  
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=====

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Mikulski	Roberts	Toomey
Murkowski	Rockefeller	Udall (CO)
Murphy	Schatz	Udall (NM)
Murray	Schumer	Walsh
Nelson	Shaheen	Warner
Pryor	Stabenow	Wicker
Reid	Thune	

## NAYS—40

Blumenthal	Hirono	Reed
Booker	Johnson (WI)	Risch
Boxer	Klobuchar	Rubio
Brown	Lee	Sanders
Cantwell	Levin	Scott
Corker	Manchin	Sessions
Crapo	Markey	Shelby
Cruz	McCain	Tester
Flake	McCaskill	Vitter
Franken	Menendez	Warren
Gillibrand	Merkley	Whitehouse
Grassley	Moran	Wyden
Harkin	Paul	
Heller	Portman	

## NOT VOTING—4

Chambliss	Feinstein
Coburn	Inhofe

The motion was agreed to.

Ms. MIKULSKI. I move to reconsider the vote.

Mr. REID. I move to lay that motion on the table.

The motion to lay on the table was agreed to.

Mr. REID. Mr. President, I suggest the absence of a quorum.

The PRESIDING OFFICER (Mr. HEINRICH). The clerk will call the roll.

The legislative clerk proceeded to call the roll.

Mr. REID. Mr. President, I ask unanimous consent that the order for the quorum call be rescinded.

The PRESIDING OFFICER. Without objection, it is so ordered.

## CORRECTING THE ENROLLMENT OF H.R. 83

Mr. REID. I ask unanimous consent that the Senate proceed to the consideration of H. Con. Res. 122, correcting the enrollment of H.R. 83, providing a new title; that the concurrent resolution be agreed to; and the motion to reconsider be considered made and laid upon the table with no intervening action or debate.

The PRESIDING OFFICER. Without objection, it is so ordered.

The concurrent resolution (H. Con. Res. 122) was agreed to.

UNANIMOUS CONSENT AGREE-  
MENT—MANDATORY QUORUM  
REQUIRED UNDER RULE XXII

Mr. REID. I ask unanimous consent that the mandatory quorum required under rule XXII be waived with respect to the cloture motions filed during today's discussion on the nominations.

The PRESIDING OFFICER. Without objection, it is so ordered.

## MORNING BUSINESS

Mr. REID. I ask unanimous consent that the Senate proceed to a period of morning business, during which time Senators be permitted to speak for up to 10 minutes each.

EXPLANATION OF CONGRESSIONAL  
INTENT

Mr. REID. Mr. President, the intent of division N, section 101 is to establish separate limits for funds raised into separate, segregated accounts established by national political party committees for certain specified purposes. All of these funds are "hard money" subject to all of the source limitations, prohibitions, and disclosure provisions of the act.

The first account, described in section 315(a)(9)(A) of the Federal Election Campaign Act of 1971, "FECA", as amended, is intended to allow a national committee of a political party—other than a national congressional campaign committee—to defray expenses related to a Presidential nominating convention using funds raised under separate, increased limits. Section 315(a)(9)(A) also caps the aggregate amount of expenditures a national political party committee may make from such account with respect to any convention at \$20,000,000. This section is intended to provide national political party committees with a means of acquiring additional resources to be used specifically in connection with the funding of Presidential nominating conventions because such conventions may no longer be paid for with public funds. It is the intent to allow these funds to be used in the same manner as the former public funds could have been used, as well as to pay for the costs of fundraising for this segregated account.

The second account, described in section 315(a)(9)(B) of FECA, as amended, is intended to permit a national committee of a political party—including a national congressional campaign committee of a political party—to defray expenses incurred with respect to the construction, purchase, renovation, operation and furnishing of party headquarters buildings located throughout the United States, including the cost of fundraising for this segregated account, using funds raised under separate, increased limits. Funds in these accounts also may be used to repay loans and other obligations incurred for the purpose of defraying such building expenses, including loans and obligations incurred 2 years before the date of the enactment of this act.

The third account, described in section 315(a)(9)(C) of FECA, as amended, is intended to permit a national committee of a political party—including a national congressional campaign committee of a political party—to defray expenses incurred with respect to the preparation for and the conduct of election recounts and contests and other legal proceedings, including the costs of fundraising for this segregated account, using funds raised under a separate limit. Section 101 of division N is not intended to modify Federal Election Commission precedent permitting the raising and spending of funds by campaign or State or national party committees. See FEC Advisory Opin-

ions 2006–24, 2009–4. Section 101 is also intended to permit the national parties to use such funds for costs, fees, and disbursements associated with other legal proceedings.

Finally, under current law coordinated limits do not apply even absent these provisions to the existing accounts as described in section 315 of FECA and therefore it is the intent of the amendments contained herein that expenditures made from the accounts described in section 315(a)(9) of FECA, many of which, such as recount and legal proceeding expenses, are not for the purpose of influencing Federal elections, do not count against the coordinated party expenditure limits described in section 315(d) of FECA.

FIRST STATE HISTORICAL  
NATIONAL PARK

Mr. CARPER. Mr. President, I ask unanimous consent to engage in a colloquy with the chair of the Energy and Natural Resources Committee, Senator LANDRIEU, concerning the authorization of the First State National Historical Park that was included within H.R. 3979, the National Defense Authorization Act.

The PRESIDING OFFICER. Without objection, it is so ordered.

Mr. CARPER. As the chairman is aware, our staffs worked diligently with property owners and other stakeholders in the drafting of the language authorizing the First State National Historical Park within H.R. 3979. The authorization includes language that redesignates the sites currently within the boundary of the First State National Monument and authorizes four additional sites—the Old Swedes Church, Fort Christina, the John Dickinson Plantation, and the Ryves Holt House—to be included within the boundary of the new First State National Historical Park. The language authorizes the National Park Service to acquire the listed additional sites only under very specific parameters, including by purchase from a willing seller; by exchange, which can only be achieved if the property owner consents; or by donation. No lands or interests in land can be acquired by condemnation, so no landowner can be forced to sell their property for inclusion in the park. To further clarify our intent, the legislation references a map outlining the boundaries for each of the eligible sites.

I would like to ask the Chair of the Committee on Energy and Natural Resources whether she agrees with my intent and understanding of the language authorizing the First State National Historical Park within H.R. 3979 in that no additional property can be included in the boundaries of the park until the U.S. government has acquired the property, and furthermore, that no property can be acquired—either in fee title or an interest in land, such as an easement—unless acquired from a landowner who willingly desires to sell or

100% local D.C. funds, not federal funds. D.C. raises almost \$7 billion per year in local funds through taxes and fees. As with marijuana, the District is being singled out for unfair treatment. Seventeen states, including Arizona, Alaska, and West Virginia, spend their local funds on abortion services for low-income women. The bill does not block them from doing so. When the D.C. abortion rider was re-imposed in April 2011, many low-income D.C. women had to immediately cancel their scheduled appointments for reproductive health services, because, unlike wealthier D.C. women, they relied on D.C. to pay for their health care services.

I urge Congress to respect the local laws of the 650,000 American citizens who live in the District of Columbia.

Mr. BOEHNER. Mr. Speaker, the intent of Division N, Section 101 is to establish separate limits for funds raised into separate, segregated accounts established by national political party committees for certain specified purposes. All of these funds are "hard money" subject to all of the source limitations, prohibitions, and disclosure provisions of the Act.

The first account, described in section 315(a)(9)(A) of the Federal Election Campaign Act of 1971 ("FECA") (as amended), is intended to allow a national committee of a political party (other than a national congressional campaign committee) to defray expenses related to a presidential nominating convention using funds raised under separate, increased limits. Section 315(a)(9)(A) also caps the aggregate amount of expenditures a national political party committee may make from such account with respect to any convention at \$20,000,000. This section is intended to provide national political party committees with a means of acquiring additional resources to be used specifically in connection with the funding of presidential nominating conventions because such conventions may no longer be paid for with public funds. It is the intent to allow these funds to be used in the same manner as the former public funds could have been used, as well as to pay for the costs of fundraising for this segregated account.

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The third account, described in section 315(a)(9)(C) of FECA (as amended), is intended to permit a national committee of a political party (including a national congressional campaign committee of a political party) to defray expenses incurred with respect to the preparation for and the conduct of election recounts and contests and other legal proceedings, including the costs of fundraising for this segregated account, using funds raised under a separate limit Section 101 of Division N is not intended to modify Federal Election Commission precedent permitting the raising and spending of funds by campaign or state or

national party committees. See FEC Advisory Opinions 2006–24, 2009–4. Section 101 is also intended to permit the national parties to use such funds for costs, fees, and disbursements associated with other legal proceedings.

Finally, under current law coordinated limits do not apply even absent these provisions to the existing accounts as described in section 315 of FECA and therefore it is the intent of the amendments contained herein that expenditures made from the accounts described in section 315(a)(9) of FECA, many of which (such as recount and legal proceeding expenses) are not for the purpose of influencing federal elections, do not count against the coordinated party expenditure limits described in section 315(d) of FECA.

Mr. KING of New York. Mr. Speaker, I would like to first thank the Chairman and Ranking Democrat of the House Education and Workforce Committee, Rep. JOHN KLINE and Rep. GEORGE MILLER, for their efforts to seek a bipartisan solution for the problems facing the nation's multiemployer pension plans. I am very familiar with those problems, having constituents who are both active workers and retirees who are participants in those multiemployer plans.

The legislation being advanced today will allow Plan Trustees of these troubled plans to have additional tools to maintain the solvency of the plans. Specifically, the legislation will allow trustees to better align benefit levels to available resources; it will clarify that the PBGC has the ability to assist plans well before they reach insolvency; and finally, to facilitate plan mergers. Taken together, these initiatives will assist troubled plans in avoiding insolvency.

However, I do have a concern regarding the timeline for implementation of the new legislation. Some of these troubled plans need to move on with the needed benefit adjustments, along with the authority to merger and receive financial assistance from the PBGC, sooner rather than later. I would strongly urge the Treasury Department, along with the Department of Labor and the Pension Benefit Guaranty Corporation, to move quickly on implementation of this legislation. For some plans, time is not on their side.

Ms. JACKSON LEE. Mr. Speaker, I submit the following for the RECORD:

#### OVERVIEW

The Consolidated and Further Continuing Appropriations Act, ("Cromnibus") is comprised of: 1. 11 FY2015 Appropriations bills; and 2. Continuing Resolution maintaining the current rate of Homeland Security funding until February 27, 2015.

Discretionary budget authority: \$1.014 Trillion.

Overseas Contingency Operations (Defense): \$64 billion.

Overseas Contingency Operations (State): \$9,258 billion.

Total OCO: \$73,258 billion.

Emergency Ebola funding: \$2.72 billion (L-HHS–Ed); \$2,530 billion (SFOPS); \$112 million (Defense).

Total emergency Ebola funding: \$5,484 billion.

1. Agriculture Division of 2015 Omnibus Appropriations Act

2014 Total enacted level: \$20.9 billion

2015 Committee mark: \$20.9 billion

2015 Omnibus: \$20.6 billion

#### HIGHLIGHTS AND KEY POINTS

\$6.6 billion for Special Supplemental Nutrition Program for Women, Infants, and Children (WIC), which is sufficient to meet expected need in 2015.

\$1.47 billion for Food for Peace (P.L. 480) grants, which is the same as the 2014 enacted level and \$66 million above the request.

\$2.6 billion for the Food and Drug Administration (FDA), which is \$37 million more than the 2014 enacted level and \$4 million more than the request.

\$1.016 billion for the USDA food safety and inspection program, which is \$6 million more than the 2014 enacted level and \$15 million more than the request.

\$1.51 billion for the Farm Service Agency, which is \$22 million more than the 2014 enacted level and \$61 million over the request.

\$25 million for FDA in emergency spending, which fully funds the administration's Ebola request.

#### POLICY ISSUES

The agreement does not include a House policy rider allowing schools to receive waivers from complying with improved lunch and breakfast nutrition standards in the Healthy, Hunger-free Kids Act. The agreement allows states to grant exemptions from whole grain standards to schools that demonstrate hardship in procuring specific products, and requires further study on reduced sodium standards, similar to the Senate provisions.

The agreement does not include a House policy rider making potatoes unconditionally available in the WIC program. The agreement, while making potatoes available, requires that the ultimate decision on their availability be based on review by the Institute of Medicine (IOM) and USDA.

The agreement includes Democratic amendments to ban horse slaughter for human consumption, and prohibit funding for processed poultry products imported from China in the school lunch, breakfast, summer food service, and child and adult care food programs.

2. COMMERCE, JUSTICE, SCIENCE DIVISION OF 2015 OMNIBUS APPROPRIATIONS ACT

2014 enacted level: \$51.6 billion.

2015 budget request: \$51 billion.

2015 Omnibus: \$50.1 billion.

#### HIGHLIGHTS AND KEY POINTS

\$5.4 billion for the National Oceanic and Atmospheric Administration (NOAA), which is \$126.4 million more than the 2014 enacted level.

\$954.2 million for National Weather Service operations, which is \$526,000 above the 2014 enacted level.

\$1.1 billion for the Census Bureau, which is \$143 million more than the FY 2014 enacted level and \$123.4 million less than the budget request.

\$3.5 billion for the U.S. Patent and Trademark Office (PTO), which is equal to CBO's projection of PTO's FY 2015 fee revenue collections, and \$434 million above the 2014 enacted level.

\$863.9 million for the National Institute of Standards and Technology (NIST), which is \$13.9 million more than the 2014 enacted level.

\$8.44 billion for the Federal Bureau of Investigation (FBI), which is \$93.3 million more than the 2014 enacted level.

\$2.03 billion for the Drug Enforcement Agency (DEA), which is \$15.3 million more than the 2014 enacted level.

\$1.2 billion for the Bureau of Alcohol, Tobacco, Firearms and Explosives, which is \$22 million more than the 2014 enacted level.

\$6.82 billion for the Bureau of Prisons, Salaries and Expenses account, which is \$46 million more than the 2014 enacted level.

\$376 million for Byrne-JAG grants, which is the same as the 2014 enacted level.

\$208 million for the COPS program, which is \$6 million less than the 2014 enacted level.

**From:** [Rodrick T. Johnson](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** RE: LA-17-10  
**Date:** Friday, September 29, 2017 11:20:16 AM

---

Am I filing this or you?

---

**From:** Rachel K. Dowell  
**Sent:** Thursday, September 28, 2017 9:30 AM  
**To:** Agency Wide  
**Subject:** LA-17-10

Attachment disclosed above.

In accordance with the OGE Legal Advisory Procedures, I wanted to notify you that a new Legal Advisory, LA-17-10 (Clarification of Past Legal Defense Fund Guidance), has been posted to the website. If you have questions regarding the Legal Advisory, please let me know.

**From:** [Seth Jaffe](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** RE: Questions for WH - Prohibited Source.docx  
**Date:** Monday, October 02, 2017 2:03:28 PM  
**Attachments:** [Questions for WH - Prohibited Source.10.2.17.docx](#)

3 page attachment withheld in full - (b)(5)

---

Rachel,

Per our conversation.

Seth

---

**From:** Rachel K. Dowell  
**Sent:** Monday, October 02, 2017 12:46 PM  
**To:** Seth Jaffe  
**Subject:** Questions for WH - Prohibited Source.docx

Draft questions attached. The second page is questions for our call/background only. I'm also attaching a 2012 WH memo that addresses gifts from national party committees, among other topics. Thanks!

**From:** [Seth Jaffe](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** financial disclosure  
**Date:** Monday, October 02, 2017 5:37:29 PM

---

Rachel,

FYI: I updated Deb and Heather on the financial disclosure issue we were just discussing.

Thanks,  
Seth

**From:** [David J. Apol](#)  
**To:** [Passantino, Stefan C. EOP/WHO](#)  
**Cc:** [Seth Jaffe](#); [Rachel K. Dowell](#)  
**Subject:** FW: Questions  
**Date:** Friday, October 06, 2017 2:14:57 PM  
**Attachments:** [Questions.docx](#)

---

1 page attachment withheld in full - (b)(5)

Hello Stefan,

As you know, on September 21, 2017, some of my staff and I had a phone conversation with you,

(b) (5)



Dave Apol

**From:** [Seth Jaffe](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** Re: Gift materials  
**Date:** Friday, October 06, 2017 4:47:58 PM

---

Rachel,

Thank you very much. I'll take a look and we can discuss on Wednesday when you are back in the office.

Have a good weekend,  
Seth

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

---

**From:** Rachel K. Dowell  
**Sent:** Friday, October 6, 2017 4:34 PM  
**To:** Seth Jaffe  
**Subject:** Gift materials

Att 1 - 2pp  
Att 2 - 6pp  
Att 3 - 11pp  
Att 4 - 11pp  
Att 5 - 3pp  
All withheld in full (b)(5)

Hi Seth,

Please find attached draft materials for your review. I plan on taking a fresh look at these next week, but wanted to get you the preliminary drafts in case you wanted to start reviewing earlier in the week.

- Att 1 – Draft LA
- Att 2 – Two attachments to LA (one for ind., one for group)
- Att 3 – Individual model trust doc
- Att 4 – Group model trust doc (redlined from the individual trust doc)
- Att 5 – Proposed edits to FD Guide

Thanks!  
Rachel

--

Rachel K. Dowell  
Assistant Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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Follow OGE on Twitter: @OfficeGovEthics

**From:** [Rachel K. Dowell](#)  
**To:** [Seth Jaffe](#)  
**Subject:** Redline  
**Date:** Friday, October 13, 2017 1:44:36 PM  
**Attachments:** [1\) LDF LA - Draft 1 10.13.17 \(redline of SJ edits\).docx](#)

---

2 page attachment withheld in full - (b)(5)

Attached. Thanks!

--

Rachel K. Dowell  
Associate Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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**From:** [Rachel K. Dowell](#)  
**To:** [David J. Apol](#); [Seth Jaffe](#)  
**Subject:** Gift materials  
**Date:** Friday, October 13, 2017 3:42:09 PM  
**Attachments:** [1\) LDF LA - Draft 1 10.13.17.docx](#)  
[2\) Attachments to LDF LA Draft 1 10.13.17.docx](#)  
[3\) Model Legal Defense Fund Trust - Individual Draft 1 10.13.17.docx](#)  
[4\) Model Legal Defense Fund Trust - Group Draft 1 10.13.17.docx](#)  
[5\) FD Guide LDF Gifts - Draft 1 10.13.17.docx](#)

Att 1 - 2pp  
Att 2 - 6pp  
Att 3 - 11pp  
Att 4 - 11pp  
Att 5 - 3pp  
All withheld in full (b)(5)

---

Dave & Seth,

Please find attached draft materials for your review. I scheduled a meeting for **Wednesday 10/18 at 1p** to discuss these materials.

- Att 1 – Draft Legal Advisory
- Att 2 – Two attachments to the Legal Advisory (one for individual funds, one for group funds)
- Att 3 – Individual model trust doc
- Att 4 – Group model trust doc (redlined from the individual trust doc)
- Att 5 – Proposed edits to FD Guide

Thanks!  
Rachel

**From:** [Walker, Robert](#)  
**To:** [Seth Jaffe](#)  
**Cc:** [David J. Apol](#); [Rachel K. Dowell](#)  
**Subject:** RE: Draft Legal Defense Fund Trust  
**Date:** Monday, October 23, 2017 6:14:58 PM

---

Thanks, Seth.

Rob

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

---

**From:** Seth Jaffe [<mailto:sjaffe@oge.gov>]  
**Sent:** Monday, October 23, 2017 5:43 PM  
**To:** Walker, Robert <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>  
**Cc:** David J. Apol <[djapol@oge.gov](mailto:djapol@oge.gov)>; Rachel K. Dowell <[rkdowell@oge.gov](mailto:rkdowell@oge.gov)>  
**Subject:** Draft Legal Defense Fund Trust

Attachment produced  
in first rolling response

Dear Rob,

It was a pleasure speaking with you earlier today concerning guidance on what ethics rules apply to the formation and implementation of a legal expense trust. During that call you indicated that it would be helpful to you if we provided you with the template trust document we have previously provided to others addressing a legal expense trust set up for the potential benefit of a named federal government employee.

Please find attached a draft trust instrument template that is based on a legal expense fund trust that OGE reviewed in 2011 and 2012. OGE does not approve or disapprove of specific legal expense fund trust instruments. However, if a trust is established and administered in accordance with the terms set out in the attached draft trust instrument template, both the trustees and the employee will be in compliance with 18 U.S.C. § 209. Similarly, adherence to the terms of the trust should ensure the employee does not violate any provision of 5 U.S.C. §§ 7351 and 7353, or of the Standards of Ethical Conduct for Employees of the Executive Branch at 5 C.F.R. part 2635, as a result of the planned activities of the trustee on the employee's behalf.

