

UNITED STATES OFFICE OF
GOVERNMENT ETHICS



FEB 01 2017

Stefan C. Passantino
Deputy Counsel to the President,
Ethics and Compliance
The White House Office
Washington, DC 20500

Dear Mr. Passantino:

In response to your request dated February 1, 2017, enclosed is Certificate of Divestiture OGE-2017-007 for Jared C. Kushner, Senior Advisor to the President, White House Office. This certificate replaces Certificate of Divestiture OGE-2017-002. We would appreciate your forwarding the original certificate to Mr. Kushner. Also enclosed is a copy of the certificate for your files.

If there are any questions, you may contact Monica Ashar, Assistant Counsel, at (202) 482-9282.

Sincerely,

A handwritten signature in blue ink, appearing to read "David J. Apol", written over a horizontal line.

David J. Apol
General Counsel

Enclosures



From: [Monica M. G. Ashar](#)
To: "[Roberts, Blake](#)"
Subject: RE: Call Thursday morning
Date: Tuesday, January 24, 2017 11:32:59 AM

I have one more quick question: (b) (6)

Thanks,

Monica

Monica Ashar
Assistant Counsel
U.S. Office of Government Ethics
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Phone: (202) 482-9282
Visit OGE's website: www.oge.gov
Follow OGE on Twitter: @OfficeGovEthics

From: Roberts, Blake [mailto:(b) (6)]
Sent: Sunday, January 22, 2017 11:10 AM
To: Elaine Newton; Monica M. G. Ashar
Cc: David J. Apol
Subject: RE: Call Thursday morning

Elaine – Thanks again for these helpful questions. Here are our responses. Please let me know if you have any further questions.

Thank you,

Blake

(1) Please instruct Mr. Kushner not to divest any holdings prior to receiving the CD for those holdings. According to the statute, OGE cannot issue a CD after the conflicting property has been divested. (b) (6)

We understand and have instructed Mr. Kushner accordingly. (b) (6)

(b) (6)

(b) (6)

From: Roberts, Blake

Sent: Saturday, January 21, 2017 12:16 PM

To: 'Elaine Newton' <enewton@oge.gov>; Monica M. G. Ashar <mmgashar@oge.gov>

Cc: David J. Apol <djapol@oge.gov>

Subject: RE: Call Thursday morning

Elaine – Thanks very much. I will get back to you with answers to these questions as quickly as possible. I will continue to be your point of contact for Jared’s personal counsel. I believe that Stefan Passantino will be your contact in the Counsel’s Office on this.

From: Elaine Newton [<mailto:enewton@oge.gov>]

Sent: Saturday, January 21, 2017 12:09 PM

To: Roberts, Blake (b) (6); Monica M. G. Ashar <mmgashar@oge.gov>

Cc: David J. Apol <djapol@oge.gov>

Subject: RE: Call Thursday morning

Good Afternoon,

Thank you for the additional information and draft documents. We are continuing to review the information and have some additional questions:

(1) Please instruct Mr. Kushner not to divest any holdings prior to receiving the CD for those holdings. According to the statute, OGE cannot issue a CD after the conflicting property has been divested. (b) (6)

(b) (6)

Monica and I will continue to review the draft documents. Will you continue to be our point of

contact or is there another name (and contact information) that you can provide?

Thanks, Elaine

Elaine Newton

Associate Counsel

U.S. Office of Government Ethics

1201 New York Ave., NW, Suite 500

Washington, DC 20005-3915

Telephone: 202-482-9265

From: Roberts, Blake [mailto:(b) (6)]

Sent: Friday, January 20, 2017 4:56 PM

To: Monica M. G. Ashar; Elaine Newton

Cc: David J. Apol

Subject: RE: Call Thursday morning

Monica and Elaine – Please also find attached drafts of a memo from Jared applying for the COD and a memo from the WH Counsel’s Office forwarding the application to OGE. Please let us know if you have any comments on these or if they seem sufficient.

Thank you,

Blake

From: Roberts, Blake

Sent: Friday, January 20, 2017 4:39 PM

To: 'Monica M. G. Ashar' <mmgashar@oge.gov>; 'Elaine Newton' <enewton@oge.gov>

Cc: 'David J. Apol' <djapol@oge.gov>

Subject: RE: Call Thursday morning

Monica and Elaine – Here is the redacted trust document. Can you please let me know if this is adequate for your purposes? If not, can you please let me know what information you need? On timing, my understanding is that Jared will be sworn in Sunday afternoon. Hopefully, you will receive the official package that afternoon.

Thanks,

Blake

From: Roberts, Blake

Sent: Thursday, January 19, 2017 5:17 PM

To: 'Monica M. G. Ashar' <mmgashar@oge.gov>; 'Elaine Newton' <enewton@oge.gov>

Cc: 'David J. Apol' <djapol@oge.gov>

Subject: RE: Call Thursday morning

Monica and Elaine,

Thank you so much for our discussion earlier. I am attaching updated materials, which include revisions addressing questions you raised. Briefly:

(b) (6)
[Redacted]

[Redacted]

[Redacted]

[Redacted]

(b) (6)

Please let me know if you have any questions as you review this updated material.

Thanks,

Blake

From: Roberts, Blake

Sent: Thursday, January 19, 2017 3:21 PM

To: 'David J. Apol' <djapol@oge.gov>

Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Elaine Newton <enewton@oge.gov>

Subject: RE: Call Thursday morning

Just saw this – yes. Please call whenever – 202-663-6920

From: David J. Apol [<mailto:djapol@oge.gov>]

Sent: Thursday, January 19, 2017 2:58 PM

To: Roberts, Blake (b) (6) >

Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Elaine Newton <enewton@oge.gov>

Subject: RE: Call Thursday morning

Blake,

Monica and Elaine are taking the lead on the CD. Are you available to talk to them at 3:15? If so, they will call you.

Dave

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]

Sent: Thursday, January 19, 2017 1:46 PM

To: David J. Apol

Subject: RE: Call Thursday morning

Dave – Just following up. Can we possibly touch base quickly this afternoon?

From: Roberts, Blake

Sent: Wednesday, January 18, 2017 11:57 PM

To: djapol@oge.gov

Subject: Call Thursday morning

Dave,

I know this is a very busy time. Would it be possible to schedule a short call tomorrow morning to go over some procedural and substantive questions?

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

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(b) (6)

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From: [Monica M. G. Ashar](#)
To: ["Roberts, Blake"](#)
Subject: RE: Call Thursday morning
Date: Tuesday, January 24, 2017 11:34:29 AM

Thanks.