If you decide to change any of the terms of the trust template when drafting your client's trust instrument, you may contact OGE to review those changes to ensure they are consistent with ethics rules.

Sincerely,  
Seth Jaffe

Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

---

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**From:** [Christopher J. Swartz](#)  
**To:** [LEGTEAM](#); [Rachel K. Dowell](#); [Seth Jaffe](#)  
**Subject:** FW: Shannon Morton: Who pays the legal bills for executive-branch employees?  
**Date:** Thursday, October 26, 2017 1:19:45 PM

---

Of interest

---

**From:** Christopher Swartz (b) (6)  
**Sent:** Thursday, October 26, 2017 8:26 AM  
**To:** Christopher J. Swartz  
**Subject:** Fwd: Shannon Morton: Who pays the legal bills for executive-branch employees?

Sent from my iPhone

Begin forwarded message:

**From:** The FCPA Blog Alerts <[breaking@fcpablog.com](mailto:breaking@fcpablog.com)>  
**Date:** October 26, 2017 at 8:19:26 AM EDT  
**To:** (b)(6) C Swartz personal email  
**Subject:** Shannon Morton: Who pays the legal bills for executive-branch employees?  
**Reply-To:** The FCPA Blog Alerts <[breaking@fcpablog.com](mailto:breaking@fcpablog.com)>

Ambiguities in the rules regarding legal defense funds .....

[View this email in your browser](#)

**The FCPA Blog**

**Alert**

---

[Shannon Morton: Who pays the legal bills for executive-branch employees?](#)

The White House is reportedly preparing to launch a legal defense fund for mid-level staffers saddled with large attorney's fees as a consequence of the DOJ's Russia probe and independent investigations directed by three congressional panels.

[Click here to read the full story](#)

---

**From:** [Walker, Robert](#)  
**To:** [David J. Apol](#)  
**Cc:** [Seth Jaffe](#); [Rachel K. Dowell](#); [Benton, Robert](#); [Zehr, Brandis](#); [Brooks, Louisa](#)  
**Subject:** RE: Dial-in numbers for Monday call at 4 PM  
**Date:** Friday, October 27, 2017 2:33:00 PM

---

This is a reminder that the numbers below are good for our call today at 3 PM.

Thanks.

---

**From:** Walker, Robert  
**Sent:** Wednesday, October 18, 2017 4:18 PM  
**To:** David J. Apol (djapol@oge.gov) <djapol@oge.gov>  
**Subject:** Dial-in numbers for Monday call at 4 PM

Dave –

We look forward to talking to you and your team Monday, 10/23 at 4 PM.

Here are the numbers for the call:

- (b)(6) telephone bridge access info
- [REDACTED]

Rob Walker

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**From:** [Rachel K. Dowell](#)  
**To:** [Seth Jaffe](#)  
**Subject:** RE: Updated docs  
**Date:** Monday, October 30, 2017 6:27:03 PM

---

Documents updated as discussed, saved at the same location. Thanks!

---

**From:** Rachel K. Dowell  
**Sent:** Monday, October 30, 2017 1:23 PM  
**To:** Seth Jaffe  
**Subject:** Updated docs

Seth,

All updated, redlined docs, along with my notes from Friday's call and the draft AIMS writeup, are saved at: [\(b\)\(6\) internal network info](#).

Thanks!  
Rachel

--

Rachel K. Dowell  
Associate Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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**From:** [Rachel K. Dowell](#)  
**To:** [Seth Jaffe](#)  
**Subject:** Optional Draft LA Discussion Meeting - Tues., Nov. 7, 2p  
**Date:** Thursday, November 02, 2017 3:19:16 PM

---

Seth – Is there anything else you'd like me to add to this email?

--

(b)(5) deliberative draft language



**From:** [Rachel K. Dowell](#)  
**To:** [Seth Jaffe](#)  
**Subject:** Optional Draft LA Discussion Meeting - Tues., Nov. 7, 2p  
**Date:** Thursday, November 02, 2017 3:30:08 PM

---

(b)(5) deliberative draft language





**From:** [Seth Jaffe](#)  
**To:** [GCLPD MailGroup](#)  
**Subject:** Meeting to Discuss Draft LA - Tues., Nov. 7, at 2pm  
**Date:** Thursday, November 02, 2017 3:48:50 PM

---

Dear folks,

As we announced at our last GCLPD staff meeting, we are currently considering legal defense fund guidance and would greatly appreciate your input.

Many of you expressed interest in providing feedback on this guidance during the staff meeting and in previous discussions. Based on this interest, we are scheduling a meeting on Tuesday, 11/7/17, at 2:00pm in the main conference room for anyone who would like to discuss the draft materials.

If you are interested in providing feedback, please review the following draft documents and bring your comments to Tuesday's meeting. The documents are saved at: (b)(6) internal network info

- 1) Draft LA
- 2) Draft LA attachments setting out proposed restrictions and disclosure requirements
- 3) Draft FD Guide updates

Dave, Rachel and I are looking forward to your feedback.

Thanks,  
Seth

For anyone teleworking Tuesday, the call-in number is: (b)(6) telephone bridge access info The Participant Passcode is: (b)(6) telephone bridge access info

**From:** [Walker, Robert](#)  
**To:** [Seth Jaffe](#)  
**Cc:** [Rachel K. Dowell](#); [Benton, Robert](#); [Zehr, Brandis](#); [Brooks, Louisa](#); [David J. Apol](#)  
**Subject:** RE: Call on Wednesday  
**Date:** Thursday, November 02, 2017 3:50:49 PM

---

4 PM works on our end, Seth.

Rob

---

**From:** Seth Jaffe [mailto:sjaffe@oge.gov]  
**Sent:** Thursday, November 2, 2017 1:06 PM  
**To:** Walker, Robert <RLWalker@wileyrein.com>  
**Cc:** Rachel K. Dowell <rkdowell@oge.gov>; Benton, Robert <RBenton@wileyrein.com>; Zehr, Brandis <BZehr@wileyrein.com>; Brooks, Louisa <LBrooks@wileyrein.com>; David J. Apol <djapol@oge.gov>  
**Subject:** Call on Wednesday

Hi Rob,

I'm following up from our earlier call. Would it be possible to do our next call at 4:00pm on Wednesday the 8<sup>th</sup> - as a couple of us have a conflict at 3:00pm?

Thanks,  
Seth

Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

---

**From:** Walker, Robert [<mailto:RLWalker@wileyrein.com>]  
**Sent:** Friday, October 27, 2017 2:33 PM  
**To:** David J. Apol  
**Cc:** Seth Jaffe; Rachel K. Dowell; Benton, Robert; Zehr, Brandis; Brooks, Louisa  
**Subject:** RE: Dial-in numbers for Monday call at 4 PM

This is a reminder that the numbers below are good for our call today at 3 PM.

Thanks.

---

**From:** Walker, Robert  
**Sent:** Wednesday, October 18, 2017 4:18 PM  
**To:** David J. Apol ([djapol@oge.gov](mailto:djapol@oge.gov)) <[djapol@oge.gov](mailto:djapol@oge.gov)>

**Subject:** Dial-in numbers for Monday call at 4 PM

Dave –

We look forward to talking to you and your team Monday, 10/23 at 4 PM.

Here are the numbers for the call:

- (b)(6) telephone bridge access info
- [REDACTED]

Rob Walker

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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---

**From:** [Walker, Robert](#)  
**To:** [David J. Apsel](#); [Seith Jaffe](#); [Rachel K. Dowell](#)  
**Subject:** Federal Employee Education and Assistance Fund  
**Date:** Friday, November 10, 2017 10:09:23 AM

---

FYI, re the Federal Employee Education and Assistance Fund

[https://www.oge.gov/web/oge.nsf/All%20Documents/GC5EF8B7EC38394385257EF8006B50DE/\\$FILE/ethical%20implications%20of%20emergency%20response%20conference%20report.pdf?open](https://www.oge.gov/web/oge.nsf/All%20Documents/GC5EF8B7EC38394385257EF8006B50DE/$FILE/ethical%20implications%20of%20emergency%20response%20conference%20report.pdf?open)

<https://feea.org/>

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington DC 20006

T 202.719.7585 | [\(b\) \(6\)](#) | [RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)

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**From:** [Seth Jaffe](#)  
**To:** [Walker, Robert](#); [David J. Apol](#); [Rachel K. Dowell](#)  
**Subject:** Re: Confirming 1 PM call on 11/14  
**Date:** Monday, November 13, 2017 12:19:04 PM

---

Robert,

Yes, I believe that we are on for a call tomorrow at 1:00pm.

Seth

Sent from my Verizon, Samsung Galaxy smartphone

----- Original message -----

**From:** "Walker, Robert" <RLWalker@wileyrein.com>  
**Date:** 11/13/17 11:28 AM (GMT-05:00)  
**To:** "David J. Apol" <djapol@oge.gov>, Seth Jaffe <sjaffe@oge.gov>, "Rachel K. Dowell" <rkdowell@oge.gov>  
**Subject:** Confirming 1 PM call on 11/14

All –

Just confirming we are on for a call tomorrow at 1 PM; same conference numbers.

Rob

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | [\(b\) \(6\)](#) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**From:** [CMitchell@foley.com](mailto:CMitchell@foley.com)  
**To:** [Seth Jaffe](#)  
**Cc:** [Rachel K. Dowell](#)  
**Subject:** RE: Legal Expenses Trust Fund  
**Date:** Tuesday, November 28, 2017 11:58:35 AM

---

Yes, that is perfect! Thank you! I will call then. Appreciate it. Cleta

**Cleta Mitchell**

Foley & Lardner LLP  
3000 K Street, N.W. | Suite 600  
Washington, DC 20007-5109  
P 202.295.4081  
**(b) (6)**  
cmitchell@foley.com

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---

**From:** Seth Jaffe [mailto:sjaffe@oge.gov]  
**Sent:** Tuesday, November 28, 2017 11:57 AM  
**To:** Mitchell, Cleta  
**Cc:** Rachel K. Dowell  
**Subject:** RE: Legal Expenses Trust Fund

Dear Cleta,

Would a call at 2:30pm today work for you? If so, you can give us a call at: 202-482-9298.

Thanks,  
Seth

Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

---

**From:** [CMitchell@foley.com](mailto:CMitchell@foley.com) [mailto:CMitchell@foley.com]  
**Sent:** Tuesday, November 28, 2017 10:16 AM  
**To:** Seth Jaffe  
**Subject:** Lega Expenses Trust Fund

Mr. Jaffe – I left a message on your voicemail.

I have been retained by (b) (6) to establish and serve as Trustee for a Legal Expenses Trust Fund to raise funds and pay the legal expenses incurred by virtue of a bar complaint filed against (b) (6) alleging violation of the Code of Professional Responsibility by reason of (b) (6) appointment as (b) (6), having previously filed suit against the agency.

Stefan Passantino forwarded to me the template document from your office regarding such trusts.

I have several questions which I would like to discuss with you, so if you could please let me know a convenient time to talk, I will call you at that time. Thank you.

**Cleta Mitchell**

Foley & Lardner LLP  
3000 K Street, N.W. | Suite 600  
Washington, DC 20007-5109  
P 202.295.4081

(b) (6)  
[cmitchell@foley.com](mailto:cmitchell@foley.com)

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**From:** [Elizabeth D. Horton](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** Template description  
**Date:** Friday, December 01, 2017 10:03:57 AM

---

Hi Rachel –

Seth and Dave approved putting the template on the Forms page. What do you think of the following description?

### **Draft Legal Defense Fund Template**

(b)(5) deliberative draft language



Elizabeth D. Horton  
Assistant Counsel, Legal, External Affairs and Performance Branch  
Program Counsel Division  
U.S. Office of Government Ethics  
(202) 482-9211  
[Elizabeth.Horton@oge.gov](mailto:Elizabeth.Horton@oge.gov)

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Four attachments (3 pp, 2 pp, 3 pp, 2 pp respectively) withheld in full (b)(5) as deliberative draft documents

**From:** [Deborah J. Bortot](#)  
**To:** [Rachel K. Dowell](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** FW: FD Guide LDF Gifts - 12.6.17.docx  
**Date:** Wednesday, December 06, 2017 6 57:12 PM  
**Attachments:** [Gifts and Travel Reimbursements.docx](#)  
[269 Aggregation Example.docx](#)  
[265 FAQs--Gifts and Reimbursements.docx](#)  
[Report Contents - Part 9.docx](#)

See Keith's comments below. (b) (5)

Four attachments (3 pp, 2 pp, 3 pp, 2 pp respectively) withheld in full (b)(5) as deliberative draft documents

**From:** Keith Labeledz  
**Sent:** Wednesday, December 06, 2017 5:03 PM  
**To:** Deborah J. Bortot  
**Subject:** RE: FD Guide LDF Gifts - 12.6.17.docx

\* The edits for the reporting thresholds aren't complete (b) (5)

[Redacted text block]

[Redacted text block]

[Redacted text block]

[Redacted text block]

**From:** Deborah J. Bortot  
**Sent:** Wednesday, December 06, 2017 4:19 PM  
**To:** Keith Labeledz  
**Subject:** FW: FD Guide LDF Gifts - 12.6.17.docx

Keith,

3 page attachment withheld in full - (b)(5)

Could you take a look at this?

Thanks,  
Deb

**From:** Rachel K. Dowell  
**Sent:** Wednesday, December 06, 2017 3:22 PM  
**To:** Seth Jaffe; Deborah J. Bortot  
**Subject:** FD Guide LDF Gifts - 12.6.17.docx

3 page attachment withheld in full - (b)(5)

Seth & Deb,

Please find attached an updated draft of the LDF FD Guide entry. Please let me know if you have any edits.

Thanks!  
Rachel

**From:** [Keith Labedz](#)  
**To:** [Rachel K. Dowell](#)  
**Subject:** Guide revision documents  
**Date:** Wednesday, December 13, 2017 1:05:45 PM  
**Attachments:** [265 FAQs--Gifts and Reimbursements LDF.docx](#)  
[203 FAQs--Trust \(Irrevocable Trust\) LDF.docx](#)

---

Two attachments (3 pp  
and 1 pp) withheld in full  
(b)(5) as deliberative draft  
documents.

**From:** [Rachel K. Dowell](#)  
**To:** [David J. Apol](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** LDF FD Reporting  
**Date:** Wednesday, December 13, 2017 2:01:24 PM  
**Attachments:** [265 FAQs--Gifts and Reimbursements LDF.docx](#)  
[203 FAQs--Trust \(Irrevocable Trust\) LDF.docx](#)

---

Two attachments (3 pp and 1 pp) withheld in full (b)(5) as deliberative draft documents.

Dave,

Please find attached the updated draft edits to the FD guide for LDF reporting. Deb and Keith recommended (b) (5)

[REDACTED]

[REDACTED]

Thank you,  
Rachel

--

Rachel K. Dowell  
Associate Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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**From:** [David J. Apol](#)  
**To:** [Rachel K. Dowell](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** 265\_FAQs--Gifts and Reimbursements\_LDF.docx  
**Date:** Thursday, December 14, 2017 9:57:23 AM  
**Attachments:** [265\\_FAQs--Gifts and Reimbursements\\_LDF.docx](#)

---

3 page attachment withheld in full - (b)(5)

**From:** [Seth Jaffe](#)  
**To:** [Keith Labeledz](#)  
**Subject:** Re: FD Guide Edits - LDF Entries  
**Date:** Friday, December 15, 2017 3:18:00 PM

---

Thanks!

Sent from my Verizon, Samsung Galaxy smartphone

----- Original message -----

**From:** Keith Labeledz <klabeledz@oge.gov>  
**Date:** 12/15/17 12:55 PM (GMT-05:00)  
**To:** "Rachel K. Dowell" <rkdowell@oge.gov>  
**Cc:** "Deborah J. Bortot" <djbortot@oge.gov>, Seth Jaffe <sjaffe@oge.gov>  
**Subject:** RE: FD Guide Edits - LDF Entries

I plan to upload these and other web guide updates on Monday. The PDF version of the guide will likely be revised at the beginning of January.

Keith

---

**From:** Rachel K. Dowell  
**Sent:** Thursday, December 14, 2017 4:43 PM  
**To:** Keith Labeledz  
**Cc:** Deborah J. Bortot; Seth Jaffe  
**Subject:** FW: FD Guide Edits - LDF Entries

Two attachments (3 pp and 1 pp) withheld in full (b)(5) as deliberative draft documents.

To clarify: With regard to "203 FAQs—Trust (Irrevocable Trust)," the approved edits apply only to Question #4.

---

**From:** Rachel K. Dowell  
**Sent:** Thursday, December 14, 2017 2:36 PM  
**To:** Keith Labeledz  
**Cc:** Deborah J. Bortot; Seth Jaffe  
**Subject:** FD Guide Edits - LDF Entries

Two attachments (3 pp and 1 pp) withheld in full (b)(5) as deliberative draft documents.

Keith,

Attached are the approved final edits related to reporting Legal Defense Funds for the next update of the Public Financial Disclosure Guide.

Thanks,  
Rachel

--

Rachel K. Dowell



Associate Counsel  
Office of Government Ethics  
General Counsel & Legal Policy Division  
Ethics Law and Policy Branch  
(202) 482-9267

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**From:** [Rachel K. Dowell](#)  
**To:** [Walker, Robert](#)  
**Cc:** [Seth Jaffe](#)  
**Subject:** RE: Checking on availability this week  
**Date:** Thursday, December 28, 2017 11:40:28 AM

---

Good morning,

I'm also in the office today and will be teleworking tomorrow until noon.

Thank you,  
Rachel

---

**From:** Seth Jaffe  
**Sent:** Wednesday, December 27, 2017 2:30 PM  
**To:** Walker, Robert; Rachel K. Dowell  
**Cc:** David J. Apol; Rachel K. Dowell  
**Subject:** Re: Checking on availability this week

Robert,

I will be in the office tomorrow.

Thanks,  
Seth

Sent from my Verizon, Samsung Galaxy smartphone

----- Original message -----

**From:** "Walker, Robert" <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>  
**Date:** 12/27/17 12:48 PM (GMT-05:00)  
**To:** Seth Jaffe <[sjaffe@oge.gov](mailto:sjaffe@oge.gov)>, "Rachel K. Dowell" <[rkdowell@oge.gov](mailto:rkdowell@oge.gov)>  
**Cc:** "David J. Apol" <[djapol@oge.gov](mailto:djapol@oge.gov)>  
**Subject:** Checking on availability this week

Seth and Rachel –

I know David is out this week, and I believe neither of you is in today, but could you remind me of your availability in the office this week?

Thanks.

Rob Walker

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)  
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**From:** [Heather A. Jones](#)  
**To:** [David J. Apol](#); [Seth Jaffe](#); [Rachel K. Dowell](#)  
**Subject:** House LEF Regulations  
**Date:** Tuesday, January 02, 2018 11:26:17 AM  
**Attachments:** [Pink Sheet With Regs.pdf](#)

---

Jo Bonner, Alabama  
*Chairman*  
Linda T. Sánchez, California  
*Ranking Member*

Michael T. McCaul, Texas  
K. Michael Conaway, Texas  
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ONE HUNDRED TWELFTH CONGRESS

## U.S. House of Representatives

COMMITTEE ON ETHICS

December 20, 2011

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*Staff Director and Chief Counsel*

Joanne White  
*Administrative Staff Director*

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*Counsel to the Chairman*

Daniel J. Taylor  
*Counsel to the Ranking Member*

1015 Longworth House Office Building  
Washington, D.C. 20515-6328  
Telephone: (202) 225-7103  
Facsimile: (202) 225-7392

### MEMORANDUM FOR ALL MEMBERS, OFFICERS, AND EMPLOYEES

**FROM:** Committee on Ethics  
Jo Bonner, Chairman *JB*  
Linda T. Sánchez, Ranking Member *AS*

**SUBJECT:** Revised Legal Expense Fund Regulations

The House gift rule permits the acceptance of “a contribution or other payment to a legal expense fund established for the benefit of a Member, officer, or employee that is otherwise lawfully made in accordance with the restrictions and disclosure requirements of the Committee on Ethics,” as long as the contribution is not from a registered lobbyist or an agent of a foreign principal.<sup>1</sup> On June 10, 1996, the Committee first issued Legal Expense Fund Regulations (1996 LEF Regulations) governing the restrictions and disclosure requirements pursuant to that provision.<sup>2</sup>

**The regulations attached hereto supersede the 1996 LEF Regulations and take effect as of January 1, 2012.** The prior regulations remain in effect until that date. Once they take effect, the revised regulations will apply to all existing LEFs and all LEFs approved by the Committee in the future.

Based on the Committee’s experience interpreting and applying the 1996 LEF Regulations, the Committee hereby issues revised LEF regulations. There are a number of changes to the regulations, but the Committee would like to highlight the following substantive changes:

- Clarification of the permissible bases for establishing an LEF Trust (Regulation 1.2);
- Definition of the requirement that trustees have no “family, business, or employment relationship” with the beneficiary (Regulation 2.2);
- Discussion of the duties of the trustee (Chapter 2);
- Attribution of a contribution of a partnership, limited liability company or S corporation to individual owners of the business (Regulation 3.3);

<sup>1</sup> House Rule 25, clause 5(a)(3)(E).

<sup>2</sup> See Comm. on Standards of Official Conduct, Legal Expense Fund Regulations (June 1996), *reprinted in Appendix to the 2008 House Ethics Manual* at 394.

- Rules for departing Members and employees who have an LEF trust (Regulation 4.8);
- Use of official resources related to a trust (Chapter 5);
- Provisions related to the termination of a trust (Chapter 6); and
- Enforcement provisions (Chapter 7).

Any Member or employee with an existing LEF should be aware of several requirements that apply to existing trusts. First, under Regulation 8.1, any Member who established a trust prior to January 1, 2012, must make any necessary modifications to the trust document to bring it into compliance with the revised regulations and file a copy of the amended trust document with the quarterly report of activity due by January 30, 2012. Proposed amendments are not effective until they receive written approval from the Committee. In addition, pursuant to Regulation 8.2, by January 30, 2012, each trustee for an LEF must provide an affidavit to the Committee, with a copy to the Clerk at the Legislative Resource Center, stating the trustee has read and understands the revised regulations, and consents to administer the trust in conformity with these regulations.

The Committee reviews the regulations on an ongoing basis and welcomes feedback from the House community. If you have any questions or comments about the revised regulations, please contact the Committee's Advice and Education staff at (202) 225-7103.

## LEGAL EXPENSE FUND REGULATIONS

Effective January 1, 2012

### CHAPTER 1: ESTABLISHMENT OF LEGAL EXPENSE FUND TRUSTS

Regulation 1.1 – A Member, officer, or employee who wishes to solicit and/or receive donations for a Legal Expense Fund, in cash or in kind, to pay legal expenses shall obtain the prior written permission of the Committee on Ethics (Committee).<sup>1</sup>

Regulation 1.2 – The Committee shall grant permission to establish a Legal Expense Fund only where the legal expenses arise in connection with:

- A. the individual's candidacy for, or election to, federal office;
- B. the individual's official duties or position in Congress (including legal expenses incurred in connection with (i) an amicus brief filed in a Member's official capacity or (ii) matters before the Office of Congressional Ethics or Committee on Ethics);
- C. a civil action filed in a Member's official capacity challenging the validity of a federal law or regulation;
- D. a criminal prosecution of the Member, officer, or employee; or
- E. a civil matter bearing on the individual's reputation or fitness for office.

Regulation 1.3 – The Committee shall not grant permission to establish a Legal Expense Fund where the legal expenses arise in connection with a matter that is primarily personal in nature (*e.g.*, a matrimonial action, personal injury claim, or personal contract dispute).

Regulation 1.4 – A Member, officer, or employee seeking to establish a trust (Trustor) must make a written request to the Committee that provides the name and contact information for the proposed Trustee, attaches a proposed trust document, and states the following:

- A. the nature of the legal proceeding (or proceedings) which necessitate the establishment of such a trust fund;
- B. that he or she will be bound by these Regulations; and
- C. that although a Trustee will oversee the trust, that he or she bears ultimate responsibility for the proper administration of the trust.

---

<sup>1</sup> Permission is not required to solicit and/or receive a donation in any amount from a relative or a donation of up to \$250 from a personal friend, as defined by House Rule 25, cls. 5(a)(3)(C) and (D) and 5(a)(5).

Regulation 1.5 – No contribution shall be solicited for, or accepted by, a Legal Expense Fund prior to the Committee’s written approval of the completed trust document (including the name of the Trustee) and its filing with the Legislative Resource Center of the Clerk of the House (B-106 Cannon House Office Building).

Regulation 1.6 – No amendment of the trust document is effective, and no successor or substitute Trustee may be appointed, without the Committee’s written approval and the filing of the amended trust document with the Legislative Resource Center.

Regulation 1.7 – No Member, officer, or employee may establish and/or maintain more than one Legal Expense Fund at any one time.

## CHAPTER 2: SELECTION AND DUTIES OF TRUSTEES

Regulation 2.1 – A Legal Expense Fund shall be set up as a trust, administered by an independent Trustee, who shall oversee fundraising for the trust.

Regulation 2.2 – The Trustee shall not have any family, business, or employment relationship with the Trustor within two years prior to the establishment of the trust or at any time while serving as Trustee. For example, any individual or institution serving as an employee of, or a consultant, attorney, or advisor to, a requesting Member’s congressional or campaign offices, or private business may not serve as the Trustee. The Trustee shall not delegate any responsibilities of administering the trust to any person with any family, business, or employment relationship with the Trustor.

Regulation 2.3 – The Trustee shall provide an affidavit to the Committee, with a copy to the Clerk at the Legislative Resource Center, stating that the Trustee has read and understands the provisions of these Regulations governing the establishment, administration, and termination of a Legal Expense Fund, and that the Trustee consents to administer the trust in conformity with these Regulations and House Rules.

Regulation 2.4 – In addition to the duties imposed by any applicable state laws, the Trustee shall be responsible for the receipt of contributions to the trust; authorization of expenditures and disbursements from the trust; providing information to the Trustor so that the Trustor can file the reports required by Chapter 4 of these Regulations; and the performance of other tasks incident to the administration of the trust.

Regulation 2.5 – The Trustee must inform the Committee as soon as practicable of any change in his or her contact information.

## CHAPTER 3: CONTRIBUTIONS AND USE OF FUNDS

Regulation 3.1 – Official resources may not be used to assist with fundraising for a Legal Expense Fund. As with any organization that is not a 501(c)(3) nonprofit, any Member, officer, or employee who wants to solicit funds in their personal capacity for the Legal Expense Fund



of another Member, officer, or employee must first seek written permission from the Committee.

Regulation 3.2 – Other than as specifically barred by law or regulation, a Legal Expense Fund may accept contributions from any individual or organization, including a corporation, labor union, or political action committee (PAC).

Regulation 3.3 – If the organization making the contribution is a partnership, limited liability company (LLC) that is not taxed as a corporation, or S corporation the contribution of the partnership, LLC, or S corporation will be attributed to the partnership, LLC, or S Corporation and to each partner, member, or shareholder in direct proportion to the partner, member, or shareholder's share of the organization's profits.

Regulation 3.4 – A Legal Expense Fund shall not accept any contribution from a lobbyist registered under the Federal Regulation of Lobbying Act or any successor statute, including the Lobbying Disclosure Act of 1995 (2 U.S.C. § 1601 *et seq.*) or an agent of a foreign principal registered under the Foreign Agents Registration Act (22 U.S.C. § 611 *et seq.*).

Regulation 3.5 – A Legal Expense Fund shall not accept more than \$5,000 in a calendar year from any individual or organization.

Regulations 3.6 – The limitations and prohibitions on contributions in this Chapter apply to both contributions of funds and in-kind donations of goods or services. Any in-kind donation will be valued at its fair market value.

Regulation 3.7 – A Member, officer, or employee may accept *pro bono* legal assistance without limit only for the following purposes:

- A. to file an amicus brief in his or her capacity as a Member of Congress;
- B. to bring a civil action challenging the validity of any federal law or regulation; or
- C. to bring a civil action challenging the lawfulness of an action of a federal agency, or an action of a federal official taken in an official capacity, provided that the action concerns a matter of public interest, rather than a matter that is personal in nature.

Regulation 3.8 – *Pro bono* legal assistance for other purposes shall be deemed a contribution, valued at fair market value, subject to the restrictions of these Regulations. For purposes of the annual contribution limit, a law firm and its partners and employees are considered one donor. If a law firm reaches the contribution limit, no partner or employee of the law firm may provide *pro bono* legal assistance individually.

Regulation 3.9 – Trust funds shall be used only for legal expenses (including reimbursement for previously paid legal expenses) related to those legal proceedings for which the Committee has given written permission for payment from the Legal Expense Fund (and expenses

incurred in soliciting for and administering the trust, and for the discharge of federal, state, and local tax liabilities, should any be deemed to exist, which are incurred as a result of the creation, operation, or administration of the trust), except that any excess funds shall be returned to contributors at the time of the trust's termination. Under no circumstances may the beneficiary of a Legal Expense Fund convert the funds to any other purpose.

- A. Examples of common legal expenses include attorney and expert witness fees, copying costs, electronic discovery costs, court costs, costs related to depositions and interviews, and travel costs associated directly with the case.
- B. Examples of common expenses relating to solicitation for the trust include costs for mailings, a Web site, or fundraisers.
- C. Any costs associated with completing the quarterly report required under Chapter 4 of these Regulations are costs payable from the trust.
- D. If the beneficiary is seeking to have an uncommon cost paid, either the beneficiary or the Trustee should seek the guidance of the Committee before payment.

Regulation 3.10 – The Trustor may choose to include present and former House staff as beneficiaries of the trust. The Trustor must seek written Committee permission to add any individual other than the Trustor as a beneficiary. The Trustor must receive written permission before any bill for House staff is paid. If the Committee grants permission, the Trustor must comply with the following guidelines:

- A. Any staff person added as a beneficiary should avoid being represented by any counsel who simultaneously represents the Trustor, or counsel who is employed by the same law firm as any counsel who has been engaged to represent the Trustor. Should any staff member choose to be represented by the same counsel and/or law firm which represents the Trustor, the Committee requires that both parties execute a written agreement consenting to dual representation consistent with the ABA Model Rules.
- B. While the Trustor, or the Trustor's attorney, may recommend a particular counsel to staff, trust funds may only be used to pay staff legal expenses if each staff member is free to engage counsel of the staff's own choosing, regardless of any such recommendation.
- C. While the Trustor is not required to use trust funds to pay the legal expenses of every staff person requesting such reimbursement, to avoid any appearance of impropriety the Trustor should exercise caution and apply uniform standards in determining whose legal expenses to reimburse.
- D. Any staff for whom the trust intends to pay legal expenses should be furnished with a copy of these Regulations by the Trustor and encouraged to contact the Committee with any questions or concerns regarding these Regulations.

Regulation 3.11 – The Committee may grant permission to establish a trust to pay for legal expenses incurred prior to the Member, officer, or employee seeking approval to establish a trust. The Member, officer, or employee should submit a written request to the Committee that details the amount, time period, and matters for which legal expenses are being sought, and an explanation for the delay in seeking permission to establish a trust to pay such expenses. The Committee will review the request and determine whether the use of a Legal Expense Fund to pay the expenses is appropriate.

Regulation 3.12 – All contributions to a Legal Expense Fund must be kept in a separate bank account established for that purpose. The funds must be segregated from, and may not be commingled with, the personal, political, or official funds of the Trustor, or the funds of any other individual or legal entity.

Regulation 3.13 – Contributions to a Legal Expense Fund are gifts under House Rule 25, clause 5. As such, any contribution (or group of contributions) in a calendar year totaling more than the minimal value as established by Foreign Gifts and Decorations Act, 5 U.S.C. § 7342(a)(5), must be disclosed in the Trustor’s annual Financial Disclosure Statement. The dollar amount of the minimum value is provided on the Committee Web Site, in the Financial Disclosure Instruction Manual, and on the annual Financial Disclosure form, or may be obtained by contacting the Committee.

#### CHAPTER 4: DISCLOSURE AND REPORTING REQUIREMENTS

Regulation 4.1 – Within one week of the Committee’s approval of the trust document, the Trustor shall file a copy of the trust document with the Legislative Resource Center, B-106 CHOB, for public disclosure.

Regulation 4.2 – The Trustor of a Legal Expense Fund shall also report the following information to the Committee on a quarterly basis:

- A. any contribution from a corporation, partnership, LLC, or labor union;
- B. any contribution (or group of contributions) exceeding \$250 in a calendar year from any other single source;
- C. any expenditure (or group of expenditures) from the Legal Expense Fund exceeding \$250 in a calendar year to any single payee, directly or indirectly; and
- D. The names of any staff members whose legal expenses are paid by the Legal Expense Fund.

Regulation 4.3 – Any Member, officer, or employee accepting *pro bono* legal services pursuant to Regulation 3.6 must report the fair market value of the services provided on the quarterly report.

Regulation 4.4 – The quarterly reports shall state the full name and street address of each donor, contributor, or recipient required to be disclosed. For donations from partnerships, LLCs, and S corporations, the report shall state the full name and address of the partnership, LLC, or S corporation and the full names and addresses of the partners, members, or shareholders of the partnership, LLC, or S corporation and the amount of the contribution attributed to each partner, member, or shareholder. For pro bono services, the report must identify both the names of the individual attorneys who provide the services and the name of the law firm. For recipients, the report shall also state the purpose of the payment.

Regulation 4.5 – The original signed copy of each quarterly report must be filed with the Committee and a copy shall be filed for public disclosure at the Legislative Resource Center.

Regulation 4.6 – The quarterly reports shall be due as follows:

<u>Reporting Period</u>	<u>Due Date</u>
January 1 to March 31	April 30
April 1 to June 30	July 30
July 1 to September 30	October 30
October 1 to December 31	January 30

Should the filing date fall on a Saturday, Sunday, or holiday, the next succeeding business day shall be deemed the due date.

Regulation 4.7 – The Trustor must file quarterly reports until the trust has been terminated, as described in Chapter 5, or the Trustor files a final departing Trustor report under these Regulations, whichever occurs first.

Regulation 4.8 – If the Trustor is departing office or leaving House employment, the Trustor must file a final departing Trustor report no later than the first due date following the end of the Trustor’s congressional service which contains the following:

- A. a report of contributions received and expenditures made pursuant to these Regulations covering the period between the last-filed quarterly report and the date the Trustor departed office or left House employment; and
- B. a statement as to whether the trust will be terminated or remain in force upon the Trustor departing office or left House employment.

Regulation 4.9 – All documents filed pursuant to these Regulations shall be available at the Legislative Resource Center for public inspection and copying. Any person requesting such documents shall be required to pay a reasonable fee to cover the cost of reproduction.

## CHAPTER 5: USE OF OFFICIAL RESOURCES

Regulation 5.1 – Members and employees may not use official resources for any work related to a Legal Expense Fund if the Legal Expense Fund was created for the purpose stated in Regulation 1.2 (A) (an individual’s candidacy or election to office, including redistricting) or (E) (a civil matter bearing on the individual’s reputation and fitness for office).

Regulation 5.2 – Members should consult with the Committee before using any official resources for work related to the Member’s Legal Expense Fund if the Legal Expense Fund was created for purpose stated in Regulation 1.2 (D) (a criminal prosecution of the Trustor).

Regulation 5.3 – Members may use official resources for any work related to a Legal Expense Fund if the Legal Expense Fund was created for the purpose stated in Regulation 1.2 (B) (the Trustor’s official position in office) or (C) (a civil matter filed in the Member’s official capacity challenging a federal law or regulation).

## CHAPTER 6: TERMINATION OF TRUSTS

Regulation 6.1 – A trust may only be terminated by the Trustee according to the terms of the trust at the earlier of: (A) the end of the time period for which the trust was established; (B) the purpose of the trust is fulfilled or no longer exists; (C) at the direction of the Trustor; or (D) at the direction the Committee for noncompliance with these Regulations.

Regulation 6.2 – Within 90 days of the termination of the trust, the Trustee must distribute any remaining funds or assets to contributors of the trust on a *pro rata* basis as determined by the Trustee or donated to one or more organizations described in § 501(c)(3) of the Internal Revenue Code of 1954 and exempt from taxation under § 501(a) thereof. The Trustor must receive written approval from the Committee of the 501(c)(3) organization(s) to which the Trustor wishes to donate the excess funds prior to making any such donations. Funds from a Legal Expense Fund may not be donated to an organization that was established or is controlled by the Trustor.

Regulation 6.3 – After a trust has been terminated, the Trustor must file a final quarterly report of contributions received and expenditures made pursuant to these Regulations covering the period between the last filed quarterly report and the date the trust was terminated. In addition, the final report must contain a statement certifying that any remaining funds were distributed to contributors pursuant to these Regulations.

## CHAPTER 7: COMMITTEE ENFORCEMENT

Regulation 7.1 – The Committee shall monitor the activities of any Legal Expense Fund established pursuant to these Regulations, and may direct specific remedial actions, or that an audit be made of such trust when, in the judgment of the Committee or Chairman and Ranking Member there is reason to believe that the trust is being improperly administered, or for other good cause.

Regulation 7.2 – Upon a determination by the Committee or Chairman and Ranking Member that an audit of a trust should be made, the Committee shall select a qualified auditor to examine the records of such a trust. The expense of an audit performed at the direction of the Committee shall be borne by the Committee.

Regulation 7.3 – Upon a finding by the Committee or Chairman and Ranking Member that the trust is being improperly administered, if the Trustor and/or the Trustee fail to comply with these Regulations or the trust agreement, or for other good cause, the Committee or Chairman and Ranking Member may direct that the trust be terminated and that the funds be distributed in accordance with the provisions in Chapter 5. The Committee shall notify the Trustor in writing and a copy shall be provided to the Legislative Resource Center for public disclosure.

Regulation 7.4 – Upon a finding by the Committee that a trust has been improperly administered, or that these Regulations have been otherwise violated, the Committee may recommend disciplinary action to be taken in accordance with House Rules and the Rules of the Committee.

#### CHAPTER 8: CONFORMING EXISTING TRUSTS

Regulation 8.1 – Any Member, officer, or employee who established a Legal Expense Fund prior to January 1, 2012, shall make any necessary modifications to the trust document to bring it in compliance with these Regulations and shall disclose the amended trust document with his or her quarterly report due on January 30, 2012.

Regulation 8.2 – No later than January 30, 2012, the Trustee for an existing trust shall provide an affidavit to the Committee, with a copy to the Clerk at the Legislative Resource Center, stating that the Trustee has read and understands the provisions of these Regulations governing the establishment, administration, and termination of a Legal Expense Fund, and that the Trustee consents to administer the trust in conformity with these Regulations and House Rules by January 30, 2012.

**From:** [Kistner, Shauna](#)  
**To:** [Seth Jaffe](#); [David J. Apol](#); [Rachel K. Dowell](#)  
**Cc:** [Walker, Robert](#)  
**Subject:** RE: Checking in  
**Date:** Tuesday, January 02, 2018 5:45:52 PM

---

Good evening--

For the below mentioned conference call with Wiley Rein LLP, please use the following information:

Conference Line: (b)(6) telephone bridge access info

If you have questions or experience difficulty connecting, please contact me directly so that I can assist you.

Shauna Kistner | Special Assistant  
**Wiley Rein LLP**  
1776 K Street NW | Washington, DC 20006  
(b) (6)  
[www.wileyrein.com](http://www.wileyrein.com) | [LinkedIn](#) | [Twitter](#)

---

**From:** Walker, Robert  
**Sent:** Tuesday, January 2, 2018 4:04 PM  
**To:** Kistner, Shauna (b) (6)  
**Subject:** FW: Checking in

Shauna –

Could you send out call/dial-in information for the call to the OGE folks in the email below? On our side it will be: me, Robert Benton, Louisa, Tom Antonucci, and Brandi (if she will be back).

Thanks.

Rob

---

**From:** Seth Jaffe [<mailto:sjaffe@oge.gov>]  
**Sent:** Tuesday, January 2, 2018 3:53 PM  
**To:** Walker, Robert <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>  
**Cc:** David J. Apol <[djapol@oge.gov](mailto:djapol@oge.gov)>; Rachel K. Dowell <[rkdowell@oge.gov](mailto:rkdowell@oge.gov)>  
**Subject:** RE: Checking in

Rob,

Would you be available for a call tomorrow (i.e. Wednesday) afternoon at either 1:00pm or 3:00pm?

Thanks,  
Seth

Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

---

**From:** Walker, Robert [<mailto:RLWalker@wileyrein.com>]  
**Sent:** Thursday, December 28, 2017 12:31 PM  
**To:** Seth Jaffe; Rachel K. Dowell  
**Subject:** Checking in

Seth and Rachel –

What would be a good time for me to come by this afternoon? I am hoping for just a minute or two to speak with one or both of you.