From: Roberts, Blake [mailto:[\(b\) \(6\)](#)]
Sent: Tuesday, January 24, 2017 11:34 AM
To: Monica M. G. Ashar
Subject: RE: Call Thursday morning
[\(b\) \(6\)](#)

From: Monica M. G. Ashar [mailto:mmgashar@oge.gov]
Sent: Tuesday, January 24, 2017 11:33 AM
To: Roberts, Blake [\(b\) \(6\)](#)
Subject: RE: Call Thursday morning
[\(b\) \(6\)](#)

Thanks,
Monica
Monica Ashar
Assistant Counsel
U.S. Office of Government Ethics
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Phone: (202) 482-9282
Visit OGE's website: www.oge.gov
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Associate Counsel

U.S. Office of Government Ethics

1201 New York Ave., NW, Suite 500

Washington, DC 20005-3915

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To: djapol@oge.gov

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Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

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From: [Passantino, Stefan C. EOP/WHO](#)
To: [Monica M. G. Ashar](#)
Cc: [Schultz, James D. EOP/WHO](#); [Elaine Newton](#); "[Roberts, Blake](#)"
Subject: RE: Kushner Application for Certificate of Divestiture
Date: Wednesday, February 01, 2017 8:35:09 AM
Attachments: [WHCO Memo Re amended Kushner COD.pdf](#)

Attached please find a memorandum requesting an amended certificate of divestiture for Jared Kushner. We are requesting an amended certificate due to a clerical error that resulted in incorrect names being listed for two entities that Mr. Kushner seeks to divest. Please let me know if I can provide any additional information. Stefan.

STEFAN C. PASSANTINO
Deputy Counsel to the President, Ethics & Compliance
Office of the White House Counsel
(b) (6)

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

From: Passantino, Stefan C. EOP/WHO
Sent: Wednesday, January 25, 2017 5:13 PM
To: 'Monica M. G. Ashar' <mmgashar@oge.gov>; 'Roberts, Blake' (b) (6)
Cc: Schultz, James D. EOP/WHO (b) (6); Elaine Newton <enewton@oge.gov>
Subject: RE: Kushner Application for Certificate of Divestiture

Here it is attached. I was asked how long you think it might take from this point to get the CD. Thank you again for all of your help.

STEFAN C. PASSANTINO
Deputy Counsel to the President, Ethics & Compliance
Office of the White House Counsel
(b) (6)

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

From: Monica M. G. Ashar [<mailto:mmgashar@oge.gov>]
Sent: Wednesday, January 25, 2017 12:11 PM
To: 'Roberts, Blake' (b) (6); Passantino, Stefan C. EOP/WHO (b) (6)
Cc: Schultz, James D. EOP/WHO (b) (6); Elaine Newton <enewton@oge.gov>
Subject: RE: Kushner Application for Certificate of Divestiture

Thanks, Blake. Yes, we will need a signed copy of Mr. Kushner's request letter. A PDF will be sufficient.

Monica Ashar
Assistant Counsel
U.S. Office of Government Ethics
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Phone: (202) 482-9282

Visit OGE's website: www.oge.gov
Follow OGE on Twitter: @OfficeGovEthics

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

From: Roberts, Blake [mailto:(b) (6)]
Sent: Wednesday, January 25, 2017 12:03 PM
To: Passantino, Stefan C. EOP/WHO; Elaine Newton
Cc: Monica M. G. Ashar; Schultz, James D. EOP/WHO
Subject: RE: Kushner Application for Certificate of Divestiture

Monica, you are correct that those are the most recent documents, which I've re-attached here.

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

From: Roberts, Blake
Sent: Wednesday, January 25, 2017 12:00 PM
To: 'Passantino, Stefan C. EOP/WHO' (b) (6) >; Elaine Newton <enewton@oge.gov>
Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Schultz, James D. EOP/WHO (b) (6)
Subject: RE: Kushner Application for Certificate of Divestiture

I do not have a signed version. Stefan, if you could have Jared sign it I would be appreciative. Monica, for what it's worth, the regulation (below) does not say anything about the request being signed, but I understand that may be your procedure.

5 C.F.R. s 2634.1005

(a)Employee's request to the designated agency ethics official. An employee seeking a Certificate of Divestiture must submit a written request to the designated agency ethics official at his or her agency. The request must contain:

- (1) A full and specific description of the property that will be divested. For example, if the property is corporate stock, the request must include the number of shares for which the eligible person seeks a Certificate of Divestiture;
- (2) A brief description of how the eligible person acquired the property;
- (3) A statement that the eligible person holding the property has agreed to divest the property; and
- (4)
 - (i) The date that the requirement to divest first applied; or
 - (ii) The date the employee first agreed that the eligible person would divest the property in order to comply with conflict of interest requirements.

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

From: Passantino, Stefan C. EOP/WHO [mailto:(b) (6)]
Sent: Wednesday, January 25, 2017 11:54 AM
To: Elaine Newton <enewton@oge.gov>; Roberts, Blake (b) (6)
Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Schultz, James D. EOP/WHO (b) (6)
Subject: RE: Kushner Application for Certificate of Divestiture

I will get a signed copy of the request to you (unless Blake Roberts has one in his possession already). Will a pdf suffice for these?

I believe the documents you have from Blake Roberts represent the final version. I know that the Integrity system has been down for everyone. I am copying Blake here to confirm.

STEFAN C. PASSANTINO

Deputy Counsel to the President, Ethics & Compliance Office of the White House Counsel

(b) (6)

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

From: Elaine Newton [mailto:enewton@oge.gov]
Sent: Wednesday, January 25, 2017 11:27 AM

To: Passantino, Stefan C. EOP/WHO <(b) (6)>
Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Schultz, James D. EOP/WHO (b) (6)
Subject: RE: Kushner Application for Certificate of Divestiture

Good Morning,

Thank you for the documents. Monica Asher at OGE is currently preparing the CDs, but we did not receive a copy of the employee's signed CD request. OGE cannot issue the CDs until we receive a copy of the employee's request.

Also, I want to confirm that the financial disclosure report that we received from Blake Roberts on January 23, 2017 and the trust document that we received on January 20, 2017 are the most recent documents for the CD request?

Thank you,
Elaine

Elaine Newton
Associate Counsel
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3915
Telephone: 202-482-9265

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

From: Passantino, Stefan C. EOP/WHO [mailto:(b) (6)]
Sent: Wednesday, January 25, 2017 10:25 AM
To: Elaine Newton
Cc: David J. Apol; Schultz, James D. EOP/WHO
Subject: Kushner Application for Certificate of Divestiture

Elaine, attached per our conversation is the application by the White House Counsel's Office for a Certificate of Divestiture for Mr. Kushner. I am attaching the President's designation of me as the White House Ethics Officer authorizing me to send this request. Please advise if you require any additional information from me to process this request. Thank you. Stefan.

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

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THE WHITE HOUSE
Washington

February 1, 2017

MEMORANDUM FOR THE DIRECTOR OF THE OFFICE OF GOVERNMENT ETHICS

FROM: Stefan C. Passantino, Deputy Counsel to the President, Ethics & Compliance

SUBJECT: Request for Amended Certificate of Divestiture for Jared C. Kushner

I write to request an amended certificate of divestiture for Jared C. Kushner to replace previously-issued Certificate No. OGE-2017-002. The conflicts analysis has not changed since I submitted my memorandum to you. I am requesting an amended certificate due to a clerical error that resulted in the incorrect names being listed for two entities that Mr. Kushner seeks to divest. Please revise the certificate so that:

1. "JK IV, LLC" reads "JK Thrive IV LLC"
2. "Thrive Partners V GP, LLC" reads "JK Thrive V LLC"

Mr. Kushner has agreed not to use Certificate No. OGE-2017-002. Thank you very much for your attention to this issue, and you have our apologies for the inconvenience.

THE WHITE HOUSE

Washington

January __, 2017

MEMORANDUM FOR THE DIRECTOR OF THE OFFICE OF GOVERNMENT ETHICS

FROM: Donald F. McGahn, Counsel to the President

SUBJECT: Application for a Certificate of Divestiture for Jared C. Kushner

Pursuant to 5 C.F.R. § 2634.1005(b), I am forwarding you a request from Jared C. Kushner for a certificate of divestiture.

Consistent with § 2634.1005(b)(1), I am enclosing the most recent draft of the SF-278e new entrant report that Mr. Kushner will be submitting consistent with normal procedures. My understanding is that your office has agreed that this draft provides a sufficient basis to assess whether a certificate of divestiture is appropriate.

Consistent with § 2634.1005(b)(3), I am providing a brief description of Mr. Kushner's position. As Senior Advisor to the President, Mr. Kushner will be one of the President's closest advisors and provide him counsel on a broad range of issues. His work will not be limited to a defined portfolio, and I expect that, from time to time, unforeseen issues will arise that require his urgent attention.

Consistent with § 2634.1005(b)(2), I am providing an opinion describing why the divestiture of the property at issue is reasonably necessary to comply with 18 U.S.C. § 208. As you know, Section 208(a) provides that "an officer or employee of the executive branch of the United States Government" may not "participate[] personally and substantially as a Government officer or employee ... in a judicial or other proceeding, application, request for a ruling or other determination, contract, claim, controversy, charge, accusation, arrest, or other particular matter in which, to his knowledge, he, his spouse, [or] minor child, ... has a financial interest." This law prohibits an employee from participating "personally and substantially" in a particular matter that will "will have a direct and predictable effect" on a financial interest of the employee. 5 C.F.R. § 2640.103(a).

"Particular matters" that give rise to the prohibition under § 208 are "matters that involve deliberation, decision, or action that is focused upon the interests of specific persons, or a discrete and identifiable class of persons." 5 C.F.R. § 2640.103(a)(1). A "particular matter" does not "cover consideration or adoption of broad policy options directed to the interests of a large and diverse group of persons," but it does cover "legislation or policy making that is narrowly focused on the interests of a discrete and identifiable class of persons," including a particular industry. *Id.* OGE has explained that the term "particular matter" "covers two categories of matters: (1) those that involve specific parties ..., and (2) those that do not involve specific parties but at least focus on the interests of a discrete and identifiable class of persons, such as a particular industry or profession." OGE Advisory Op. 06 x 9 at 7.

The assets of Mr. Kushner and his family described in Schedule A are broad and diverse. If retained, they would significantly hamper his ability to fulfill his duties. These interests cover a broad range of industries that could be affected by particular matters on which Mr. Kushner would otherwise be expected to participate personally and substantially. Examples of such holdings, and the financial conflicts they would likely create if retained, are described below. Many, but not all, of these interests are held through several funds managed by Thrive Capital, a venture capital firm, and through BFPS Ventures LLC, a private investment vehicle.

- Many of Thrive Capital's investments are in the technology and electronic commerce sectors. Thrive's investments in these sectors include such companies as Twitch, Harry's, Kickstarter, Paperless, Warby-Parker, Spotify, Compass, and Justworks, among many others. Mr. Kushner additionally holds interests in electronic commerce companies through a private investment vehicle called BFPS Ventures LLC, including companies called FabFitFun and Grab. If Mr. Kushner retains these interests, it would likely disqualify him from participating in particular matters that will have a direct and predictable effect on the technology and electronic commerce sectors.
- In addition, many more particular matters could have a direct and predictable effect on specific Thrive Capital holdings due to the nature of the company's business. For example:
 - One major holding of multiple Thrive Capital funds is Oscar Health Insurance. Mr. Kushner's continuing interest in Oscar could require his recusal from a variety of particular matters that will have a direct and predictable effect on the health insurance industry.
 - Another Thrive Capital holding is Morty's, Inc., a mortgage broker. Mr. Kushner's continuing interest in Oscar would require his recusal from a variety of particular matters that will have a direct and predictable effect on the mortgage brokerage industry.
 - Other Thrive Capital holdings are active in education, fitness, video messaging, payment process, consumer lending, medical billing, renters and homeowners insurance, and a host of other industries.
- Mr. Kushner owns an interest in Regal Bank. Likewise, his family owns shares of Signature Bank New York. Continuing ownership of these assets would require Mr. Kushner's recusal from particular matters that will have a direct and predictable effect on the banking industry.
- Mr. Kushner's interest in Broadband Proliferation Partners, LLC, a company that identifies and certifies buildings with the fastest and most reliable internet connections, could require his recusal from particular matters that will have a direct and predictable effect on the broadband industry and broadband providers in particular.
- Mr. Kushner's family owns publicly traded shares of the Hennessy Gas Utility Index Fund. This sector-specific fund tracks the American Gas Association Stock Index. In

addition, through the private investment vehicle BFPS Ventures LLC, Mr. Kushner owns an interest in Circle 9, an oil and gas exploration company. The family's continued ownership of these assets would require Mr. Kushner's recusal from particular matters that will have a direct and predictable effect on the oil and gas industries.

Retaining these and the other assets at issue would expose Mr. Kushner to a broad range of potential conflicts during his government service. Recusal is not a practical remedy, for two reasons. *First*, the breadth of the required recusals would render it difficult for Mr. Kushner to perform in his role as Senior Advisor to the President. *Second*, Mr. Kushner's participation in matters will often be ad hoc and in response to urgent requests from the President or other senior staff. This dynamic, combined with the diversity and breadth of Mr. Kushner's financial interests, would make it very difficult for any employee to identify and remove himself from potential conflicts. For these reasons, Mr. Kushner has appropriately agreed to divest these assets. That divestment is reasonably necessary to comply with 18 U.S.C. § 208.

Edward N. Siskel

By Email

(b) (6)

December 28, 2016

Walter M. Shaub
Director
U.S. Office of Government Ethics
1201 New York Avenue, N.W., Suite 500
Washington, DC 20005

Dear Mr. Shaub:

(b) (6)

(b) (6)

(b) (6)

(b) (6)

Mr. Walter M. Shaub

December 28, 2016

Page 2

PROTECT UNDER FOIA EXEMPTION (b)(6)