Rob Walker

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**From:** [Walker, Robert](#)  
**To:** [Seth Jaffe](#)  
**Cc:** [David J. Apol](#); [Rachel K. Dowell](#)  
**Subject:** RE: 4 PM call  
**Date:** Friday, January 05, 2018 3:53:59 PM

---

OK. Same numbers as last time.

---

**From:** Seth Jaffe [mailto:sjaffe@oge.gov]  
**Sent:** Friday, January 5, 2018 3:52 PM  
**To:** Walker, Robert <RLWalker@wileyrein.com>  
**Cc:** David J. Apol <djapol@oge.gov>; Rachel K. Dowell <rkdowell@oge.gov>  
**Subject:** RE: 4 PM call

Yes, we are.

---

**From:** Walker, Robert [mailto:RLWalker@wileyrein.com]  
**Sent:** Friday, January 05, 2018 3:26 PM  
**To:** David J. Apol; Seth Jaffe; Rachel K. Dowell  
**Cc:** Benton, Robert  
**Subject:** 4 PM call

Dave, Seth, and Rachel –

Are we still on for a call at 4PM?

Rob

Robert L. Walker | Attorney at Law  
**Wiley Rein LLP**  
1776 K Street NW | Washington, DC 20006  
T: 202.719.7585 | (b) (6) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)  
[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**From:** [Seth Jaffe](#)  
**To:** [Rachel K. Dowell](#); [David J. Apol](#)  
**Subject:** Re: Call tomorrow afternoon?  
**Date:** Wednesday, January 10, 2018 7:04:52 PM

---

Rachel & Dave,

At this point am I correct to assume that we do not need to speak prior to the 3:00pm call with Rob Walker?

Thanks,  
Seth

Sent from my Verizon, Samsung Galaxy smartphone

----- Original message -----

**From:** "Rachel K. Dowell" <[rkdowell@oge.gov](mailto:rkdowell@oge.gov)>  
**Date:** 1/10/18 5:47 PM (GMT-05:00)  
**To:** "Walker, Robert" <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>  
**Cc:** "Benton, Robert" <[RBenton@wileyrein.com](mailto:RBenton@wileyrein.com)>, "David J. Apol" <[djapol@oge.gov](mailto:djapol@oge.gov)>, Seth Jaffe <[sjaffe@oge.gov](mailto:sjaffe@oge.gov)>  
**Subject:** RE: Call tomorrow afternoon?

Good evening,

We are available tomorrow at 3:00pm for a conference call. Is the call-in information the same?

(b)(6) telephone bridge access info

Thank you,  
Rachel

---

**From:** Seth Jaffe  
**Sent:** Wednesday, January 10, 2018 5:24 PM  
**To:** Walker, Robert; David J. Apol; Rachel K. Dowell  
**Cc:** Benton, Robert  
**Subject:** Re: Call tomorrow afternoon?

Dear folks,

I am out of the office in South Carolina teaching a class, but I can make a call at 3:00pm if that works for everybody. If it does, I guess that I just need to be reminded of the call in number and password.

Thanks,  
Seth

Sent from my Verizon, Samsung Galaxy smartphone

----- Original message -----

From: "Walker, Robert" <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>

Date: 1/10/18 4:53 PM (GMT-05:00)

To: "David J. Apol" <[djapol@oge.gov](mailto:djapol@oge.gov)>, Seth Jaffe <[sjaffe@oge.gov](mailto:sjaffe@oge.gov)>, "Rachel K. Dowell" <[rkdownell@oge.gov](mailto:rkdownell@oge.gov)>

Cc: "Benton, Robert" <[RBenton@wileyrein.com](mailto:RBenton@wileyrein.com)>

Subject: RE: Call tomorrow afternoon?

Resending to include Seth and Rachel.

Rob

---

**From:** Walker, Robert

**Sent:** Wednesday, January 10, 2018 2:36 PM

**To:** David J. Apol ([djapol@oge.gov](mailto:djapol@oge.gov)) <[djapol@oge.gov](mailto:djapol@oge.gov)>

**Cc:** Benton, Robert <[RBenton@wileyrein.com](mailto:RBenton@wileyrein.com)>

**Subject:** Call tomorrow afternoon?

Dave –

Can you and your team do a conference call tomorrow afternoon at 3 or later with Stefan Passantino and with the Wiley Rein team?

As a much less preferred alternative, we understand that there is a dedicated slot at 11:30 on Friday for a call between you and Stefan, so the conference call could be scheduled then if you are OK with that. However, we would greatly prefer to do the call ASAP, that is, tomorrow afternoon.

Let me know your availability.

Thanks.

Rob

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | (b) (6) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**From:** [Walker, Robert](#)  
**To:** [David J. Apol](#); [Benton, Robert](#); [Passantino, Stefan C. EOP/WHO](#); [Brooks, Louisa](#); [Toner, Michael](#); [Antonucci, Thomas](#); [Zehr, Brandis](#); [Seth Jaffe](#); [Rachel K. Dowell](#)  
**Subject:** RE: Conference Call  
**Date:** Thursday, January 11, 2018 10:18:43 AM

---

4:30 works for me, too. We will send out a revised notice.

---

**From:** David J. Apol [mailto:[djapol@oge.gov](mailto:djapol@oge.gov)]  
**Sent:** Thursday, January 11, 2018 10:15 AM  
**To:** Benton, Robert <[RBenton@wileyrein.com](mailto:RBenton@wileyrein.com)>; Passantino, Stefan C. EOP/WHO <(b) (6)>; Brooks, Louisa <[LBrooks@wileyrein.com](mailto:LBrooks@wileyrein.com)>; Toner, Michael <[MToner@wileyrein.com](mailto:MToner@wileyrein.com)>; Walker, Robert <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>; Antonucci, Thomas <[TAntonucci@wileyrein.com](mailto:TAntonucci@wileyrein.com)>; Zehr, Brandis <[BZehr@wileyrein.com](mailto:BZehr@wileyrein.com)>; Seth Jaffe <[sjaffe@oge.gov](mailto:sjaffe@oge.gov)>; Rachel K. Dowell <[rkdowell@oge.gov](mailto:rkdowell@oge.gov)>  
**Subject:** RE: Conference Call

I can do either time.

---

**From:** Benton, Robert [<mailto:RBenton@wileyrein.com>]  
**Sent:** Thursday, January 11, 2018 9:24 AM  
**To:** Passantino, Stefan C. EOP/WHO; Brooks, Louisa; Toner, Michael; Walker, Robert; Antonucci, Thomas; Zehr, Brandis; David J. Apol; Seth Jaffe; Rachel K. Dowell  
**Subject:** RE: Conference Call

I have a call at 2:00 that would be very difficult to move. I would prefer 4:30 if that works for others.

Best,  
Robert

---

**From:** Passantino, Stefan C. EOP/WHO <(b) (6)>  
**Sent:** Thursday, January 11, 2018 8:53 AM  
**To:** Brooks, Louisa <[LBrooks@wileyrein.com](mailto:LBrooks@wileyrein.com)>; Toner, Michael <[MToner@wileyrein.com](mailto:MToner@wileyrein.com)>; Benton, Robert <[RBenton@wileyrein.com](mailto:RBenton@wileyrein.com)>; Walker, Robert <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>; Antonucci, Thomas <[TAntonucci@wileyrein.com](mailto:TAntonucci@wileyrein.com)>; Zehr, Brandis <[BZehr@wileyrein.com](mailto:BZehr@wileyrein.com)>; [djapol@oge.gov](mailto:djapol@oge.gov); [sjaffe@oge.gov](mailto:sjaffe@oge.gov); [rkdowell@oge.gov](mailto:rkdowell@oge.gov)  
**Subject:** RE: Conference Call

My apologies. Is there a way we can move this call to 2:00 today? I have had a scheduling conflict come up. I could also do after 4:30.

STEFAN C. PASSANTINO  
Deputy Counsel to the President, Compliance & Ethics  
Office of the White House Counsel

-----Original Appointment-----

**From:** Brooks, Louisa [<mailto:LBrooks@wileyrein.com>]

**Sent:** Wednesday, January 10, 2018 6:32 PM

**To:** Brooks, Louisa; Toner, Michael; Benton, Robert; Walker, Robert; Antonucci, Thomas; Zehr, Brandis; [djapol@oge.gov](mailto:djapol@oge.gov); [sjaffe@oge.gov](mailto:sjaffe@oge.gov); [rkdowell@oge.gov](mailto:rkdowell@oge.gov); Passantino, Stefan C. EOP/WHO

**Subject:** [EXTERNAL] Conference Call

**When:** Thursday, January 11, 2018 3:00 PM-4:00 PM (UTC-05:00) Eastern Time (US & Canada).

**Where:** Dial-in: (b)(6) telephone bridge access info

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**From:** [Walker, Robert](#)  
**To:** [Seth Jaffe](#); [David J. Apol](#); [Rachel K. Dowell](#)  
**Cc:** [Benton, Robert](#)  
**Subject:** RE: Call today  
**Date:** Tuesday, January 23, 2018 4:13:02 PM

---

Will do. Thanks.

---

**From:** Seth Jaffe [mailto:sjaffe@oge.gov]  
**Sent:** Tuesday, January 23, 2018 4:12 PM  
**To:** Walker, Robert <RLWalker@wileyrein.com>; David J. Apol <djapol@oge.gov>; Rachel K. Dowell <rkdowell@oge.gov>  
**Cc:** Benton, Robert <RBenton@wileyrein.com>  
**Subject:** RE: Call today

Can you call us at: 202-482-9280?

---

**From:** Walker, Robert [mailto:RLWalker@wileyrein.com]  
**Sent:** Tuesday, January 23, 2018 4:10 PM  
**To:** Seth Jaffe; David J. Apol; Rachel K. Dowell  
**Cc:** Benton, Robert  
**Subject:** RE: Call today

Let's go for 5:30. Thanks.

---

**From:** Seth Jaffe [mailto:sjaffe@oge.gov]  
**Sent:** Tuesday, January 23, 2018 4:08 PM  
**To:** Walker, Robert <RLWalker@wileyrein.com>; David J. Apol <djapol@oge.gov>; Rachel K. Dowell <rkdowell@oge.gov>  
**Subject:** RE: Call today

Rob,

Dave and I are available at 5:30pm. If our previous call is completed earlier we could call you then.

Thanks,  
Seth

---

**From:** Walker, Robert [mailto:RLWalker@wileyrein.com]  
**Sent:** Tuesday, January 23, 2018 3:53 PM  
**To:** David J. Apol; Seth Jaffe; Rachel K. Dowell  
**Subject:** Fwd: Call today

Sent from my iPhone

Begin forwarded message:

**From:** <[RLWalker@wileyrein.com](mailto:RLWalker@wileyrein.com)>  
**Date:** January 23, 2018 at 3:20:07 PM EST  
**To:** "David J. Apol" <[djapol@oge.gov](mailto:djapol@oge.gov)>  
**Subject:** Call today

Do you have time for a very quick call at 5 or after this afternoon?

Sent from my iPhone

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**From:** [Seth Jaffe](#)  
**To:** ["Walker, Robert"](#)  
**Subject:** LDF Trust Template  
**Date:** Wednesday, January 24, 2018 9:15:55 AM

---

Dear Robert,

FYI: Here is an excerpt from a previous email OGE has sent to others concerning our LDF trust template.

Thanks,  
Seth

Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

“Please find attached a draft trust instrument template that is based on a legal expense fund trust that OGE reviewed in 2011 and 2012. OGE does not approve or disapprove of specific legal expense fund trust instruments. However, if a trust is established and administered in accordance with the terms set out in the attached draft trust instrument template, both the trustees and the employee will be in compliance with 18 U.S.C. § 209. Similarly, adherence to the terms of the trust should ensure the employee does not violate any provision of 5 U.S.C. §§ 7351 and 7353, or of the Standards of Ethical Conduct for Employees of the Executive Branch at 5 C.F.R. part 2635, as a result of the planned activities of the trustee on the employee’s behalf.

If you decide to change any of the terms of the trust template when drafting your client’s trust instrument, you may contact OGE to review those changes to ensure they are consistent with ethics rules.”



**From:** [Rachel K. Dowell](#)  
**To:** [Seth Jaffe](#)  
**Subject:** RE: Patriot Legal Expense Fund Trust, LLC  
**Date:** Monday, January 29, 2018 6:38:23 PM

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Thanks!

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**From:** Seth Jaffe  
**Sent:** Monday, January 29, 2018 6:35 PM  
**To:** Rachel K. Dowell  
**Subject:** FW: Patriot Legal Expense Fund Trust, LLC

FYI:

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**From:** Seth Jaffe  
**Sent:** Monday, January 29, 2018 6:35 PM  
**To:** 'Walker, Robert'; Benton, Robert; 'mtoner@wileyrein.com'  
**Cc:** David J. Apol  
**Subject:** Patriot Legal Expense Fund Trust, LLC

Dear Mr. Walker,

We have reviewed the draft agreement for the "Patriot Legal Expense Fund Trust, LLC". The Office of Government Ethics does not approve or disapprove of specific legal defense funds. However, if the fund is established and administered in accordance with the terms set out in the attached agreement, both the managers and the employee recipients will be in compliance with 18 U.S.C. § 209. Similarly, adherence to the terms of the agreement should ensure that the employee recipients do not violate any provision of 5 U.S.C. §§ 7351 and 7353, or of the Standards of Ethical Conduct for Employees of the Executive Branch at 5 C.F.R. part 2635, as a result of the planned activities of the managers on their behalf.

Please see the attached draft agreement and letter from David J. Apol, OGE's Acting Director and General Counsel.

Thanks,  
Seth H. Jaffe  
Chief, Ethics Law & Policy Branch  
U.S. Office of Government Ethics  
(202) 482-9303

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**From:** Walker, Robert [<mailto:RLWalker@wileyrein.com>]  
**Sent:** Monday, January 29, 2018 6:03 PM  
**To:** Seth Jaffe  
**Cc:** David J. Apol; Benton, Robert; Toner, Michael  
**Subject:** Patriot Legal Expense Fund Trust, LLC

Mr. Jaffe –

Consistent with our discussions with the Office of Government Ethics (OGE), attached is the draft agreement of the Patriot Legal Expense Fund Trust, LLC, for review by OGE for federal ethics compliance.

Thank you.

Robert L. Walker  
Robert D. Benton  
Michael E. Toner

Robert L. Walker | Attorney at Law

**Wiley Rein LLP**

1776 K Street NW | Washington, DC 20006

T: 202.719.7585 | M: (b) (6) | [rlwalker@wileyrein.com](mailto:rlwalker@wileyrein.com)

[www.wileyrein.com](http://www.wileyrein.com) | [Bio](#) | [LinkedIn](#) | [Twitter](#)

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**LIMITED LIABILITY COMPANY AGREEMENT  
OF  
PATRIOT LEGAL EXPENSE FUND TRUST, LLC**

**Dated: January [30], 2018**

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**LIMITED LIABILITY COMPANY AGREEMENT**  
**OF**  
**PATRIOT LEGAL EXPENSE FUND TRUST, LLC**

This LIMITED LIABILITY COMPANY AGREEMENT (this “Agreement”) of Patriot Legal Expense Fund Trust, LLC (the “Fund”) is made as of January [30], 2018, by and among the Fund and the members of the Fund set forth on the signature page(s) hereto (each a “Member,” and together with any Person who subsequently is admitted as a member of the Fund in accordance with the provisions hereof, in each such Person’s capacity as a member of the Fund, the “Members”).

WHEREAS, the Fund was formed pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §18-101, et seq., as amended from time to time (the “Act”) by virtue of the filing of the Fund’s Certificate of Formation (as amended from time to time in accordance with the provisions hereof, the “Certificate of Formation”) with the Delaware Secretary of State on January [30], 2018;

WHEREAS, the Fund was formed to provide assistance paying legal expenses for persons involved in the investigations by special counsel Robert S. Mueller III, the inquiries by the U.S. Senate Select Committee on Intelligence and the U.S. House of Representatives Permanent Select Committee on Intelligence regarding Russian interference in the 2016 U.S. election and related matters, and any inquiries by other Committees of the U.S Senate or House of Representatives; and

WHEREAS, the Fund will be operated as a political organization within the meaning of Section 527 of the Internal Revenue Code of 1986, as amended (the “Code”).

NOW, THEREFORE, in consideration of the mutual covenants contained herein and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

**ARTICLE 1**  
**DEFINITIONS**

1.1 Definitions. In this Agreement, unless otherwise specifically stated, the capitalized terms used herein have the respective meanings specified or referred to: (i) on Schedule A, or (ii) in the text of this Agreement.

1.2 Rules of Construction. The rules of construction set forth on Schedule A for interpreting the provisions of this Agreement shall apply.

**ARTICLE 2**  
**ORGANIZATION**

2.1 Formation. Each Member hereby acknowledges the formation of the Fund as a limited liability company pursuant to the Certificate of Formation and agrees to its status as a Member of the Fund. The term “Member” shall also have the meaning ascribed to “member” in the Act.

2.2 Authorized Persons. The designation of Robert Benton as an “authorized person” within the meaning of the Act is hereby confirmed and ratified for the purpose of filing, and such person has executed, delivered and filed, the Certificate of Formation with the Secretary of State of the State of Delaware. Upon the filing of the Certificate of Formation with the Secretary of State of the State of Delaware, his powers as an “authorized person” ceased.

2.3 Name. The name of the Fund is “Patriot Legal Expense Fund Trust, LLC”. The activities of the Fund shall be conducted under the name “Patriot Legal Expense Fund Trust, LLC” or such other name or names as the Manager shall determine.

2.4 Principal Office. The principal office of the Fund shall be at [\_\_\_\_\_] or such other place as the Manager shall determine. The Fund may maintain such other office or offices at such other locations as the Manager may deem advisable.

2.5 Registered Agent and Registered Office. The initial registered agent of the Fund in the State of Delaware is Cogency Global, Inc., and may be changed to such other agent as the Manager designates from time to time in the manner provided under the Act. The registered office of the Fund in the State of Delaware is c/o Cogency Global, Inc., 850 New Burton Road, Suite 201, Dover, Delaware 19904, and may be changed to such other office (which need not be a place from which the Fund conducts its activities) as the Manager may designate from time to time in the manner provided under the Act.

2.6 Purpose. The purposes for which the Fund is organized are: (1) to serve as a legal expense fund to raise money and pay for or help defray legal expenses, which can include attorneys’ fees, court filing fees, litigation costs, or other related fees and costs incurred by an Eligible Recipient in connection with the Investigations; and (2) in doing so, to engage in any lawful act or activity permitted under the Act, or permitted for an entity organized and operated as a political organization within the meaning of Section 527 of the Code.

2.7 Term. The term of the Fund commenced upon filing of the Fund’s Certificate of Formation with the Delaware Secretary of State and shall continue until dissolution of the Fund as provided herein and pursuant to the Act.

2.8 Powers. In furtherance of the foregoing purposes, subject to the provisions of this Agreement, the Fund shall have the power to take any action or incur any obligation in connection with, or to facilitate and support the purposes of, the Fund, so long as said actions and obligations may be lawfully engaged in or performed by a limited liability company under the Act and in compliance with Section 527 of the Code and the regulations promulgated thereunder.

2.9 Limitation on Liability. In accordance with the Act, the debts, obligations and liabilities of the Fund, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the Fund, and none of the Members, the Manager or other Covered Persons shall be obligated personally for any such debt, obligation or liability of the Fund or

have any obligation or be required to make any capital contribution or loan or otherwise advance any funds to the Fund solely by reason of being a Member, Manager or other Covered Person.

2.10 Independent Activities. The Members and the Manager understand that each Member and the Manager may be interested, directly or indirectly, in various other activities and undertakings, some of which may be similar in nature to, or competitive with, the activities of the Fund and/or any of its Subsidiaries. The Members and the Manager agree that any Member, the Manager or any of their Affiliates may engage in or possess an interest, direct or indirect, in any business venture or entity of any nature or description for its own account, independently or with others, and may do so without any accountability or any obligation to report the same to the Fund (or any of its Subsidiaries) or any Member or to afford the Fund (or any of its Subsidiaries) or any Member any opportunity to participate therein. None of the Fund, any Subsidiary or any other Member shall have any right in or to any such independent venture or investment or the revenues or profits derived therefrom. With respect to the Manager, to the extent there is any conflict between this Section 2.10 and Section 3.5.1 or Schedule B, Section 3.5.1 and Schedule B shall control. With respect to a Member, to the extent there is any conflict between this Section 2.10 and Section 3.1.2, Section 3.1.2 shall control.