(b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

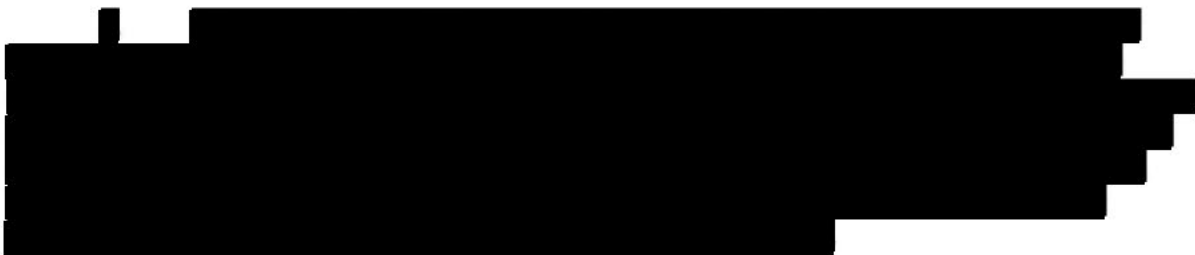
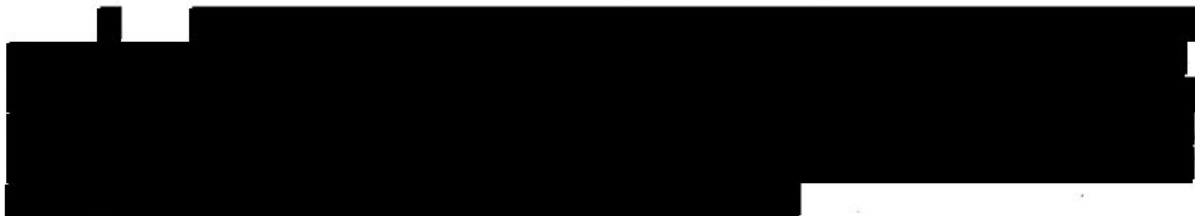
Mr. Walter M. Shaub

December 28, 2016

Page 3

PROTECT UNDER FOIA EXEMPTION (b)(6)

(b) (6)



Mr. Walter M. Shaub

December 28, 2016

Page 4

PROTECT UNDER FOIA EXEMPTION (b)(6)

(b) (6)



(b) (6)



Edward N. Siskel *ES*

From: [Walter M. Shaub](#)
To: ["Roberts, Blake"](#); [David J. Apol](#); [Heather A. Jones](#); [Deborah J. Bortot](#)
Cc: [Siskel, Edward N](#)
Subject: RE: Call @ 4 with Trust Lawyer
Date: Thursday, December 22, 2016 4:23:09 PM

We're running late due to another conference call running long. We should be available by 4:45.

From: Roberts, Blake [mailto:(b) (6)]
Sent: Thursday, December 22, 2016 10:49 AM
To: Walter M. Shaub; David J. Apol; Heather A. Jones; Deborah J. Bortot
Cc: Siskel, Edward N
Subject: RE: Call @ 4 with Trust Lawyer
Great – I will send an invite.

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Thursday, December 22, 2016 10:29 AM
To: Roberts, Blake; David J. Apol; Heather A. Jones; Deborah J. Bortot
Cc: Siskel, Edward N
Subject: RE: Call @ 4 with Trust Lawyer
Sorry, I forgot to add that 4:30 works for us.

From: Walter M. Shaub
Sent: Thursday, December 22, 2016 10:29 AM
To: 'Roberts, Blake'; David J. Apol; Heather A. Jones; Deborah J. Bortot
Cc: Siskel, Edward N
Subject: RE: Call @ 4 with Trust Lawyer

(b) (6)



From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Thursday, December 22, 2016 10:08 AM
To: Walter M. Shaub; David J. Apol; Heather A. Jones; Deborah J. Bortot
Cc: Siskel, Edward N
Subject: RE: Call @ 4 with Trust Lawyer
Walt,

(b) (6)



(b) (6)

Thank you,
Blake

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

Sent: Tuesday, December 20, 2016 6:08 PM

To: Roberts, Blake; David J. Apol; Heather A. Jones; Deborah J. Bortot

Cc: Siskel, Edward N

Subject: RE: Call @ 4 with Trust Lawyer

Blake,

(b) (6)

What am I missing?

Walt

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]

Sent: Tuesday, December 20, 2016 12:54 PM
To: Walter M. Shaub; David J. Apol; Heather A. Jones; Deborah J. Bortot
Cc: Siskel, Edward N
Subject: RE: Call @ 4 with Trust Lawyer

All – Just wanted to follow up on your availability for a call at 4.

Thanks,

Blake

From: Roberts, Blake

Sent: Tuesday, December 20, 2016 10:43 AM

To: Walter M. Shaub (wmschaub@oge.gov); David J. Apol; Heather A. Jones; Deborah J. Bortot

Cc: Siskel, Edward N

Subject: Call @ 4 with Trust Lawyer

All – Could some or all of you be available for a call at 4 p.m. (b) (6)

(b) (6) We think that would be the most efficient way to get to ground on the issues we discussed yesterday.

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

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Thank you.

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From: [Roberts, Blake](#)
To: [Siskel, Edward N](#); [Walter M. Shaub](#); [David J. Apol](#); [Deborah J. Bortot](#); [Heather A. Jones](#)
Subject: Follow Up

UNITED STATES OFFICE OF
GOVERNMENT ETHICS



JAN 26 2017

Stefan C. Passantino
Deputy Counsel to the President
The White House Office
Washington, DC 20500

Dear Mr. Passantino:

In response to your request of January 25, 2017, enclosed are Certificates of Divestiture OGE-2017-002 for Jared C. Kushner, Senior Advisor to the President, White House Office; OGE-2017-003 for Ivanka Trump as trustee for the Ivanka Trump Revocable Trust; OGE-2017-004 for ^{(b) (6)} [REDACTED] dependent minor child of Jared C. Kushner; OGE-2017-005 for [REDACTED] dependent minor child of Jared C. Kushner; and OGE-2017-006 for [REDACTED] dependent minor child of Jared C. Kushner. We would appreciate your forwarding the original certificates to Mr. Kushner. Also enclosed is a copy of the certificates for your files.

If there are any questions, you may contact Monica Ashar, Assistant Counsel, at (202) 482-9282.

Sincerely,

David J. Apol
General Counsel

Enclosures



UNITED STATES OFFICE OF
GOVERNMENT ETHICS



CERTIFICATE OF DIVESTITURE

Certificate No. OGE-2017-002

ELIGIBLE PERSON: Jared C. Kushner
White House Office

DATE OF ISSUANCE: JAN 26 2017

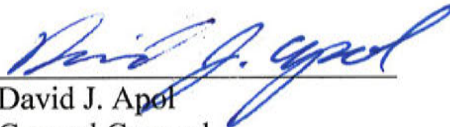
DIVESTITURE PROPERTY:

[The divestiture property is identified in the attachment to this Certificate.]

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code of 1986 and 5 C.F.R. § 2634.1002 with respect to the specific property described above. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Note that section 1043 of the Internal Revenue Code and the rules of subpart J of 5 C.F.R. Part 2634 provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The rules of Subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which a reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service.

Eligible persons should seek the advice of their personal tax advisors for guidance as to the tax aspects of divestiture transactions and whether proposed acquisitions meet the requirements for permitted property. Internal Revenue Service regulations and other guidance should be consulted as to these matters. Internal Revenue Service requirements for reporting dispositions of property and making an election not to recognize gain under section 1043 (IRS Form 8824) must be followed by eligible persons wishing to make such an election.


David J. Apol
General Counsel

cc: Deputy Counsel to the President, White House Office



Attachment
OGE-2017-002

- 100% of all financial interests in JKM Capital, LLC, that you hold as of the date of this Certificate of Divestiture
- 100% of all financial interests in Thrive Partners II GP, LLC, that you hold as of the date of this Certificate of Divestiture
- 100% of all financial interests in Thrive Partners III GP, LLC, that you hold as of the date of this Certificate of Divestiture
- 100% of all financial interests in JK IV, LLC, that you hold as of the date of this Certificate of Divestiture
- 100% of all financial interests in Thrive Partners V GP, LLC, that you hold as of the date of this Certificate of Divestiture
- 112,376 shares, Regal Bank
- 100% of all financial interests in Broadband Proliferation Partners, LLC, that you hold as of the date of this Certificate of Divestiture
- 100% of all financial interests in BFPS Ventures LLC that you hold as of the date of this Certificate of Divestiture

UNITED STATES OFFICE OF
GOVERNMENT ETHICS



CERTIFICATE OF DIVESTITURE

Certificate No. OGE-2017-003

ELIGIBLE PERSON: Ivanka Trump
[Trustee of the Ivanka Trump Revocable Trust]
White House Office

DATE OF ISSUANCE: JAN 26 2017

DIVESTITURE PROPERTY:

[The divestiture property is identified in the attachment to this Certificate.]

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code of 1986 and 5 C.F.R. § 2634.1002 with respect to the specific property described above. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Note that section 1043 of the Internal Revenue Code and the rules of subpart J of 5 C.F.R. Part 2634 provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The rules of Subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which a reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service.

Eligible persons should seek the advice of their personal tax advisors for guidance as to the tax aspects of divestiture transactions and whether proposed acquisitions meet the requirements for permitted property. Internal Revenue Service regulations and other guidance should be consulted as to these matters. Internal Revenue Service requirements for reporting dispositions of property and making an election not to recognize gain under section 1043 (IRS Form 8824) must be followed by eligible persons wishing to make such an election.


David J. Apol
General Counsel

cc: Deputy Counsel to the President, White House Office



Attachment
OGE-2017-003

- 3,208 shares, Signature Bank
- 100% of all financial interests in Blackstone Strategic Alliance Fund II that you hold as of the date of this Certificate of Divestiture
- 2,076.278 shares, Hennessy Gas Utility Index Fund Investor Class Shares
- 100% of all financial interests in The Obsidian Fund LLC Class C that you hold as of the date of this Certificate of Divestiture

UNITED STATES OFFICE OF
GOVERNMENT ETHICS



CERTIFICATE OF DIVESTITURE

Certificate No. OGE-2017-004

ELIGIBLE PERSON: (b) (6)
[minor child of Jared C. Kushner]
White House Office

DATE OF ISSUANCE: JAN 26 2017

DIVESTITURE PROPERTY:

221 shares, Signature Bank

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code of 1986 and 5 C.F.R. § 2634.1002 with respect to the specific property described above. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Note that section 1043 of the Internal Revenue Code and the rules of subpart J of 5 C.F.R. Part 2634 provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The rules of Subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which a reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service.

Eligible persons should seek the advice of their personal tax advisors for guidance as to the tax aspects of divestiture transactions and whether proposed acquisitions meet the requirements for permitted property. Internal Revenue Service regulations and other guidance should be consulted as to these matters. Internal Revenue Service requirements for reporting dispositions of property and making an election not to recognize gain under section 1043 (IRS Form 8824) must be followed by eligible persons wishing to make such an election.


David J. Apol
General Counsel

cc: Deputy Counsel to the President, White House Office



UNITED STATES OFFICE OF
GOVERNMENT ETHICS



CERTIFICATE OF DIVESTITURE

Certificate No. OGE-2017-005

ELIGIBLE PERSON: (b) (6)
[minor child of Jared C. Kushner]
White House Office

DATE OF ISSUANCE: JAN 26 2017


DIVESTITURE PROPERTY:

221 shares, Signature Bank

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code of 1986 and 5 C.F.R. § 2634.1002 with respect to the specific property described above. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Note that section 1043 of the Internal Revenue Code and the rules of subpart J of 5 C.F.R. Part 2634 provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The rules of Subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which a reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service.

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David J. Apot
General Counsel

cc: Deputy Counsel to the President, White House Office



UNITED STATES OFFICE OF
GOVERNMENT ETHICS



CERTIFICATE OF DIVESTITURE

Certificate No. OGE-2017-006

ELIGIBLE PERSON: (b) (6)
[minor child of Jared C. Kushner]
White House Office

DATE OF ISSUANCE: JAN 26 2017

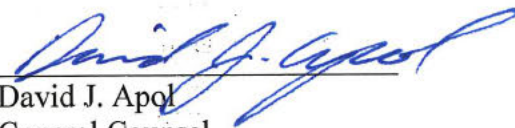
DIVESTITURE PROPERTY:

104 shares, Signature Bank

This Certificate of Divestiture is issued in accordance with section 1043 of the Internal Revenue Code of 1986 and 5 C.F.R. § 2634.1002 with respect to the specific property described above. I hereby determine that the divestiture of the described property is reasonably necessary to comply with 18 U.S.C. § 208, or other applicable Federal conflict of interest statutes, regulations, rules, or executive orders.

Note that section 1043 of the Internal Revenue Code and the rules of subpart J of 5 C.F.R. Part 2634 provide for nonrecognition of gain in the case of sales to comply with conflict of interest requirements. The rules of Subpart J relate to the issuance of Certificates of Divestiture and the permitted property into which a reinvestment must be made during the 60-day period beginning on the date of such a sale in order for nonrecognition to be permitted. Such reinvestments are called rollovers, and are limited to obligations of the United States and diversified investment funds as defined in 5 C.F.R. § 2634.1003. The substantive and procedural rules relating to the tax aspects of such sales and rollovers pursuant to the statutory scheme are subject to the jurisdiction of the Internal Revenue Service.

Eligible persons should seek the advice of their personal tax advisors for guidance as to the tax aspects of divestiture transactions and whether proposed acquisitions meet the requirements for permitted property. Internal Revenue Service regulations and other guidance should be consulted as to these matters. Internal Revenue Service requirements for reporting dispositions of property and making an election not to recognize gain under section 1043 (IRS Form 8824) must be followed by eligible persons wishing to make such an election.


David J. Apol
General Counsel

cc: Deputy Counsel to the President, White House Office



UNITED STATES OFFICE OF
GOVERNMENT ETHICS



January 6, 2017

Mr. Edward N. Siskel
Wilmer, Cutler, Pickering, Hale & Dorr, LLP

(b) (6)
[Redacted]

Dear Mr. Siskel:

I am writing on behalf of the U.S. Office of Government Ethics (OGE) in response to your letter dated December 28, 2016, regarding Mr. Kushner's plan to divest potentially conflicting assets if the President-elect appoints him to a position in the White House. Your letter captures most of the salient points from our conversations, and I have only a few additional points to reiterate.