2.11 Tax Classification. The Members intend for the Fund to be classified as an exempt political organization under Section 527 of the Code for federal and, to the maximum extent possible, state Tax purposes. The Members acknowledge the Fund's status as a limited liability company formed under the Act and as an organization described in Section 527 of the Code, and no Member or Manager shall take any action inconsistent with the express intent of the parties to this Agreement.

2.12 Maintenance of Separate Existence. The Fund shall do all things necessary to maintain its limited liability company existence separate and apart from each Member, the Manager, and any Affiliate of either, including maintaining its books and records on a current basis separate from that of any Affiliate of the Fund or any other Person, and shall not commingle the Fund's assets with those of any Affiliate of the Fund or any other Person. In furtherance, and not in limitation, of the foregoing, the Fund shall not:

- (i) fail to (A) maintain or cause to be maintained by an agent under the Fund's control physical possession of the records required to be kept under the Act and the Code, (B) account for and manage all of its liabilities separately from those of any other Person, including payment by it of Fund Expenses from its own assets or (C) identify or cause to be identified separately all of its assets from those of any other Person; or
- (ii) commingle, or permit the commingling of, the Fund Property with the funds of the Manager, any Member, any Affiliate of either or any other Person or use Fund Property for uses other than the Fund's uses.

2.13 Compliance with Laws. The Fund will use reasonable efforts to comply in all material respects with all Applicable Law governing the conduct of the activities of the Fund.



### ARTICLE 3 MEMBERS AND THE MANAGER

#### 3.1 Members and the Manager.

3.1.1 Management. All Members hereby agree that the powers of the Fund shall be exercised by or under the authority of, and the business affairs of the Fund shall be managed under the direction of, the Manager. Except as expressly provided herein or as otherwise required by Applicable Law, the Manager shall have complete and exclusive control of the management of the Fund's affairs. The Members, in their capacity as Members, shall have no right to participate in the management or the conduct of the Fund's business and affairs nor have any power or authority to act for or on behalf of the Fund in any respect whatsoever, except as set forth in Sections 3.5.1, 3.5.2, 3.5.4, and 9.1. For the avoidance of doubt, a Member may also serve as the Manager. Except as otherwise specifically provided in this Agreement, the Manager shall have the right, power and authority on behalf of the Fund and in its name to execute documents or other instruments and exercise all of the rights, power and authority of the Fund under the Act, subject only to any express limitations set forth in this Agreement. The Members agree that all determinations, decisions and actions made or taken by the Manager in accordance with this Agreement shall be binding on the Fund, the Members and their respective successors, assigns and personal representatives. Persons dealing with the Fund are entitled to rely conclusively upon the power and authority of the Manager as set forth herein. The present mailing address, designated electronic mail address and facsimile number of the Manager are set forth on Schedule D, and may be changed from time to time by written notice provided by the Manager to the Fund as set forth in Section 10.2.

3.1.2 Members. The name and present mailing address, designated electronic mail address and facsimile number of each Member are set forth on Schedule D, and may be changed from time to time by written notice of the relevant Member to the Fund as set forth in Section 10.2. Neither of the Members is, and no Member shall be, a prohibited source (as defined by 5 C.F.R. § 2635.203(d)) with respect to any potential Government Eligible Recipient of which the Fund is aware at the time such Person becomes a Member. Neither of the Members is, and no Member shall be, employed by the Trump Campaign or The Trump Organization.

3.2 Membership Interests. The ownership of the Fund shall be represented by limited liability company interests; provided that such membership interests shall not entitle a Member to any Fund Property or distributions from the Fund and shall carry only the rights and responsibilities set forth in this Agreement or that are required by the Act notwithstanding the terms of this Agreement.

#### 3.3 Member Voting.

3.3.1 Member Majority. On any matter requiring a vote of the Members, each Member shall have one vote. Any act of the Members shall require the affirmative vote of a majority of the Members.

3.3.2 Action by Written Consent of Members. Any action that may be taken at a meeting of the Members may be taken without a meeting by a consent in writing, setting forth

the action to be taken, which is signed, dated and approved by the Members necessary to take such action at a meeting of the Members. Each Member consent adopted pursuant to this Agreement shall be filed with the minutes of the Fund and, if not unanimous, sent to each Member that did not execute it or consent thereto by electronic mail message pursuant to the terms of this Agreement.

3.3.3 Quorum and Proxies. The presence of Members representing a majority of the Members shall constitute a quorum for any meeting of the Members. Members may vote at any Member meeting either in person or by proxy executed in writing. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise provided in the proxy.

3.4 Member Authority. No Member acting individually in the capacity of a Member (other than a Member so authorized by the Manager) shall be the agent of the Fund or shall have authority to bind the Fund, contract a debt or incur a liability by or on behalf of the Fund.

3.5 Manager. The initial Manager shall be [\_\_\_\_\_] and shall serve as the Manager until such Manager's death, resignation, or removal. The Manager meets the criteria set forth in Schedule B. In the event the then-current Manager becomes a Prohibited Source with respect to any Government Eligible Recipient, such Manager shall not make any decisions regarding Distributions to such Government Eligible Recipient and a Special Manager shall be appointed as set forth below.

3.5.1 Successor Manager. In the event of a Manager's death, resignation, or removal, the Members shall appoint a successor Manager, which shall be an individual (i) of high moral character experienced in public service, (ii) who is not a Prohibited Source with respect to any Government Eligible Recipient and meets the additional criteria set forth on Schedule B, and (iii) who executes a counterpart to this Agreement and agrees to be bound by the terms hereof. The Fund shall have, at all times, at least one Manager serving prior to conducting any business or taking any action. Upon being appointed by the Members, the successor Manager so designated shall become the Manager hereunder as though originally named herein. A successor Manager shall be authorized to exercise all powers, authority, and discretions granted to the initial Manager. A successor Manager shall not be liable for any act or omission of a predecessor Manager.

3.5.2 Special Additional Manager. In the event the then-current Manager becomes a Prohibited Source with respect to any Government Eligible Recipient, the Members shall appoint an additional Manager (a "Special Manager"), which Special Manager shall be treated as a successor Manager for any decisions regarding Distributions made to any Government Eligible Recipient with respect to whom the initial or then-current Manager is a Prohibited Source, and those decisions of the Special Manager shall not be subject to review, change or amendment by the then-current Manager. Such Special Manager shall meet the criteria set forth in Section 3.5.1 for a successor Manager, shall be entitled to reasonable compensation, reimbursement of expenses and other rights necessary to perform such Special Manager's obligations hereunder, but shall have only the authority set forth in this Section 3.5.2 as minimally necessary to perform the duties set forth in this Section 3.5.2.

3.5.3 Resignation. A Manager or Special Manager may resign by giving sixty (60) days' prior written notice thereof to the Members. Such resignation shall become effective on the earlier of the day specified in such notice or upon the appointment of a successor Manager as provided in Section 3.5.1 and the acceptance by such successor of such appointment.

3.5.4 Removal. A Manager or Special Manager may be removed by the Members only if one or more of the following occurs: (a) the Manager is found to be mentally incompetent; (b) the Manager breaches the terms of this Agreement and fails to cure such breach within thirty (30) days of notice thereof from the Members; (c) the Manager breaches the terms of this Agreement three (3) or more times during any 12-month period, even if cured; (d) the Manager engages in actual fraud or willful misconduct; (e) the Manager intentionally breaches his or her fiduciary duty by deriving an improper personal benefit. Such removal shall become effective on the earlier of the day specified by the Members or upon the appointment of a successor Manager as provided in Section 3.5.1 and the acceptance by such successor of such appointment.

3.5.5 Relationship to Eligible Recipients. In addition to meeting the other criteria set forth on Schedule B, a Manager or Special Manager shall not be an Affiliate of any Eligible Recipient and shall not be a Prohibited Source with respect to any Government Eligible Recipient for which it is making decisions regarding Distributions.

3.6 Powers of Manager. Among the other powers stated herein, in connection with the administration of the Fund, subject to the terms of this Agreement and in addition to all other powers and authority conferred by this Agreement or by law, the Manager may exercise the following powers, authority, and discretion:

- (i) to enter into any agreement necessary, suitable, or convenient to carry out the purposes of the Fund and any other agreement incidental thereto or connected therewith;
- (ii) to establish, maintain, and administer one or more accounts and sub-accounts or Subsidiaries of the Fund with one or more accounts or sub-accounts, if desirable;
- (iii) to make Distributions of the Fund Property on behalf of Eligible Recipients, or to Eligible Recipients, pursuant to the terms and conditions of this Agreement;
- (iv) to protect and enforce the rights vested in the Fund and the Manager by this Agreement by any method deemed appropriate, including without limitation by judicial proceedings;
- (v) to take any steps necessary to establish the Fund's clear title to any Fund Property;
- (vi) to employ legal counsel, accountants, advisors, custodians, and other agents in connection with the administration or termination of this Fund; to delegate to such legal counsel, accountants, advisors, custodians, and other agents any powers of the

Manager except for determining to whom and how Distributions are made; and to pay out of the Fund Property to such legal counsel, accountants, advisors, custodians, and other agents reasonable compensation for services rendered;

(vii) to file, if necessary, any and all Tax Returns in connection with the Fund created hereby and to pay any taxes properly payable by the Fund, if any, out of the Fund Property;

(viii) to amend any schedule with respect to the timing of any proposed Distribution, as the Manager determines to be necessary, appropriate, or desirable, and to make Distributions in accordance with such amended schedule and this Agreement;

(ix) to compromise, adjust, arbitrate, sue on or defend, abandon, or otherwise deal with and settle claims in favor of or against the Fund as the Manager shall determine;

(x) to the extent that Fund Property is comprised of money, to invest in, purchase, retain, or sell Permitted Investments;

(xi) in general, except as otherwise provided by this Agreement, to exercise any and all rights and powers in the management of the Fund or the Fund Property that any entity could exercise in the management of property owned in its own right, upon such terms and conditions as the Manager may deem best, and to execute and deliver all instruments and to do all acts that the Manager may deem necessary or advisable to carry out the purposes of this Agreement;

(xii) subject to compliance with the screening procedures set forth in Section 5.1.8 and Schedule C, to solicit and accept donations to the Fund, which may be accomplished by retaining the services of a professional fundraiser; and

(xiii) to provide information to Eligible Recipients as necessary to comply with the Ethics in Government Act, 5 U.S.C. app. § 102(a)(2).

3.7 Actions of the Manager. The Fund shall in all cases act through the vote or authorization of the Manager. Any action approved by the Manager (and the Members, if required by the Act or this Agreement) may be effected by the Manager or any agent of the Manager without the need for additional signatures.

3.8 Reliance on the Manager. Persons dealing with the Fund are entitled to rely conclusively upon the power and authority of the Manager as set forth herein. A resolution, written consent or other action of the Manager, evidencing the approval or consent of the Manager, shall be conclusive evidence of the act of the Manager (and any necessary approval of the Members if required by this Agreement or the Act) as set forth therein.

3.9 Compensation. Fees paid by the Fund, if any, for professional services rendered by the Manager shall be (i) paid from the Fund Property, (ii) calculated either per hour in accordance with the Manager's usual hourly rate for professional services, if any, or otherwise at fair market value, and (iii) shall be fixed from time to time as may be reasonably determined by

the Manager.

3.10 Costs of Establishment and Administration; Expense Reimbursement. All reasonable Fund Expenses, including costs, expenses, and obligations incurred by the Manager in establishing and administering the Fund, carrying out its other responsibilities under this Agreement, or in any manner connected, incidental, or related thereto (including legal fees, or the cost of professionals that may, in accordance with this Agreement, be employed by the Manager) shall be paid from the Fund Property. The Manager shall be entitled to reimbursement out of the Fund Property against and from any and all loss, liability, expense, or Damage that the Manager may sustain in good faith and without willful misconduct, gross negligence, or fraud in the exercise and performance of any of the powers and duties of the Manager under this Agreement.

3.11 Agents and Professionals. The Manager may consult with independent legal counsel to be selected by it; provided, that such legal counsel may not be legal counsel for an Eligible Recipient that receives one or more Distributions from the Fund. The Manager shall be protected in relying on any resolution, statement, opinion, instrument or report of such independent legal counsel reasonably believed by the Manager to be genuine and signed or presented by such independent legal counsel.

3.12 Officers and Agents. Subject to the terms of this Agreement and the Manager’s discretion and direction, the Manager may appoint officers and agents of the Fund. Such individuals shall have, to the extent set forth in the resolution or other writing appointing such individual as officer or agent, full power to execute and deliver, for and on behalf of the Fund, any and all documents and instruments, or take other actions on behalf of the Manager except for determining to whom and how Distributions are made, which may be necessary or desirable to carry on the activities of the Fund including, without limitation, executing any filings, contracts, leases, promissory notes, security agreements, and financing statements pertaining to the Fund’s assets or obligations.

3.12.1 Authority of Officers and Agents. Actions by an officer or agent appointed by the Manager pursuant to a contract or budget approved by the Manager shall not require additional approval by the Manager, unless otherwise set forth in this Agreement or in any instrument appointing or governing the activities of such officer or agent. Any such officers or agents shall at all times be subject to the supervision and control of the Manager and shall conform to the policies and programs established by the Manager, and the scope of the officer’s or agents’ authority shall be limited to such policies and programs. Any such officers or agents shall keep the Manager informed as to all matters of concern to the Fund.

## **ARTICLE 4 FUND PROPERTY**

4.1 Title to Fund Property. All real and personal property acquired by, or donated to, the Fund (the “Fund Property”) shall be acquired and held by the Fund or its agents expressly on the Fund’s behalf, and shall not be held by or in the name of any Member, the Manager or any Affiliate of either (other than the Fund itself).

4.2 Disposition of Fund Property. The Manager is not authorized to sell, assign, transfer, exchange, pledge, set-off, or otherwise dispose of any of the Fund Property or interest therein, including to any Eligible Recipient, and shall not vary the investments of the Fund except as described in this Agreement.

4.3 Management of Fund Property; Permitted Investments. The Manager may invest and reinvest the Fund Property and any accumulated interest on the Fund Property, if any, only in the following: (i) obligations of the United States; or (ii) bank deposits maintained at a depository institution or trust company organized under the laws of the United States or any of the States thereof or the District of Columbia.

4.4 Fund Property Accounts. The Manager may, but need not, physically divide or segregate any assets held under this Agreement, but shall maintain such records as will enable the Manager to render an accounting, if necessary, including records of amounts distributed to each Eligible Recipient.

## **ARTICLE 5 DISTRIBUTIONS**

5.1 Distributions. The Manager shall only distribute payments from the Fund Property (each, a “Distribution”), other than payments for services rendered and all expenses of the Fund incurred in the Manager’s discretion, as set forth in this section.

5.1.1 Distributions to Eligible Recipients. The Manager shall have the ability, but not the obligation, to make a Distribution for (i) payment of legal counsel fees and expenses incurred by an Eligible Recipient in connection with or connected to the Investigations, which may include attorneys’ fees, court filing fees, litigation costs, or other related fees and costs incurred by an Eligible Recipient; and (ii) any out-of-pocket expenses incurred in connection with or connected to the Investigations, including taxes payable by an Eligible Recipient as a result of a Distribution and travel costs incidental to the voluntary or subpoenaed testimony of such Recipient as part of any of the Investigations.

5.1.2 Distributions to Another Fund Entity. The Manager shall have the ability to make a Distribution to another limited liability company or trust that serves the purpose of making distributions to Eligible Recipients in connection with the Investigations; provided that such other entity meets the same qualifications and standards as the Fund and is governed by documents substantially similar to this Agreement (except such other entity may have a different tax classification under the Code than the Fund).

5.1.3 Distributions to Donors or Charities. Once the Manager has determined in the Manager’s reasonable discretion, prior to any Dissolution Event under Article 9, that no additional Distributions will be made pursuant to Sections 5.1.1 or 5.1.2, the Manager shall have the ability to make a Distribution (i) to return contributions to donors based on the account into which such donor’s contribution was placed (i.e. the Non-Government Eligible Recipient Account or the Government Eligible Recipient Account) or (ii) to one or more nonprofit organizations exempt from tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code; provided, that in the case of part (ii), such organization is not an

Affiliate of the Manager, a Member or any Eligible Recipient.

5.1.4 Distribution Considerations. Subject to Section 5.1.5, in determining whether or not to make a distribution under Section 5.1.1, the Manager shall avoid payments arising from the defense of any charge or indictment for dishonest, fraudulent or criminal activity unless the Manager determines, in the Manager's sole and absolute discretion, that the acts forming the basis of such charge or indictment were undertaken by the Recipient on behalf of, or directly in support of, the Campaign, the Transition or the Administration in good faith and without knowledge that such acts were prohibited by law.

5.1.5 Restrictions on Distributions. Notwithstanding any other provision of this Agreement to the contrary, no Distributions shall be made:

(i) for the avoidance of doubt, to reimburse or pay for legal services rendered to a federal candidate or officeholder or federal political committee if such legal services are for the purpose of complying with the Federal Election Campaign Act of 1971, as amended ("FECA"), or Federal Election Commission ("FEC") regulations, or are related to a violation or alleged violation of FECA or FEC regulations;

(ii) based on whether or not the substance of an Eligible Recipient's involvement in the Investigations was beneficial to President Donald J. Trump, the Administration, the Campaign or the Transition;

(iii) in any way intended to: influence the substance of an Eligible Recipient's involvement in the Investigations; interfere with the process of the Investigations, especially by influencing, threatening, harming, or impeding an Eligible Recipient or any other witness, potential witness, juror, or judicial or legal officer; or otherwise impede or obstruct an Investigation or legal process;

(iv) that would result in a Government Eligible Recipient receiving funds donated by any Person the Fund knows is a Prohibited Source with respect to such Government Eligible Recipient, based on the screening procedures described in Section 5.1.8; or

(v) to the extent that at the time of the Distribution, after giving effect to the Distribution, all liabilities of the Fund exceed the fair market value of the assets of the Fund or if such Distribution would otherwise violate Applicable Law.

5.1.6 Manner of Distribution. The timing and manner of Distributions shall be determined by the Manager in the Manager's sole discretion and governed by the policies and procedures adopted by the Manager from time to time. Except as otherwise directed by the Manager, Distributions shall be paid in cash in United States currency by checks drawn on, or by wire transfer from, the applicable Fund account.

5.1.7 Eligible Recipients. Distributions under Section 5.1.1 shall only be made to or on behalf of (i) a natural Person (whether such individual was an employee, consultant, fundraiser or volunteer to the Donald J. Trump for President, Inc. committee (the "Campaign"), the Trump Administration Transition (the "Transition"), the Administration of President Donald

J. Trump (the “Administration”) or otherwise) who has incurred legal expenses in connection with an Investigation, except for President Donald J. Trump and his immediate family members (i.e., any spouse, former spouse, child, or sibling or any parent, spouse, child or sibling of any of the foregoing), and (ii) the Campaign (each, an “Eligible Recipient” and together, the “Eligible Recipients”). In the event of any Eligible Recipient’s death, Distributions that would otherwise have been made on behalf of such Eligible Recipient may be made to or on behalf of the executor or administrator of the Eligible Recipient’s estate, or if none, to or on behalf of the Eligible Recipient’s surviving spouse, or if none, to or on behalf of the Eligible Recipient’s surviving descendants, as necessary.

(i) Communications with Eligible Recipients. The Manager may use any reasonable means to identify Eligible Recipients and notify them or their counsel that Distributions may be available; provided, that the Manager shall avoid any direct contact with any Eligible Recipient to the extent practical and shall not discuss with them any potential Distributions to them, including whether or not the Manager intends to make Distributions to such Eligible Recipient’s counsel or the parameters the Manager will or may use in making such determination. To the extent possible, all communications to an Eligible Recipient from the Fund shall (i) not be handled by the Manager directly, (ii) be to and through such Eligible Recipient’s counsel and (iii) shall be from the Fund’s counsel or paying agents. Subject to the restrictions in Section 5.1.5, nothing in the foregoing paragraph shall prohibit the Manager from communications with a person affiliated with the Campaign, even though the Campaign is an Eligible Recipient.

5.1.8 Prohibited Donors and Prohibited Sources. The Fund will make Distributions to two distinct classes of Eligible Recipients: (a) Eligible Recipients who are, at the time of such Distribution, employees of the Executive Branch (“Government Eligible Recipients”), and (b) Eligible Recipients who are, at the time of such Distribution, not employees of the Executive Branch (“Non-Government Eligible Recipients”) as set forth on Schedule C.