Consistent with our conversations, your letter indicates that (b) (6)

[Redacted]

[Redacted]

[Redacted]

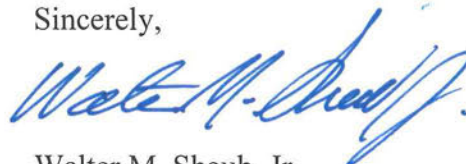
Mr. Edward N. Siskel
Wilmer, Cutler, Pickering, Hale & Dorr, LLP
Page 2

As we discussed, the conflict of interest prohibition under 18 U.S.C. § 208(a) will continue to apply to the assets until they have been divested. Accordingly, with regard to each entity in which he holds an interest, Mr. Kushner must not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of the entity until he has divested it, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). If Mr. Kushner intends to seek a Certificate of Divestiture under 26 U.S.C. § 1043, please remember that he will need to obtain the Certificate of Divestiture before selling the assets.

Finally, please note that OGE is limited in the guidance it can provide as to conflicts of interest because OGE's staff is not in a position to know the precise nature of the duties that Mr. Kushner, or any future White House appointee, would perform. For that reason and because the applicable ethics requirements are more complex than could be addressed in a letter, Mr. Kushner would be well advised to obtain ethics counseling from the office of the White House Counsel prior to entering government and, after assuming the duties of his new position, to complete the new employee ethics training required under 5 C.F.R. § 2638.304. Ideally, the training for all incoming White House appointees should address, among other topics: conflicts of interest under 18 U.S.C. § 208; the gift bans under 5 C.F.R. part 2635, subparts B and C; impartiality under the government-wide appearance regulation, 5 C.F.R. part 2635, subpart E; "misuse of position," as that term is understood for purposes of 5 C.F.R. part 2635, subpart G (including use of public office for private gain, endorsements, coercion, and use of nonpublic information); the earned income ban under 5 C.F.R. § 2635.804(a); restrictions on fundraising under 5 C.F.R. § 2635.808; and certain restrictions relating to professions involving fiduciary relationships under 5 C.F.R. § 2636.305. As a preliminary introduction to the executive branch ethics program, I have enclosed a copy of OGE's Nominee Ethics Guide. Although Mr. Kushner will not be a "nominee," much of the information in this guide is pertinent to his anticipated appointment.

Please do not hesitate to contact me at (202) 482-9292 or Heather Jones, Senior Counsel, if we can be of further assistance.

Sincerely,

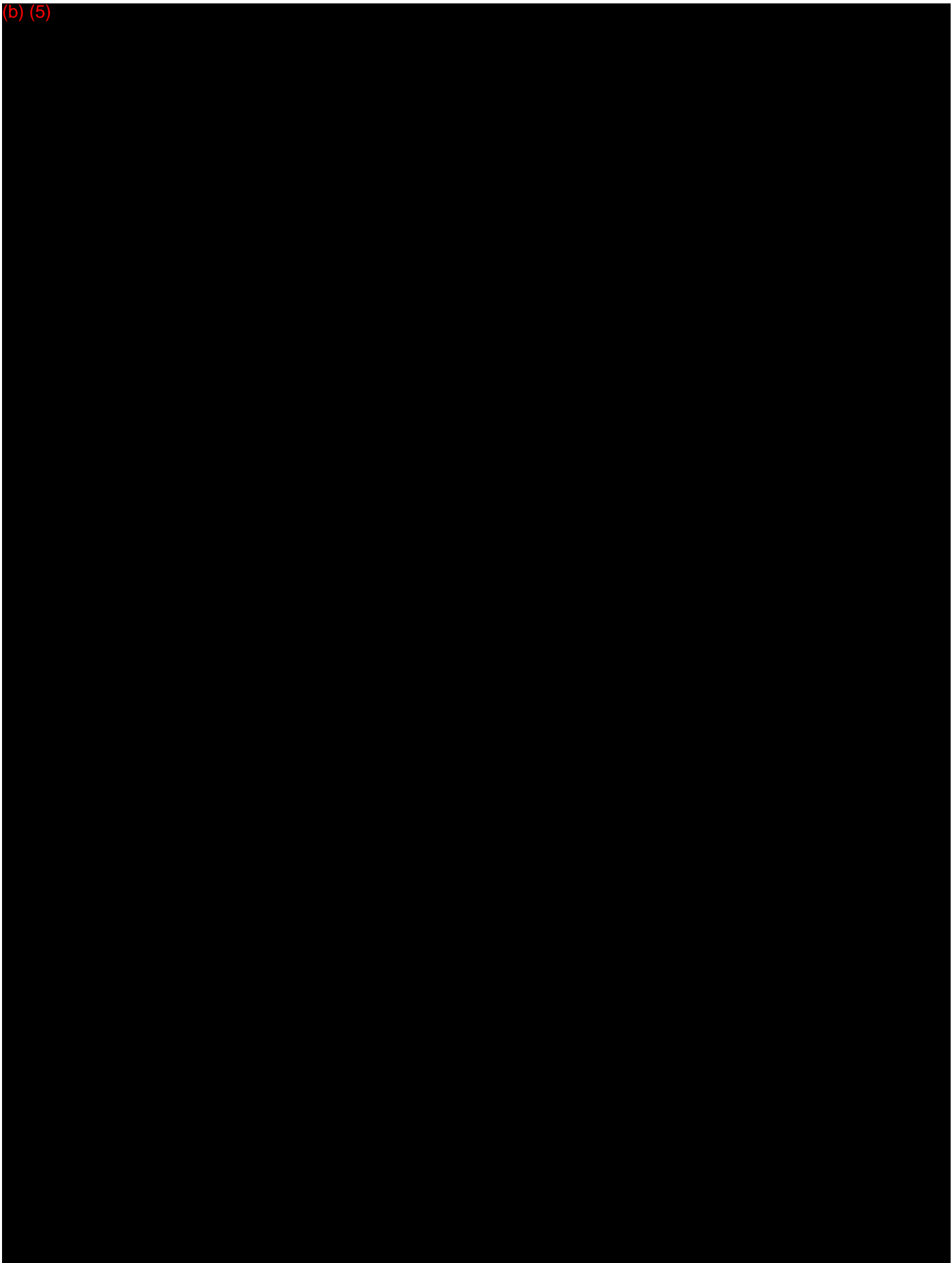


Walter M. Shaub, Jr.
Director

Enclosure

(b)(5) - Draft letter to Mr. Siskel





The White House
Washington

January 23, 2017

MEMORANDUM FOR STEFAN C. PASSANTINO, DEPUTY COUNSEL TO THE
PRESIDENT, ETHICS & COMPLIANCE

FROM: Jared Kushner, Senior Advisor to the President

SUBJECT: Request for a Certificate of Divestiture

(b) (5)
[Redacted]

[Redacted]

[Redacted]

Brandon A. Steele

From: Heather A. Jones
Sent: Monday, January 02, 2017 2:35 PM
To: Deborah J. Bortot
Subject: FW: Follow-up Call

We were right. Darn Wilmer for talking to each other.

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Monday, January 02, 2017 2:34 PM
To: Walter M. Shaub; David J. Apol; Deborah J. Bortot; Heather A. Jones
Cc: Siskel, Edward N
Subject: Follow-up Call

All,

We have heard that, notwithstanding the federal holiday, some of you may be in the office working today. If that is correct, could you be available for a call sometime between 3:30-4:30 to discuss the assets of Mr. Kushner's spouse? If not, please let us know when you could be available tomorrow.

Thank you,

Blake

Blake Roberts | WilmerHale

(b) (6)



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Brandon A. Steele

From: Roberts, Blake (b) (6)
Sent: Thursday, January 05, 2017 11:02 AM
To: Walter M. Shaub; David J. Apol
Subject: RE: Quick Call

Sorry to hear that. Thanks, Walt. I will be around.

From: Walter M. Shaub [<mailto:wmschaub@oge.gov>]
Sent: Thursday, January 05, 2017 10:13 AM
To: Roberts, Blake; David J. Apol
Subject: RE: Quick Call

(b) (6). I can call you after our call with Don McGahn.

Walt

Walter M. Shaub, Jr.

Director

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005-3917

Telephone: 202.482.9292

Email: walter.schaub@oge.gov

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Thursday, January 05, 2017 9:22 AM
To: Walter M. Shaub; David J. Apol
Subject: Quick Call

Do either of you have time for a quick call?

Blake Roberts | WilmerHale

(b) (6)
[Redacted]

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Brandon A. Steele

From: Walter M. Shaub
Sent: Saturday, January 07, 2017 10:17 AM
To: Heather A. Jones; David J. Apol
Subject: FW: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

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

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

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

From: Walter M. Shaub
Sent: Saturday, January 07, 2017 10:15 AM
To: 'Gorelick, Jamie'
Cc: Siskel, Edward N; Roberts, Blake
Subject: RE: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Thanks for sharing this, Jamie. Blake gave me a heads up that an article was in the works. The letter I sent Ed yesterday highlights some suggestions for protecting your client against potential conflicts of interest and other ethics issues.

I have one additional suggestion. There is a strong temptation for lawyers to think that it's enough to put together ethics arrangements that are legally compliant. As you know from your own time in government, senior officials invariably find themselves operating in a fast-paced work environment in which they necessarily move from one vaguely defined subject to another quickly throughout the day. Ethics issues arise unexpectedly, and they don't come with the label "Caution! I'm an ethics issue." For this reason, we encourage folks to set up ethics arrangements that put senior officials two steps back from the line between what is permissible and what is not. OGE can enforce that approach in the nominee program, but White House appointees are at the mercy of the attention span of a White House Counsel's office with a thousand other things to do. As things are currently shaping up, it's not clear that this new White House will have a fully functioning ethics office of its own on the first day. For that reason, caution is advisable. The further you can put him back from the line, the better you will protect him.

Walt

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

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

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

From: Gorelick, Jamie [mailto:(b) (6)]

Sent: Saturday, January 07, 2017 9:42 AM

To: Walter M. Shaub

Cc: Siskel, Edward N; Roberts, Blake; Gorelick, Jamie

Subject: Fw: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Walt -

Just a heads up so you know this is out there. Our proposed plan contemplates steps to remove and mitigate sources of conflict.

Best -

Jamie

Sent from my BlackBerry 10 smartphone.

Original Message

<http://www.nytimes.com/2017/01/07/us/politics/jared-kushner-trump-business.html?smprod=nytcore-iphone&smid=nytcore-iphone-share>

As Donald J. Trump's son-in-law prepares for a White House role, his undisclosed talks with a secretive Chinese company highlight potential conflicts of interest.

Brandon A. Steele

From: David J. Apol
Sent: Wednesday, January 18, 2017 3:10 PM
To: Elaine Newton
Subject: FW: Draft SF-278 for Jared Kushner
Attachments: Kushner Application for COD.xlsx

Attachment (b)(6)

Here is the cd I was talking about

From: Roberts, Blake [mailto:(b) (6)]
Sent: Wednesday, January 18, 2017 1:27 PM
To: David J. Apol
Cc: Siskel, Edward N
Subject: RE: Draft SF-278 for Jared Kushner

Dave,

Thanks very much. Please find attached a draft spreadsheet that describes the assets for which Jared (and related persons) will seek a certificate of divestiture. We need to add some additional information about a few assets, including some of the questions you raise below. But there should be enough here for someone to begin the analysis. (b) (6)

We will supplement with additional information as it becomes available. Please let me know if you or your colleagues have any questions as you review.

Thank you again,

Blake

From: David J. Apol [mailto:djapol@oge.gov]
Sent: Wednesday, January 18, 2017 11:24 AM
To: Roberts, Blake (b) (6)
Subject: RE: Draft SF-278 for Jared Kushner

Thanks Blake.

We need to know which assets he is asking a CD for at this time before we can do much with this. As I understand the plan, the initial CD request will be for ^{(b) (6)}

Additionally, for the assets he is requesting a CD for:

We need to know which assets are held in a trust.

For any assets in a trust, we need the trust instrument and the name of the trustee.

Are any held in retirement plans?

Were any acquired through employment?

Are the assets for his children reported?

Who holds each asset?

We will work on this as fast as we can consistent with other priorities we are getting from the PTT.

Thanks.

Dave

From: Roberts, Blake [[mailto:](#)^{(b) (6)}]
Sent: Tuesday, January 17, 2017 7:03 PM
To: David J. Apol
Cc: Siskel, Edward N
Subject: Draft SF-278 for Jared Kushner

Dave,

As discussed, I am sending you the latest draft of Jared Kushner's SF-278. This is not yet ready to be filed – we are still working with the business people on some formatting issues and some information about individual assets needs to be filled in. However, we believe that this draft covers all or nearly all of the assets that will either be covered by the SF-278 reporting requirements or for which a certificate of divestiture will be sought.

(b) (6)

We will get you additional information tomorrow about the underlying investments of the (b) (6)

We have been in touch with Stefan Passantino of PTT and will be working closely with him so that the new personnel in the White House Counsel's Office are fully briefed on this issue and ready to initiate the process for obtaining a certificate of divestiture as quickly as possible. We are available at any time to answer questions from your office once they begin to review the draft SF-278 and draft COD application material.

Thank you again – we recognize that this is a challenging stretch for everyone on your team.

Thanks,

Blake

Blake Roberts | WilmerHale
(b) (6)

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Brandon A. Steele

From: Rodrick T. Johnson
Sent: Thursday, January 26, 2017 9:30 AM
To: (b) (6)
Cc: Elaine Newton; Teresa L. Williamson; Sandra S. Mabry; Monica M. G. Ashar
Subject: Certificate of Divestiture for Jared C. Kushner
Attachments: Kusher, Jared C. CD's 002-006.pdf

Importance: High

Good Morning, Mr. Passantino:

Attached is the Certificate of Divestiture OGE-2017-002 for Jared C. Kushner, Senior Advisor to the President, White House Office; OGE-2017-003 for Ivanka Trump as trustee for the Ivanka Trump Revocable Trust; OGE-2017-004 for (b) (6), dependent minor child of Jared C. Kushner; OGE-2017-005 for (b) (6), dependent minor child of Jared C. Kushner; and OGE-2017-006 for (b) (6) dependent minor child of Jared C. Kushner. We would appreciate your forwarding the original certificates to Mr. Kushner. Also enclosed is a copy of the certificate's for your files.