(i) Separate Accounts. The Fund will establish one or more accounts for Government Eligible Recipients (each, a “Government Eligible Recipient Account”) and a separate account for Non-Government Eligible Recipients (the “Non-Government Eligible Recipient Account”). If the Manager deems it prudent or necessary in order to comply with the requirements of the United States Office of Government Ethics (“OGE”), the Fund may establish separate individual accounts for each or any Government Eligible Recipient. Contributions shall be placed in, and Distributions made out of, such accounts as set forth on Schedule C. A Government Eligible Recipient that does not work for the Executive Office of the President or a Federal Executive Agency shall not receive funds from a Government Eligible Recipient Account unless and until the Manager determines through additional due diligence that such funds were contributed by a donor who is not a prohibited source (as defined by 5 C.F.R. § 2635.203(d)) with respect to such Government Eligible Recipient’s employing agency (i.e. an agency other than the Executive Office of the President or a Federal Executive Agency).

(ii) Prohibited Donors. Notwithstanding anything in this Agreement to the contrary, in no event may contributions to the Fund be earmarked for any Eligible



Recipient or separate account, or be accepted from any of the following (each, a “Prohibited Donor”):

- (A) A foreign principal or agent of a foreign principal (as defined by 22 U.S.C. § 611),
- (B) An anonymous source, or
- (C) A source that has been solicited by any Eligible Recipient.

(iii) Screening Procedures. The Fund has established the “Screening Questionnaires” set forth on Schedule C that a potential donor must complete. The purpose of the Screening Questionnaires is to allow the Manager to categorize every donor as a Prohibited Donor, a Prohibited Source or a non-Prohibited Source, using the procedures set forth on Schedule C. The Screening Questionnaires and the procedures may be amended by the Manager at any time in order to best carry out, in the sole determination of the Manager, the purposes of the Fund in compliance with applicable law and OGE regulations. OGE has reviewed and provided advice on the Screening Questionnaires and policies set forth on Schedule C, and the Manager will request that OGE review and provide advice on any material amendments to such Screening Questionnaires or policies.

5.2 No Third-Party Beneficiaries. The provisions of this Article 5 are intended solely to benefit the Fund, the Members and the Manager and, to the fullest extent permitted by Applicable Law, shall not confer any benefit upon any creditor of the Fund or any Eligible Recipient (and no such creditor or Eligible Recipient shall be a third-party beneficiary of this Agreement, have any entitlement to any Distribution or otherwise control any Fund Property).

## **ARTICLE 6 EXCULPATION AND INDEMNIFICATION**

6.1 Exculpation. To the fullest extent permitted by Applicable Law, (x) no Member, the Manager, or any of their respective Affiliates and its and their respective partners, members, stockholders, officers, directors, managers, employees, or agents and (y) no agent of the Fund (each, a “Covered Person”), shall be liable to the Fund or to any other Covered Person for any loss, damage or claim incurred by reason of any act or omission performed or omitted by such Covered Person in good faith on behalf of the Fund and in a manner reasonably believed to be within the scope of authority conferred on such Covered Person by this Agreement, excluding any such loss, damage, or claim incurred by reason of such Covered Person’s actual fraud or willful misconduct, and including any such loss, damage, or claim incurred by reason of such Covered Person’s breach of a fiduciary duty. Furthermore, to the fullest extent permitted by Applicable Law, the Manager shall not be liable to the Fund or to any Member or Eligible Recipient for monetary damages for breach of any duty (including, without limitation, fiduciary duty) as a Manager, except (i) for acts or omissions of such Manager that involve actual fraud or willful misconduct or (ii) for any transaction from which such Manager intentionally derived improper personal benefit. Neither the amendment or repeal of this paragraph, nor the adoption or amendment of any other provision of this Agreement inconsistent with this paragraph, shall

apply to or affect in any respect the applicability of this Section 6.1 with respect to any act or failure to act that occurred prior to such amendment, repeal, or adoption.

6.2 Indemnification. To the fullest extent permitted by Applicable Law, a Covered Person shall be indemnified and held harmless by the Fund for any losses, damages, liabilities, deficiencies, claims, interest, awards, judgments, penalties, costs and expenses (including reasonable attorneys' fees, costs and other out-of-pocket expenses incurred in investigating, preparing or defending the foregoing) (collectively, "Damages") incurred by such Covered Person by reason of (i) any claim or demand made by any Person arising out of or resulting from any act or omission on the part of the Fund, including the breach or failure to perform any agreement or covenant made by the Fund or any fiduciary duty to the Fund and (ii) any act or omission performed or omitted by such Covered Person in good faith on behalf of the Fund and in a manner reasonably believed to be within the scope of authority conferred on such Covered Person by this Agreement, except that no Covered Person shall be entitled to be indemnified in respect of any Damages incurred by such Covered Person by reason of such Covered Person's gross negligence or willful misconduct with respect to such acts or omissions; provided, however, that any indemnity under this Section 6.2 shall be provided out of and to the extent of Fund assets only, and no Covered Person shall have any personal liability on account thereof. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that a Covered Person did or did not act in any particular manner, or, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful. The indemnification provided for herein shall continue as to a Person who has ceased to be Covered Person and shall inure to the benefit of the heirs, executors and administrators of a Covered Person.

6.3 Expenses. Expenses (including legal fees) incurred by a Covered Person in defending any demand, action, suit or proceeding may, from time to time, be advanced by the Fund prior to the final disposition of such claim, demand, action, suit or proceeding as authorized by the Manager and upon receipt by the Fund of a written undertaking by or on behalf of the Covered Person to repay such amount if it shall be determined that the Covered Person is not entitled to be indemnified as authorized in Section 6.2 hereof or that such indemnification is unlawful.

6.4 Insurance. The Fund may obtain directors and officers liability insurance on behalf of Covered Persons against any liability that may be asserted against or expenses that may be incurred by any such Person in connection with the activities of the Fund or such indemnities, regardless of whether the Fund would have the power to indemnify such Person against such liability under the provisions of this Agreement or the Act. The amount, terms, and conditions of such insurance shall be determined by the Manager from time to time, and the Fund shall use commercially reasonable efforts to cause such insurance to be maintained until such time as it is discontinued by the Manager.

6.5 Notice of Claims. In the event that any claim, demand, action, suit, or proceeding shall be instituted or asserted or any Damages shall arise in respect of which indemnity may be sought by a Covered Person pursuant to Section 6.2, such Covered Person shall promptly notify

the Fund thereof in writing. Failure to provide notice shall not affect the Fund's obligations hereunder except to the extent the Fund is actually and materially prejudiced thereby.

6.6 Control of Claims. The Fund shall have the right, exercisable subject to the approval of the Manager, to participate in and control the defense of any such claim, demand, action, suit, or proceeding, and in connection therewith, to retain counsel reasonably satisfactory to each Covered Person, at the Fund's expense, to represent the Covered Persons and any others the Fund may designate with respect to such claim, demand, action, suit, or proceeding. The Fund shall keep the Covered Person advised of the status of such claim, demand, action, suit or proceeding and the defense thereof and shall consider in good faith recommendations made by the Covered Person with respect thereto. The Covered Person shall not settle or compromise any such claim without the prior written consent of the Fund, not to be unreasonably withheld, except that the Covered Person may settle such claim if the settlement involves no monetary payment either from the Fund or recoverable by the Covered Person under indemnification from the Fund. The Fund shall not settle or compromise any such claim unless the settlement involves no monetary payment or other obligation on the part of the Covered Person and includes an unconditional release in favor of the Covered Person from all liability and claims that are the subject matter of such claim. To the extent that any Covered Person is entitled to indemnification, and/or is covered by insurance obtained, by a Member, Manager, or any Affiliates of either (other than the Fund and its Subsidiaries), the Fund shall not be relieved of its indemnification obligations hereunder. The provisions of this Article 6 shall survive termination of this Agreement until the expiration of the applicable statute of limitations for the claim for which indemnification is sought, and no amendment or repeal of any of the provisions of this Agreement shall limit or eliminate the benefits provided to Covered Persons under this Article 6 before such amendment, repeal or termination.

6.7 Non-Exclusivity of Rights. The rights conferred on any Covered Person by this Article 6 shall not be exclusive of any other rights which such Covered Person may have or hereafter acquire under any statute, provision of the Certificate, this Agreement, other agreement, action of the Manager, or otherwise.

6.8 Limitation of Liability. NO COVERED PERSON SHALL BE LIABLE TO THE COMPANY, MANAGER OR ANY MEMBER FOR PUNITIVE, SPECIAL, EXEMPLARY OR CONSEQUENTIAL DAMAGES, ARISING OUT OF OR RELATING TO THIS AGREEMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY, REGARDLESS OF WHETHER BASED ON CONTRACT, TORT (INCLUDING NEGLIGENCE), STRICT LIABILITY, VIOLATION OF ANY APPLICABLE DECEPTIVE TRADE PRACTICES ACT OR SIMILAR LAW OR ANY OTHER LEGAL OR EQUITABLE PRINCIPLE EXCLUDING ANY SUCH DAMAGES INCURRED AS A RESULT OF SUCH COVERED PERSON'S ACTUAL FRAUD OR WILLFUL MISCONDUCT, INCLUDING ANY SUCH DAMAGES INCURRED BY REASON OF SUCH COVERED PERSON'S BREACH OF A DUTY OF CARE OR DUTY OF LOYALTY (INCLUDING IN SUCH COVERED PERSON'S CAPACITY AS THE MANAGER); AND EACH MEMBER AND THE MANAGER AGREES NOT TO MAKE ANY CLAIM AGAINST ANY COVERED PERSON FOR LIABILITY FOR ANY SUCH DAMAGES.

**ARTICLE 7**  
**BOOKS, RECORDS AND ACCOUNTING**

7.1 Bank Accounts. All of the Fund Property shall be deposited into a bank account or accounts opened in the Fund’s name or assumed name(s). The Manager shall determine the institution or institutions at which the accounts shall be opened and maintained, the types of accounts, and the Persons who shall have authority with respect to the accounts and the funds therein.

7.2 Books and Records. The Manager shall cause to be kept complete and accurate books and records of the Fund and its Subsidiaries and supporting documentation of the transactions with respect to the conduct of the Fund’s activities. The records shall include, without limitation, complete and accurate information regarding the state of the activities and financial condition of the Fund, a copy of the Certificate of Formation, this Agreement and all amendments thereto, and a current list of the names and last known mailing addresses, designated electronic mail addresses and facsimile numbers of all Members.

7.2.1 Maintenance. The books and records shall be maintained in accordance with sound accounting practices and shall be available at the Fund’s principal place of activities for examination by any Member or the Member’s duly authorized representative at any and all reasonable times during normal business hours. The Fund shall maintain reasonable internal controls to safeguard its assets.

7.3 Annual Accounting Period and Taxable Year. The annual accounting period and “Taxable Year” of the Fund shall be the calendar year, unless determined otherwise by the Manager, subject to applicable requirements and limitations of the Code and the regulations promulgated thereunder.

7.4 Taxes and Tax Returns. The Manager shall timely file all tax returns required to be filed by the Fund on the basis that the Fund is a political organization under Section 527 of the Code, including IRS Forms 8871, 8872 and 990, and the Manager shall cause the Fund to pay out of the Fund Property any taxes required to be paid.

7.5 Disclosure. The Manager may disclose all information regarding the Fund that the Manager deems necessary or appropriate in compliance with Applicable Law. The Manager shall make publicly available on a regular basis the information required by Internal Revenue Service (“IRS”) Form 8872, including for each donor of \$200 or more: the name of each donor; the donor’s mailing address, employer and occupation; the amount of each contribution and the aggregate year to date contributions of the donor. For the avoidance of doubt, timely filing of IRS Form 8872 with the IRS shall be sufficient disclosure for the requirements of this Section 7.5.

7.6 Reports. The Fund shall file any reports required by the Act, the Delaware Secretary of State or relevant federal or state law or regulatory agency, including of any state in which the Fund is authorized to conduct activities.

**ARTICLE 8  
TRANSFERS**

8.1 Restrictions on Transfer. No Member may Transfer all or any part of such Member’s interest in the Fund without the prior written consent of the Manager, which may be granted or withheld in the reasonable discretion of the Manager.

**ARTICLE 9  
DISSOLUTION, WITHDRAWAL AND DEFAULT**

9.1 Dissolution. The Fund shall be dissolved and its affairs wound up as soon as any of the following occur:

- (i) the Manager approves the dissolution of the Fund;
- (ii) the Members vote to dissolve the Fund, after consultation with the Manager, if any;
- (iii) there is an entry of a decree of dissolution under Section 18-802 the Act;  
or
- (iv) there are no Members of the Fund, unless the Fund is continued in accordance with the Act (each, a “Dissolution Event”).

To the fullest extent permitted by law, no other event, including the death, disability, retirement, expulsion or insolvency of a Member, shall in and of itself cause the Fund to dissolve.

9.2 Winding up; Distributions of Proceeds. Upon dissolution of the Fund, the Manager (or any liquidator appointed thereby) shall wind up the affairs and liquidate the assets of the Fund in accordance with the provisions of this Article 9 and the Act. The proceeds from liquidation of the Fund when and as received by the Fund shall be utilized, paid, and distributed in the following order: (i) first, to pay expenses of liquidation, to pay debts of the Fund to third parties, and to establish cash reserves determined by the Manager, in its sole and absolute discretion, to be necessary or advisable for conditional, contingent, and unmatured Fund Expenses and liabilities, and (ii) thereafter, to donors as a partial return of contributions or to a 501(c)(3) organization as set forth in Section 5.1.3.

9.3 Termination. Upon completion of winding up, liquidation and Distribution of assets, the Fund shall be terminated by the filing of a Certificate of Cancellation of the Certificate of Formation with the Secretary of State of the State of Delaware.

9.4 No Right to Resign. No Member shall have the right to resign from the Fund without the written consent of the Manager, except pursuant to the permitted transfer of all of such Member’s interests in the Fund, the assumption of such transferring Member’s obligations under this Agreement by the transferee, and the admission of such transferee as a Member.

**ARTICLE 10  
MISCELLANEOUS**

10.1 Assurances. Each Member shall execute all certificates and other documents and shall do all such filing, recording, publishing, and other acts as the Manager deems appropriate to comply with the requirements of law for the formation and operation of the Fund and to comply with any laws, rules and regulations relating to the acquisition, operation or holding of the property of the Fund.

10.2 Notifications. All notices, demands, consents, approvals, requests and other communications required or permitted hereby shall be in writing and shall be deemed to have been duly and sufficiently given only if (a) personally delivered with proof of delivery thereof (any notice or other communication so delivered being deemed to have been received at the time so delivered), (b) sent by overnight courier (any notice or communication so delivered being deemed to have been received only when delivered), (c) sent by facsimile machine (any notice or other communication so delivered being deemed to have been received on the Business Day so sent), or (d) sent by electronic mail (any notice or other communication so delivered being deemed to have been received on the Business Day so sent), in any such case addressed to the respective parties as follows:

if to the Fund:

Patriot Legal Expense Fund Trust, LLC

Email: \_\_\_\_\_

Phone: \_\_\_\_\_

if to a Member or Manager: to the respective address of such Member or Manager as set forth on Schedule D or to such other address or party as such Member or Manager may have furnished to the Fund in writing in accordance herewith, except that notices of change of address or addresses shall only be effective upon receipt.

10.3 Complete Agreement. This Agreement constitutes the complete and exclusive statement of the agreement among the Members, the Manager and the Fund, and there are no other side letters between the Fund and any of the Members or the Manager. This Agreement supersedes all prior written and oral statements, including any prior representation, statement, condition or warranty.

10.4 Governing Law; Arbitration. All questions concerning the construction, validity, and interpretation of this Agreement and the performance of the obligations imposed by this Agreement shall be governed by and construed and enforced in accordance with the laws of the State of Delaware, without regard to its conflicts of law provisions that would result in the operation of the laws of any other jurisdiction. Any dispute, claim or controversy arising out of or relating to this Agreement or the breach, termination, enforcement, interpretation or validity thereof, including the determination of the scope or applicability of this agreement to arbitrate, shall be determined by arbitration in New York, New York before one arbitrator. The arbitration shall be administered by JAMS pursuant to its Comprehensive Arbitration Rules and Procedures

and in accordance with the Expedited Procedures in those Rules (the “Rules”). The selection of the arbitrator shall be done in accordance with the Rules, provided, however, that such arbitrator shall have no fewer than [ten (10)] years of experience in the nonprofit industry. In any arbitration arising out of or related to this Agreement, the arbitrator is not empowered to award indirect, incidental, special, punitive, exemplary or consequential damages, and the parties waive any right to recover any such damages. Furthermore, in any arbitration arising out of or related to this Agreement, the arbitrator shall award to the prevailing party, if any, the costs and attorneys’ fees reasonably incurred by the prevailing party in connection with the arbitration. If the arbitrator determines a party to be the prevailing party under circumstances where the prevailing party won on some but not all of the claims and counterclaims, the arbitrator may award the prevailing party an appropriate percentage of the costs and attorneys’ fees reasonably incurred by the prevailing party in connection with the arbitration. Judgment on the arbitrator’s award may be entered in any court having jurisdiction. This clause shall not preclude parties from seeking provisional remedies in aid of arbitration from a court of appropriate jurisdiction. The parties shall maintain the confidential nature of the arbitration proceedings, all discovery associated with the proceedings, including but not limited to documents productions, interrogatory responses and depositions, and the arbitration award, including the arbitration hearing, except as may be reasonably necessary to prepare for or conduct the arbitration hearing on the merits, or except as may be reasonably necessary in connection with a court application for a preliminary remedy, a judicial challenge to an arbitration award or its enforcement, or unless otherwise required by law or judicial decision. The arbitration shall be conducted on an individualized basis only, solely between the parties to this Agreement, and shall not be consolidated with any other arbitration or conducted on any type of class-wide, class-action, collective or other representative basis.

10.5 Section Titles. The headings herein are inserted as a matter of convenience only and do not define, limit, or describe the scope of this Agreement or the intent of the provisions hereof.

10.6 Binding Provisions. This Agreement is binding upon, and inures to the benefit of, the parties hereto and their respective heirs, executors, administrators, personal and legal representatives, successors and permitted assigns.

10.7 Confidentiality. A Member’s rights to access or receive any information about the Fund are conditioned on such Member’s willingness and ability to assure that the Fund information shall be used solely by such Member for purposes reasonably related to such Member’s interest as a Member (or as otherwise permitted by the Manager), and that such Fund information shall not become publicly available as a result of such Member’s rights to access or receive such Fund information. Each Member hereby acknowledges that the Fund creates and shall be in possession of confidential information, the improper use or disclosure of which could have a material adverse effect upon the Fund, Members, the Manager and their respective Affiliates. Each Member agrees to maintain any confidential Fund information provided to it in the strictest confidence. Accordingly, without limiting the generality of the foregoing:

10.7.1 The Manager shall have the right to keep confidential from the Members (and their respective agents and attorneys) for such period of time as the Manager deems reasonable, any information (i) that the Manager believes to be in the nature of trade secrets, (ii)

other information, the disclosure of which the Manager believes is not in the best interest of the Fund or could damage the Fund or its deliberations, (iii) which the Fund (or its Affiliates, employees, officers, directors, members, partners or personnel) is required by law or by agreement with a third party to keep confidential; provided that, the Manager shall make available to a Member, upon reasonable request, information required by such Member to comply with Applicable Law, rules and regulations, as well as any requests from any Governmental Authority having jurisdiction over such Member.

10.7.2 Except as required by Applicable Law, each Member agrees that the provisions of this Agreement; all of the information, documents, and reports received by such Member, and all understandings, agreements, and other arrangements between and among the parties (or any of them) related to this Agreement or the activities of the Fund; and all other information received from, or otherwise relating to, the Fund, any Member, the Manager, and each of their respective Affiliates shall be confidential, and no Member shall disclose or otherwise release to any other Person (other than a party hereto) such information, without the written consent of the Fund.

10.7.3 The Fund shall be entitled to enforce the obligations of each Member under this Section 10.7 to maintain the confidentiality of the information described herein. The remedies provided for in this Section 10.7 are in addition to and not in limitation of any other right or remedy of the Fund provided by law or equity, this Agreement, or any other agreement entered into by or among one or more of the Members and/or the Fund. The confidentiality obligations of the parties under this Section 10.7 shall survive termination of this Agreement or termination of a Person's status as a Member of the Fund for a period of three (3) years. Upon termination of a Person's status as a Member of the Fund, except in connection with a dissolution of the Fund, such Person shall not retain and shall return to the Fund, destroy or transfer to the transferee of any of its interests in the Fund that is admitted as a Member all confidential Fund information subject to the confidentiality obligations of this Section 10.7.

10.8 Fees and Expenses. Except as otherwise provided herein, all fees and expenses incurred in connection with or related to this Agreement and the transactions contemplated hereby shall be paid by the party incurring such fees or expenses.

10.9 Public Announcements. Except as required by law, none of the Members shall make any public announcement or filing with respect to the transactions provided for herein without the prior written consent of the Manager. In the event an announcement or filing is required by law, the Member obligated to make such announcement or filing shall provide the Manager and other Members (as applicable) with prompt notice of such requirement, including the proposed content of such announcement or filing, prior to such announcement or filing.

10.10 Severability of Provisions. Whenever possible, each provision or portion of any provision of this Agreement shall be interpreted in such manner as to be effective and valid under Applicable Law, but if any provision or portion of any provision of this Agreement is held to be invalid, illegal or unenforceable in any respect under any Applicable Law or rule in any jurisdiction, such invalidity, illegality or unenforceability shall not affect any other provision or portion of any provision in such jurisdiction, and this Agreement shall be reformed, construed and enforced in such jurisdiction as if such invalid, illegal or unenforceable provision or portion



of any provision had never been contained herein. Upon such a determination, the parties shall negotiate in good faith to modify this Agreement so as to effect the original intent of the parties as closely as possible in an acceptable manner so that the transactions contemplated hereby be consummated as originally contemplated to the fullest extent possible.

10.11 Counterparts. This Agreement may be executed simultaneously in two (2) or more counterparts, each of which shall be deemed an original and all of which, when taken together, constitute one and the same document. The signature of any party to any counterpart shall be deemed a signature to, and may be appended to, any other counterpart.

10.12 Amendment. The Manager, in its discretion, but with the advice of counsel and consent of the Members, may from time to time and at any time make or execute a document amending this Agreement only for the purposes of (i) curing any ambiguity or correcting or supplementing any provision contained herein or in any amendment to this Agreement that may be defective or inconsistent with any other provision contained herein, in any amendment to this Agreement, including pursuant to Section 10.10, or that may be inconsistent with the Act or Section 527 of the Code (ii) satisfying any requirement, condition, or guideline contained in any opinion, directive, order, or ruling of any federal, state, or local court or governing agency, or (iii) fulfilling any court order required or contemplated by this Fund. Notwithstanding the foregoing, no such amendment shall change the purpose of the Fund or change or be in any way inconsistent with the Fund's status as a political organization under Section 527 of the Code.

10.13 Consents and Waivers. Unless otherwise explicitly provided in this Agreement, any and all consents, waivers, or approvals required or permitted by this Agreement shall be in writing and signed by each Member or the Manager as required by this Agreement or against whom such consent, waiver, or approval would be enforced. A signed copy thereof shall be filed and kept with the books of the Fund. No waivers of or exceptions to any term, condition, or provision of this Agreement, in any one or more instances, shall be deemed to be or construed as a further or continuing waiver of any such term, condition, or provision.

10.14 Termination. This Agreement shall terminate upon the filing described in Section 9.3; provided, that the rights and obligations of the Members and the Fund under this Article 10 shall survive any such termination of this Agreement; provided, further, that any such termination shall not affect the rights and obligations of the Members and the Fund arising prior to the date thereof under Article 6.

10.15 Schedules. All schedules referenced in, and attached to, this Agreement are incorporated into this Agreement by this reference.

[SIGNATURE PAGE FOLLOWS]

**SIGNATURE PAGE TO  
LIMITED LIABILITY COMPANY AGREEMENT OF  
PATRIOT LEGAL EXPENSE FUND TRUST, LLC**

IN WITNESS WHEREOF, the undersigned have duly executed this Agreement as of the date set forth above.

COMPANY:

PATRIOT LEGAL EXPENSE FUND  
TRUST, LLC

By: \_\_\_\_\_  
Name: [TBD]  
Title: [TBD]

MEMBERS:

[TBD]

\_\_\_\_\_

[TBD]

\_\_\_\_\_

MANAGER,  
for the purpose of accepting  
appointment as Manager

[\_\_\_\_\_]

\_\_\_\_\_

## SCHEDULE A

### Definitions and Rules of Construction

A. **Definitions.** In this Agreement the following capitalized terms have the respective meanings specified:

“Act” shall have the meaning set forth in the Recitals.

“Affiliate” means (i) with respect to any Person that is an entity, any individual, corporation, partnership, firm, joint venture, investment fund, association, trust, unincorporated association, organization, Governmental Authority or other entity, which controls, is controlled by or is under common control with, such Person and (ii) with respect to any Person that is a natural person, such Person’s spouse, children, parents, lineal descendants or heirs or a trust set up for the benefit of any such Person.

“Agreement” shall have the meaning set forth in the Recitals.

“Applicable Law” means all laws and other rules, regulations or written policies of a Governmental Authority promulgated thereunder, applicable to any particular instance, as each may be amended or supplemented from time to time.

“Business Day” means any day of the week other than Saturday, Sunday or any other day on which banks in the State of New York are authorized or required by law to be closed.

“Certificate of Formation” shall have the meaning set forth in the Recitals.

“Code” shall have the meaning set forth in the Recitals.

“Covered Person” shall have the meaning set forth in Section 6.1.

“Damages” shall have the meaning set forth in Section 6.2.

“Dissolution Event” shall have the meaning set forth in Section 9.1(iii).

“Distribution” shall have the meaning set forth in Section 5.1.

“Eligible Recipient” shall have the meaning set forth in Section 5.1.7.

“FEC” shall have the meaning set forth in Section 5.1.5.

“FECA” shall have the meaning set forth in Section 5.1.5.

“Federal Executive Agency” means any department, sub-agency, bureau, board, commission or committee of the executive branch of the United States Government except for the following independent regulatory agencies: Consumer Product Safety Commission; Commodity Futures Trading Commission; Equal Employment Opportunity Commission; Federal Communications Commission; Federal Deposit Insurance Corporation; Federal Election Commission; Federal Energy Regulatory Commission; Federal Housing Finance Agency;

Federal Maritime Commission; Federal Mine Safety and Health Review Commission; Federal Reserve Board; Federal Trade Commission; U.S. International Trade Commission; Merit Systems Protection Board; National Labor Relations Board; Nuclear Regulatory Commission; Occupational Safety and Health Review Commission; Postal Regulatory Commission; Securities and Exchange Commission; and Surface Transportation Board.

“Fund” shall have the meaning set forth in the Recitals.

“Fund Expenses” means all costs and expenses associated with the formation, dissolution, winding-up or termination of the Fund, and operation of its business including, without limitation: (i) all fees, costs and expenses incurred in connection with the organization and operation of the Fund, (ii) legal, accounting, audit, custodial and other professional fees as well as consulting fees relating to services rendered to the Fund, (iii) all federal, state and local Taxes of any kind payable by the Fund, (iv) insurance premiums, indemnification payments and costs of investigation, prosecution or defense of any claims by or against the Fund, and (v) costs of preparing and filing all Tax Returns of the Fund and other governmental returns and reports.

“Fund Property” shall have the meaning set forth in Section 4.1.

“Governmental Authority” means any United States or non-United States federal, national, supranational, state, provincial, local or similar government, governmental, regulatory or administrative authority, branch, agency or commission or any court, tribunal, or arbitral or judicial body.

“Government Eligible Recipient” shall have the meaning set forth in Section 5.1.8.

“Government Eligible Recipient Account” shall have the meaning set forth in Section 5.1.8.

“IRS” shall have the meaning set forth in Section 7.5.

“Investigations” means (1) the investigation led by special counsel Robert S. Mueller III, pursuant to Order No. 3915-2017 of the Acting Attorney General, to investigate Russian interference with the 2016 Presidential election and related matters; and (2) the inquiries being conducted by Committees of the U.S. Senate and House of Representatives, including but not limited to (A) the U.S. Senate Select Committee on Intelligence and (B) the U.S. House of Representatives Permanent Select Committee on Intelligence, in each case related to (i) a review of the intelligence that informed the Intelligence Community Assessment “Russian Activities and Intentions in Recent US Elections,” (ii) counterintelligence concerns related to Russia and the 2016 U.S. election, including any intelligence regarding links between Russia and individuals associated with political campaigns, and (iii) Russian cyber activity and other “active measures” directed against the US, both as it regards the 2016 U.S. election and more broadly. The term shall also include any expansion of these investigations and inquiries by the relevant investigating authority or judicial proceeding related to such investigations and inquiries.

“Manager” means, as of the date hereof, the Person listed on Schedule D, as updated from time to time, in accordance with this Agreement.

“Member(s)” shall have the meaning set forth in the Recitals.

“Non-Government Eligible Recipient” shall have the meaning set forth in Section 5.1.8.

“Non-Government Eligible Recipient Account” shall have the meaning set forth in Section 5.1.8.

“OGE” shall have the meaning set forth in Section 5.1.8.

“Permitted Investments” shall have the meaning set forth in Section 4.3.

“Person” means and includes an individual, corporation, partnership, association, limited liability company, trust, estate or other entity.

“Prohibited Donor” shall have the meaning set forth in Section 5.1.8.

“Prohibited Source” shall have the meaning set forth on Schedule C.

“Screening Questionnaires” shall have the meaning set forth in Section 5.1.8.

“Special Manager” shall have the meaning set forth in Section 3.5.2.

“Subsidiary” means, with respect to any Person, an entity in which such Person holds equity interests, directly or indirectly, such that either (a) such Person holds at least a majority, by voting power to elect the board of directors, board of managers or similar governing body, of the equity interests of such entity, or (b) such Person has the right to at least a majority of all proceeds that the equity holders of such entity would be entitled to if the entity were liquidated for Fair Market Value.

“Tax” means any federal, state, local or foreign income, gross receipts, ad valorem, sales, use, employment, social security, disability, occupation, property, severance, value added, goods and services, documentary, stamp duty, transfer, conveyance, capital stock, excise, withholding or other Taxes imposed by or on behalf of any Governmental Authority, including any interest, penalty or addition thereto.

“Tax Return” means any declaration, report, statement, form, return or other document or information required to be supplied to a Taxing Authority in connection with Taxes, including any schedule or attachment thereto, and including any amendment thereof.

“Taxable Year” means the calendar year, unless determined otherwise by the Manager, subject to applicable requirements and limitations of the Code and the regulations promulgated thereunder.

“Taxing Authority” means, with respect to any Tax, the Governmental Authority that imposes the Tax, and the agency (if any) charged with collection of the Tax for the Governmental Authority.

“Transfer” means, when used as a noun, any sale, hypothecation, pledge, assignment, attachment, disposition or other transfer, and, when used as a verb, means voluntarily to sell, hypothecate, pledge, assign, consent to the attachment, dispose of or otherwise transfer, in both cases either directly or indirectly, voluntarily or involuntarily, by operation of law or otherwise.

**B. Rules of Construction.** In this Agreement, unless the context otherwise requires:

(i) references in this Agreement to “writing” or comparable expressions include references to facsimile transmission or comparable means of communication (including electronic mail); provided, that the sender complies with Section 10.2;

(ii) the phrases “delivered” or “made available”, when used in this Agreement, shall mean that the information referred to has been physically or electronically delivered to the relevant parties on or prior to the applicable date, except as may be required by Section 10.2;

(iii) words expressed in the singular number shall include the plural and vice versa; words expressed in the masculine shall include the feminine and neuter genders and vice versa;

(iv) references to Articles, Sections and Schedules are references to articles, sections and schedules of this Agreement;

(v) the headings of the several Articles and Sections of this Agreement are inserted for convenience only, do not constitute a part of this Agreement and shall not affect in any way the meaning or interpretation of this Agreement;

(vi) references to “day” or “days” are to calendar days and whenever any action must be taken under this Agreement on or by a day that is not a Business Day, then that action may be validly taken on or by the next day that is a Business Day;

(vii) references to “the date hereof” shall mean as of the date of this Agreement;

(viii) the words “hereof”, “herein”, “hereto” and “hereunder”, and words of similar import, when used in this Agreement, shall refer to this Agreement as a whole and not to any provision of this Agreement;

(ix) this “Agreement” or any other agreement or document shall be construed as a reference to this Agreement or, as the case may be, such other agreement or document as the same may have been, or may from time to time in accordance with its terms be, amended, varied, novated, supplemented and in effect;

(x) “include”, “includes”, and “including” are deemed to be followed by “without limitation” whether or not they are in fact followed by such words or words of similar import;

(xi) “or” is deemed to be used in the inclusive sense of “and/or”;

(xii) “extent” in the phrase “to the extent” is deemed to refer to the degree to which a subject or other item extends and shall not simply mean “if”;

(xiii) references to the “ordinary course of business” are to refer to the ordinary course of business consistent with past practice;

(xiv) references to “Dollars”, “dollars” or “\$” without more are to the lawful currency of the United States of America; and

(xv) notwithstanding anything herein to the contrary, except where this Agreement expressly states otherwise: (i) each representation and warranty made by any Member in this Agreement is made on a several, and not a joint or joint and several, basis; and (ii) any covenant or obligation of any Member under this Agreement is a covenant or obligation only of such Member and not a covenant or obligation of any other Member, whether jointly, jointly and severally, or otherwise.

## **SCHEDULE B**

### **Manager Qualification Requirements**

A Manager shall meet all of the following criteria:

- Not an individual lobbyist (individuals who are listed on current LD-2)
- Not an employee of a lobbying organization as defined in Executive Order No. 13770 (2017).
- Not a foreign agent (FARA definition)
- Not a foreign national (FARA definition)
- Not employed by the Trump Campaign or The Trump Organization;
- Not a relative, as defined in 5 C.F.R. § 2634.105(o), of a Government Eligible Recipient, treating the Manager as a “reporting individual”;
- Not an employee of a Government Eligible Recipient; or of the United States Government;
- Not a partner, associate or employee of any law firm that is representing a Government Eligible Recipient in connection with the Investigations, which may be entitled to payment of attorney fees from this Fund;
- Not an employee of any organization that is an Affiliate of a Government Eligible Recipient;
- Not a partner of, or involved in any joint venture or other investment with a Government Eligible Recipient;
- Not an individual with any business that would be affected by the official duties of a Government Eligible Recipient;
- Not a Prohibited Source with respect to any potential Government Eligible Recipient of which the Fund is aware at the time of the appointment of such Manager.



## SCHEDULE C

### Donor Screening Questionnaires and Screening Policies

In no event may contributions to the Fund be placed in the Government Eligible Recipient Account if received from any of the following (collectively, “Prohibited Sources”):

- (i) A federal employee (as defined by 5 C.F.R. § 2635.102(h)),
- (ii) A registered lobbyist or lobbying organization (as defined by 2 U.S.C. § 1602),
- (iii) A prohibited source (as defined by 5 C.F.R. § 2635.203 (d)) with respect to the Government Eligible Recipient(s) included in such account(s), or
- (iv) A source that indicates in writing that the contribution is being given because of an Eligible Recipient’s official position or performance of duties.

Contributions received from a Prohibited Source (i.e., identified in (i), (ii), (iii) or (iv) immediately above using the Screening Questionnaires) that is not a Prohibited Donor or contributions from any Person that certifies that such Person is not a Prohibited Donor but does not complete the entire applicable Screening Questionnaire may be placed in the Non-Government Eligible Recipient Account. Donors contributing \$1,000 or less (aggregating all donations from a single donor) may complete abbreviated forms of the Screening Questionnaires attached below as indicated therein.

#### Screening Process

Based on the responses that each donor provides to the applicable Screening Questionnaire below, the Manager shall do one of the following:

1. Deposit the contribution into either the Government Eligible Recipient Account or the Non-Government Eligible Recipient Account, if the Manager determines that the donor is not a Prohibited Source,
2. Deposit the contribution into the Non-Government Eligible Recipient Account, if the Manager determines that (i) the donor is a Prohibited Source or (ii) the Manager lacks sufficient information to determine that the donor is not a Prohibited Source,
3. Reject or return the contribution to the donor, if the Manager determines that the contribution is from a Prohibited Donor or lacks sufficient information to determine that the donor is not a Prohibited Donor, or
4. Conduct additional due diligence, as deemed necessary or prudent by the Manager, in order to determine which of options (1), (2) or (3) is appropriate (and then take the appropriate action after such determination has been made). Such due diligence may include, at the discretion of the Manager:

- (i) conferring with the designated ethics official within any relevant agency of the Executive Branch to determine if a donor is a “prohibited source” under 5 C.F.R. § 2635.203(d) for the Government Eligible Recipient employed by such agency; or
- (ii) conferring with OGE, as appropriate.

For the avoidance of doubt, if the donor certifies that such donor is not a Prohibited Donor but otherwise fails to complete the applicable Screening Questionnaire in its entirety, the Manager must either place such donor’s contribution in the Non-Government Eligible Recipient Account (i.e. treat such donor as a Prohibited Source) or conduct additional due diligence to obtain the necessary information.

*Distributions and Transfers*

Distributions to a Government Eligible Recipient shall only be made from a Government Eligible Recipient Account which contains no funds from a Prohibited Source with respect to such Government Eligible Recipient.

At the discretion of the Manager, funds may be transferred between accounts as follows:

1. Any time and in any amount from the Government Eligible Recipient Account (including any individual account) to the Non-Government Eligible Recipient Account; and
2. From the Non-Government Eligible Recipient Account to the Government Eligible Recipient Account (or any individual account) only if, and to the extent that, the Manager has determined that such funds being transferred were not contributed by a Prohibited Source with respect to any Government Eligible Recipient that can receive Distributions from such account(s).

**DONATION SCREENING QUESTIONS FOR INDIVIDUALS DONATING \$1,000 OR LESS**

**Step One: Donation and Donor Information**

**Donation Information**

- Amount
- Credit Card Payment Information

**Donor Information**

- Name
- Address
- Email
- Mobile
- Occupation/Employer (Note: you may also include a “check here if retired” box.)
- By clicking “CONTINUE,” I certify that the following statements are true and correct:
  1. I am a U.S. citizen or lawful permanent resident (i.e., green card holder).
  2. I am not currently registered under the Foreign Agents Registration Act.
  3. I am making this donation from my personal funds, I am not making this donation in the name of any other person, and I will not be reimbursed by any individual or entity for this donation.
  4. I understand that my name, address, occupation, employer, and amount of donation will be publicly disclosed.

**CONTINUE**

**Step Two: Federal Ethics Screening Questions**

The Patriot Legal Expense Fund Trust, LLC was formed to help pay legal expenses incurred because of the special counsel and congressional investigations. In accordance with federal ethics laws and rules, only certain donations may be used to pay legal expenses on behalf of federal government employees.

Please assist us in determining how best to use your donation by reviewing the statements below. If all the statements below are true and correct, please check “yes.” If any of the statements below are not correct, do not check “yes.” Please be assured that your donation will be put to good use regardless of your answer. (Important instructions about the terms “federal executive agency” and “covered entities” follow the statements.)

**Yes, I certify that all the statements below are true and correct to the best of my knowledge.**

1. I am not currently a federal government employee in the executive branch.
2. I am not currently registered as a lobbyist under the Lobbying Disclosure Act.
3. None of my covered entities are currently registered under the Lobbying Disclosure Act.

4. I am not currently seeking official action by or involved in a proceeding with a federal executive agency.
5. None of my covered entities are currently seeking official action by or involved in a proceeding with a federal executive agency.
6. I am not currently doing business with or seeking to do business with a federal executive agency.
7. None of my covered entities are currently doing business with or seeking to do business with a federal executive agency.
8. I do not engage in any trade, business, or profession that is regulated by a federal executive agency.
9. None of my covered entities engage in any trade, business, or profession that is regulated by a federal executive agency.
10. I do not have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable employee in the Executive Office of the President or the Department of Justice.
11. None of my covered entities have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable employee in the Executive Office of the President or the Department of Justice.
12. I am not an employee, officer, or agent of a membership organization or association with a majority of members that fall into any of the following categories:
  - a. Currently seeking official action by or involved in a proceeding with a federal executive agency;
  - b. Currently doing business with or seeking to do business with a federal executive agency;
  - c. Engage in any trade, business, or profession that is regulated by a federal executive agency; or
  - d. Have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable employee in the Executive Office of the President or the Department of Justice.
13. I am not donating to the Patriot Legal Expense Fund Trust, LLC because of any federal government employee recipient's official position or performance of duties.

The term “**federal executive agency**” does not include the following independent regulatory agencies: Consumer Product Safety Commission; Commodity Futures Trading Commission; Equal Employment Opportunity Commission; Federal Communications Commission; Federal Deposit Insurance Corporation; Federal Election Commission; Federal Energy Regulatory Commission; Federal Housing Finance Agency; Federal Maritime Commission; Federal Mine Safety and Health Review Commission; Federal Reserve Board; Federal Trade Commission; U.S. International Trade Commission; Merit Systems Protection Board; National Labor Relations Board; Nuclear Regulatory Commission; Occupational Safety and Health Review Commission; Postal Regulatory Commission; Securities and Exchange Commission; and Surface Transportation Board.

Some of the statements above appear twice to help clarify how these statements would apply to your employer or an entity for which you are an agent or officer, or any entity they majority own or control.

We refer above to your employer and these other entities as “**covered entities.**” Answer as best you can as to the “covered entities.” We understand that you may not know everything about them.

**DONATE**

**DONATION SCREENING QUESTIONS FOR  
INDIVIDUALS DONATING MORE THAN \$1,000**

**Step One: Donation and Donor Information**

**Donation Information**

- Amount
- Credit Card Payment Information

**Donor Information**

- Name
- Address
- Email
- Mobile
- Occupation/Employer (Note: you may also include a “check here if retired” box.)
- By clicking “CONTINUE,” I certify that the following statements are true and correct:
  1. I am a U.S. citizen or lawful permanent resident (i.e., green card holder).
  2. I am not currently registered under the Foreign Agents Registration Act.
  3. I am making this donation from my personal funds, I am not making this donation in the name of any other person, and I will not be reimbursed by any individual or entity for this donation.
  4. I understand that my name, address, occupation, employer, and amount of donation will be publicly disclosed.

**CONTINUE**

**Step Two: Federal Ethics Screening Questions**

The Patriot Legal Expense Fund Trust, LLC was formed to help pay legal expenses incurred because of the special counsel and congressional investigations. In accordance with federal ethics laws and rules, only certain donations may be used to pay legal expenses on behalf of federal government employees.

Please assist us in determining how best to use your donation by answering the following questions. Some of the questions below are stated twice to help clarify how these questions would apply to your employer or an entity for which you are an agent or officer, or any entity they majority own or control. We refer below to your employer and these other entities as “**covered entities**.” Answer as best you can as to the “covered entities.” We understand that you may not know everything about them.

As used below, the term “**federal executive agency**” does not include the following independent regulatory agencies: Consumer Product Safety Commission; Commodity Futures Trading Commission; Equal Employment Opportunity Commission; Federal Communications Commission; Federal Deposit Insurance Corporation; Federal Election Commission; Federal Energy Regulatory Commission; Federal Housing Finance Agency; Federal Maritime Commission; Federal Mine Safety and Health Review

Commission; Federal Reserve Board; Federal Trade Commission; U.S. International Trade Commission; Merit Systems Protection Board; National Labor Relations Board; Nuclear Regulatory Commission; Occupational Safety and Health Review Commission; Postal Regulatory Commission; Securities and Exchange Commission; and Surface Transportation Board.

**1. Are you currently a federal government employee in the executive branch?**  YES  NO

**2a. Are you currently registered as a lobbyist under the Lobbying Disclosure Act?**  YES  NO

**2b. Are any of your covered entities currently registered under the Lobbying Disclosure Act?**  YES  NO

**3a. Are you currently seeking official action by or involved in a proceeding with a federal executive agency?**  YES  NO

- For example, check “yes” if you are currently seeking employment with a federal executive agency or have some other request for action before a federal executive agency.

*If yes, please specify which federal agency or agencies:* \_\_\_\_\_

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

**3b. Are any of your covered entities currently seeking official action by or involved in a proceeding with a federal executive agency?**  YES  NO

- For example, check “yes” if your employer is currently seeking regulatory action by a federal executive agency.

*If yes, please specify which federal agency or agencies:* \_\_\_\_\_

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

**4a. Are you currently doing business with or seeking to do business with a federal executive agency?**  YES  NO

- For example, check “yes” if you are seeking a federal government grant in your personal capacity.

*If yes, please specify which federal agency or agencies: \_\_\_\_\_*

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

**4b. Are any of your covered entities currently doing business with or seeking to do business with a federal executive agency?**  YES  NO

- For example, check “yes” if your employer is a federal government contractor.

*If yes, please specify which federal agency or agencies: \_\_\_\_\_*

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

**5a. Do you engage in any trade, business, or profession that is regulated by a federal executive agency?**  YES  NO

- For example, check “yes” if you are a commercial truck driver directly regulated by the Federal Motor Carrier Safety Administration. On the other hand, for example, you do not need to check “yes” simply because you pay taxes and file tax returns with the Internal Revenue Service.

**5b. Do any of your covered entities engage in any trade, business, or profession that is regulated by a federal executive agency?**  YES  NO

- For example, check “yes” if your employer is part of a regulated industry, such as a pharmaceutical company (directly regulated by the Food and Drug Administration) or airline (directly regulated by the Federal Aviation Administration). On the other hand, for example, you do not need to check “yes” simply because your employer is generally regulated as a result of hiring employees, paying taxes, or engaging in interstate commerce.

**6a. Do you have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable federal executive agency employee?**  YES  NO

- For example, check “yes” if you have a pending application for disaster assistance before the Federal Emergency Management Agency (“FEMA”) because your financial interests may be substantially affected by the decisions of the FEMA employees considering your application.

*If yes, please list the federal executive agency employee’s employing agency:*



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(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

- 6b. Do any of your covered entities have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable federal executive agency employee?**  YES  NO

- For example, check “yes” if your employer is currently involved in a lawsuit or enforcement matter with a federal executive agency.

*If yes, please list the federal executive agency employee’s employing agency.*

---

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

- 7. Are you an employee, officer, or agent of a membership organization or association that has members?**  YES  NO

*If yes, do a majority of the members in the organization or association fall into any of these categories?*  YES  NO

- *Currently seeking official action by or involved in a proceeding with a federal executive agency;*
- *Currently doing business with or seeking to do business with a federal executive agency;*
- *Engage in any trade, business, or profession that is regulated by a federal executive agency; or*
- *Have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable federal executive agency employee.*

Please answer this question to the best of your ability. For example, check “yes” if your employer is a national trade association and a majority of your employer’s members are federal government contractors because a majority of your employer’s members are doing business with federal executive agencies.

8. Please confirm that you are not donating to the Patriot Legal Expense Fund Trust, LLC because of any potential federal government employee recipient’s official position or performance of duties.  CONFIRM

- For example, you may check “confirm” if your motivation for donating is unrelated to any potential federal government employee recipient’s status, authority, or duties associated with their official position, but instead is a goodwill gesture and based on all recipients’ need to retain legal counsel arising out of the investigations related to the 2016 election.

*By clicking “DONATE,” I certify that my answers to the questions above are true and correct to the best of my knowledge.*

**DONATE**

**DONATION SCREENING QUESTIONS**  
**FOR ENTITIES DONATING \$1,000 OR LESS**

**Step One: Donation and Donor Information**

**Donation Information**

- Amount
- Check or Credit Card
- If Credit Card, Payment Information

**Donor Information**

- Entity Name
- Entity Address
- Contact Person’s Name
- Contact Person’s Email
- Contact Person’s Phone
- I certify that the following statements are true and correct:
  1. The entity is not a foreign national (i.e., the entity is organized under United States law and has its principal place of business in the United States).
  2. The entity is not currently registered under the Foreign Agents Registration Act.
  3. The source of this donation is the entity whose information is provided above, and this donation is not being made through an organization established for the purpose of donating to the Patriot Legal Expense Fund Trust, LLC.
  4. I understand that the entity’s name, address, and amount of donation will be publicly disclosed.

**Step Two: Federal Ethics Screening Questions**

The Patriot Legal Expense Fund Trust, LLC was formed to help pay legal expenses incurred because of the special counsel and congressional investigations. In accordance with federal ethics laws and rules, only certain donations may be used to pay legal expenses on behalf of federal government employees.

Please assist us in determining how best to use your donation by reviewing the statements below. If the donating entity is a corporation, please also answer the following questions about any controlled subsidiaries. A subsidiary is a “controlled subsidiary” if the donating entity owns 50% or more of the subsidiary’s voting securities.

If all the statements below are true and correct, please check “yes.” If any of the statements below are not correct, do not check “yes.” Please be assured that your donation will be put to good use regardless of your answer. (Important instructions about the term “federal executive agency” follows the statements.)

**Yes, I certify that all the statements below are true and correct to the best of my knowledge.**

1. The donating entity and its controlled subsidiaries (if any) are not currently registered under the Lobbying Disclosure Act.

2. The donating entity and its controlled subsidiaries (if any) are not currently seeking official action by or involved in a proceeding with a federal executive agency.
3. The donating entity and its controlled subsidiaries (if any) are not currently doing business with or seeking to do business with a federal executive agency.
4. The donating entity and its controlled subsidiaries (if any) do not engage in any trade, business, or profession that is regulated by a federal executive agency.
5. The donating entity and its controlled subsidiaries (if any) do not have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable employee in the Executive Office of the President or the Department of Justice.
6. The donating entity and its controlled subsidiaries (if any) are not a membership organization or association with a majority of members that fall into any of the following categories:
  - a. Currently seeking official action by or involved in a proceeding with a federal executive agency;
  - b. Currently doing business with or seeking to do business with a federal executive agency;
  - c. Engage in any trade, business, or profession that is regulated by a federal executive agency; or
  - d. Have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable employee in the Executive Office of the President or the Department of Justice.
7. The donating entity is not donating to the Patriot Legal Expense Fund Trust, LLC because of any federal government employee recipient's official position or performance of duties.

The term “**federal executive agency**” does not include the following independent regulatory agencies: Consumer Product Safety Commission; Commodity Futures Trading Commission; Equal Employment Opportunity Commission; Federal Communications Commission; Federal Deposit Insurance Corporation; Federal Election Commission; Federal Energy Regulatory Commission; Federal Housing Finance Agency; Federal Maritime Commission; Federal Mine Safety and Health Review Commission; Federal Reserve Board; Federal Trade Commission; U.S. International Trade Commission; Merit Systems Protection Board; National Labor Relations Board; Nuclear Regulatory Commission; Occupational Safety and Health Review Commission; Postal Regulatory Commission; Securities and Exchange Commission; and Surface Transportation Board.

## **Certification**

***By signing below, I certify that my answers to the questions above are true and correct to the best of my knowledge.***

**DONATION SCREENING QUESTIONS FOR  
ENTITIES DONATING MORE THAN \$1,000**

**Step One: Donation and Donor Information**

**Donation Information**

- Amount
- Check or Credit Card
- If Credit Card, Payment Information

**Donor Information**

- Entity Name
- Entity Address
- Contact Person’s Name
- Contact Person’s Email
- Contact Person’s Phone
- I certify that the following statements are true and correct:
  1. The entity is not a foreign national (i.e., the entity is organized under United States law and has its principal place of business in the United States).
  2. The entity is not currently registered under the Foreign Agents Registration Act.
  3. The source of this donation is the entity whose information is provided above, and this donation is not being made through an organization established for the purpose of donating to the Patriot Legal Expense Fund Trust, LLC.
  4. I understand that the entity’s name, address, and amount of donation will be publicly disclosed.

**Step Two: Federal Ethics Screening Questions**

The Patriot Legal Expense Fund Trust, LLC was formed to help pay legal expenses incurred because of the special counsel and congressional investigations. In accordance with federal ethics laws and rules, only certain donations may be used to pay legal expenses on behalf of federal government employees.

Please assist us in determining how best to use your donation by answering the following questions. If the donating entity is a corporation, please also answer the following questions about any controlled subsidiaries. A subsidiary is a “controlled subsidiary” if the donating entity owns 50% or more of the subsidiary’s voting securities.

As used below, the term “**federal executive agency**” does not include the following independent regulatory agencies: Consumer Product Safety Commission; Commodity Futures Trading Commission; Equal Employment Opportunity Commission; Federal Communications Commission; Federal Deposit Insurance Corporation; Federal Election Commission; Federal Energy Regulatory Commission; Federal Housing Finance Agency; Federal Maritime Commission; Federal Mine Safety and Health Review Commission; Federal Reserve Board; Federal Trade Commission; U.S. International Trade Commission; Merit Systems Protection Board; National Labor Relations Board; Nuclear Regulatory Commission;

Occupational Safety and Health Review Commission; Postal Regulatory Commission; Securities and Exchange Commission; and Surface Transportation Board.

- 1. **Is the donating entity or any controlled subsidiary currently registered under the Lobbying Disclosure Act?**  YES  NO
- 2. **Is the donating entity or any controlled subsidiary currently seeking official action by or involved in a proceeding with a federal executive agency?**  YES  NO
  - For example, check “yes” if the donating entity is currently seeking regulatory action by a federal executive agency.

*If yes, please specify which federal agency or agencies: \_\_\_\_\_*

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

- 3. **Is the donating entity or any controlled subsidiary currently doing business with or seeking to do business with a federal executive agency?**  YES  NO
  - For example, check “yes” if the donating entity or any controlled subsidiary is a federal government contractor.

*If yes, please specify which federal agency or agencies: \_\_\_\_\_*

(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

- 4. **Does the donating entity or any controlled subsidiary engage in any trade, business, or profession that is regulated by a federal executive agency?**  YES  NO
  - For example, check “yes” if the donating entity or any controlled subsidiary is part of a regulated industry, such as a pharmaceutical company (directly regulated by the Food and Drug Administration) or airline (directly regulated by the Federal Aviation Administration). On the other hand, for example, you do not need to check “yes” simply because the donating entity or a controlled subsidiary is generally regulated as a result of hiring employees, paying taxes, or engaging in interstate commerce.

- 5. **Does the donating entity or any controlled subsidiary have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable federal executive agency employee?**  YES  NO

- For example, check “yes” if the donating entity or any controlled subsidiary is currently involved in a lawsuit or enforcement matter with a federal executive agency.

*If yes, please list the federal executive agency employee’s employing agency.*

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(Your response will be used to determine whether your donation may be used to assist federal employees of a specific agency.)

- 6. Is the donating entity or any controlled subsidiary a membership organization or association that has members?**  YES  NO

*If yes, do a majority of the members fall into any of these categories?*

- *Currently seeking official action by or involved in a proceeding with a federal executive agency;*  YES  NO
- *Currently doing business with or seeking to do business with a federal executive agency;*
- *Engage in any trade, business, or profession that is regulated by a federal executive agency; or*
- *Have financial interests that may be substantially affected by the performance or nonperformance of official duties by an identifiable federal executive agency employee.*

Please answer this question to the best of your ability. For example, check “yes” if the donating entity is a national trade association and a majority of the entity’s members are federal government contractors because a majority of the entity’s members are doing business with federal executive agencies.

- 7. Please confirm that the donating entity is not donating to the Patriot Legal Expense Fund Trust, LLC because of any potential federal government employee recipient’s official position or performance of duties.**  CONFIRM

- For example, you may check “confirm” if your motivation for donating is unrelated to any potential federal government employee recipient’s status, authority, or duties associated with their official position, but instead is a goodwill gesture and based on all recipients’ need to retain legal counsel arising out of the investigations related to the 2016 election.

**Certification**

***By signing below, I certify that my answers to the questions above are true and correct to the best of my knowledge.***



**SCHEDULE D**

**Members and the Manager**

January [30], 2018

**MEMBERS:**

<b><u>Member</u></b>	<b><u>Address</u></b>
	<b><u>Fax Number/ E-mail</u></b>

**MANAGER:**

<b><u>Manager</u></b>	<b><u>Address</u></b>
	<b><u>Fax Number/ E-mail</u></b>



UNITED STATES OFFICE OF  
GOVERNMENT ETHICS



January 29, 2018

Mr. Robert L. Walker  
Wiley Rein LLP  
1776 K Street, NW  
Washington, DC 20006

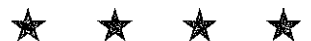
Dear Mr. Walker:

We have reviewed the draft agreement for the "Patriot Legal Expense Fund Trust, LLC". The Office of Government Ethics does not approve or disapprove of specific legal defense funds. However, if the fund is established and administered in accordance with the terms set out in the attached agreement, both the managers and the employee recipients will be in compliance with 18 U.S.C. § 209. Similarly, adherence to the terms of the agreement should ensure that the employee recipients do not violate any provision of 5 U.S.C. §§ 7351 and 7353, or of the Standards of Ethical Conduct for Employees of the Executive Branch at 5 C.F.R. part 2635, as a result of the planned activities of the managers on their behalf.

Sincerely,

A handwritten signature in black ink, appearing to read "David J. Apok".

David J. Apok  
Acting Director and General Counsel



**From:** [Seth Jaffe](#)  
**To:** [David J. Apol](#)  
**Subject:** Statement  
**Date:** Friday, February 02, 2018 10:30:14 AM  
**Attachments:** [STATEMENT ON Legal Defense Fund Trust.pdf](#)

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1 page attachment withheld in full - (b)(5)

Dave,

Per our discussion.

Seth

**From:** [OGE Media](#)  
**To:** ["dsamuelsohn@politico.com"](mailto:dsamuelsohn@politico.com)  
**Subject:** OGE Statement  
**Date:** Friday, February 02, 2018 12:14:39 PM  
**Attachments:** [STATEMENT ON Legal Defense Fund Trust.pdf](#)

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Mr. Samuelsohn,

Per our conversation – please see attached.

Thanks.

## **STATEMENT ON Legal Defense Fund Trust**

The U.S. Office of Government Ethics (“OGE”) provides a template and guidance regarding the establishment of legal defense funds. A legal defense fund consistent with OGE’s template and guidance should enable employees to receive distributions without violating the Standards of Conduct for Employees of the Executive Branch. Consistent with this practice, OGE recently reviewed a draft agreement for the Patriot Legal Expense Fund Trust, LLC (the “Fund”) and provided guidance consistent with the terms of the template. Although OGE does not approve or disapprove of specific legal defense funds, the terms of this Fund as OGE understands them, should ensure that employees who receive distributions from the Fund do not violate the Standards of Conduct.

For example:

- The Fund has established procedures to ensure that government employees receiving distributions will not accept any monies donated by “prohibited sources,” lobbyists or lobbying organizations.
- The Fund will not accept donations from anonymous donors.
- The Fund will publicly disclose the identity of donors and the amounts of their donations for all donations aggregating to at least \$200 in a calendar year. Employees receiving distributions from the Fund must comply with the gift reporting requirements contained in the Ethics in Government Act.

**From:** [Contact OGE](#)  
**To:** [Seth Jaffe](#)  
**Subject:** FW: Is someone at OGE available quick to talk with me me about the Patriot Legal Defense Fund?  
**Date:** Friday, February 02, 2018 12:44:04 PM

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Seth,

Please see below.

Suzanne

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**From:** Darren Samuelsohn (b) (6)  
**Sent:** Friday, February 02, 2018 11:28 AM  
**To:** Elizabeth D. Horton; Elizabeth D. Horton; Contact OGE; David J. Apol  
**Subject:** Is someone at OGE available quick to talk with me me about the Patriot Legal Defense Fund?

[https://www.oge.gov/web/OGE.nsf/0/C84BF191420FD2A585258227004FFCC2/\\$FILE/Patriot%20Legal%20Expense%20Fund%20Trust.%20LLC.pdf](https://www.oge.gov/web/OGE.nsf/0/C84BF191420FD2A585258227004FFCC2/$FILE/Patriot%20Legal%20Expense%20Fund%20Trust.%20LLC.pdf)

Thank you,

Darren Samuelsohn  
Senior reporter POLITICO

(b) (6)



**From:** [Contact OGE](#)  
**To:** [Seth Jaffe](#)  
**Subject:** FW: Media Inquiry  
**Date:** Friday, February 02, 2018 1:44:41 PM

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Seth,

Pls. see below.

Suzanne

**From:** Sam Reisman (b) (6)  
**Sent:** Friday, February 02, 2018 1:39 PM  
**To:** Contact OGE  
**Subject:** Media Inquiry

Hello,

I'm writing about the [Patriot Legal Expense Fund Trust](#), a draft LLC agreement of which appeared on the OGE website recently.

I'm wondering why the attorneys felt it necessary to secure OGE approval before establishing the fund.

Thank you,  
Sam

--

Sam Reisman  
Senior Reporter, Business of Law

Law360  
111 West 19th Street, 5th Floor  
New York, NY 10011

(b) (6)