The original certificate's and one copy for your records will be mailed to you. We would appreciate your forwarding the original certificate's to Mr. Kushner, upon receipt.

Please confirm receipt of this email by replying to all.

Thanks, Again
Rodrick Johnson

Brandon A. Steele

From: Roberts, Blake (b) (6)
Sent: Monday, January 02, 2017 2:34 PM
To: Walter M. Shaub; David J. Apol; Deborah J. Bortot; Heather A. Jones
Cc: Siskel, Edward N
Subject: Follow-up Call

All,

We have heard that, notwithstanding the federal holiday, some of you may be in the office working today. If that is correct, could you be available for a call sometime between 3:30-4:30 to discuss the assets of Mr. Kushner's spouse? If not, please let us know when you could be available tomorrow.

Thank you,

Blake

Blake Roberts | WilmerHale

(b) (6)

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Brandon A. Steele

From: Walter M. Shaub
Sent: Friday, January 06, 2017 5:27 PM
To: Siskel, Edward N; 'Roberts, Blake'
Cc: Heather A. Jones
Subject: response to follow-up letter
Attachments: Letter to E. Siskel (1-6-2017).pdf

Blake and Ed,

Enclosed is OGE's response to Ed's letter. I discussed the content of the letter with Blake earlier this week. The original with the attachment will follow in the regular mail. The two-part attachment can also be viewed in electronic format on OGE's website at the following addresses:

Nominee Ethics Guide

[https://www.oge.gov/Web/OGEnsf/0/908088E45E5A64778525801B00590DD5/\\$FILE/Final%20Nomination%20Guide%20Spreads%20Optimized%20Web.pdf](https://www.oge.gov/Web/OGEnsf/0/908088E45E5A64778525801B00590DD5/$FILE/Final%20Nomination%20Guide%20Spreads%20Optimized%20Web.pdf)

Appendix to the Nominee Ethics Guide

[https://www.oge.gov/Web/OGEnsf/0/0EA56347F998FFA78525801B0058E0F9/\\$FILE/Final%20Appendix%20Spreads%20Web%20.pdf](https://www.oge.gov/Web/OGEnsf/0/0EA56347F998FFA78525801B0058E0F9/$FILE/Final%20Appendix%20Spreads%20Web%20.pdf)

Thanks

Walt

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

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

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Wednesday, December 28, 2016 1:37 PM
To: Walter M. Shaub
Cc: Siskel, Edward N; David J. Apol; Deborah J. Bortot; Heather A. Jones
Subject: Follow-up Letter

Walt,

As discussed on our last call, please find attached a letter describing the proposal we discussed. I hope you all are getting some rest this holiday season.

Best regards,

Blake

Blake Roberts | WilmerHale

(b) (6)

A large black rectangular redaction box covers the signature and contact information of Blake Roberts. The text "(b) (6)" is written in red at the top left of this redacted area.

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Brandon A. Steele

From: Deborah J. Bortot
Sent: Wednesday, January 18, 2017 10:41 AM
To: David J. Apol; Heather A. Jones
Cc: Elaine Newton
Subject: RE: Draft SF-278 for Jared Kushner

Dave,

(b) (5) [Redacted]

(b) (5) [Redacted]

Once we get the request, there will be additional questions.

Thanks,
Deb

From: David J. Apol
Sent: Wednesday, January 18, 2017 10:26 AM
To: Heather A. Jones; Deborah J. Bortot
Cc: Elaine Newton
Subject: FW: Draft SF-278 for Jared Kushner

Anything you want me to add to this before I send?

(b) (5) [Redacted]

[Redacted]

[Redacted]

From: Roberts, Blake [mailto:(b) (6)]
Sent: Tuesday, January 17, 2017 7:03 PM
To: David J. Apol
Cc: Siskel, Edward N
Subject: Draft SF-278 for Jared Kushner

Dave,

As discussed, I am sending you the latest draft of Jared Kushner's SF-278. This is not yet ready to be filed – we are still working with the business people on some formatting issues and some information about individual assets needs to be filled in. However, we believe that this draft covers all or nearly all of the assets that will either be covered by the SF-278 reporting requirements or for which a certificate of divestiture will be sought.

(b) (6)

We will get you additional information tomorrow about the underlying investments of the (b) (6)

We have been in touch with Stefan Passantino of PTT and will be working closely with him so that the new personnel in the White House Counsel's Office are fully briefed on this issue and ready to initiate the process for obtaining a certificate of divestiture as quickly as possible. We are available at any time to answer questions from your office once they begin to review the draft SF-278 and draft COD application material.

Thank you again – we recognize that this is a challenging stretch for everyone on your team.

Thanks,

Blake

Blake Roberts | WilmerHale
(b) (6)

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Brandon A. Steele

From: Monica M. G. Ashar
Sent: Thursday, January 26, 2017 11:51 AM
To: 'Passantino, Stefan C. EOP/WHO'
Cc: Elaine Newton; Rodrick T. Johnson
Subject: RE: Certificate of Divestiture for Jared C. Kushner

Thanks, Stefan. What would be the best way to get the originals of the CDs over to you?

Monica Ashar
Assistant Counsel
U.S. Office of Government Ethics
1201 New York Avenue, NW, Suite 500
Washington, DC 20005
Phone: (202) 482-9282

Visit OGE's website: www.oge.gov
Follow OGE on Twitter: @OfficeGovEthics

From: Passantino, Stefan C. EOP/WHO [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Thursday, January 26, 2017 11:22 AM
To: Rodrick T. Johnson; Walter M. Shaub
Cc: Elaine Newton; Teresa L. Williamson; Sandra S. Mabry; Monica M. G. Ashar
Subject: RE: Certificate of Divestiture for Jared C. Kushner

Thank you. I have received this and am grateful for the prompt attention your office has been paying to issues such as this. Stefan.

STEFAN C. PASSANTINO
Deputy Counsel to the President, Ethics & Compliance
Office of the White House Counsel
(b) (6)

From: Rodrick T. Johnson [<mailto:rjohnson@oge.gov>]
Sent: Thursday, January 26, 2017 9:30 AM
To: Passantino, Stefan C. EOP/WHO (b) (6)
Cc: Elaine Newton <enewton@oge.gov>; Teresa L. Williamson <tlwillia@oge.gov>; Sandra S. Mabry <ssmabry@oge.gov>; Monica M. G. Ashar <mmgashar@oge.gov>
Subject: Certificate of Divestiture for Jared C. Kushner
Importance: High

Good Morning, Mr. Passantino:

Attached is the Certificate of Divestiture OGE-2017-002 for Jared C. Kushner, Senior Advisor to the President, White House Office; OGE-2017-003 for Ivanka Trump as trustee for the Ivanka Trump Revocable Trust; OGE-2017-004 for (b) (6), dependent minor child of Jared C. Kushner; OGE-2017-005 for (b) (6) dependent minor child of Jared C. Kushner; and OGE-2017-006 for (b) (6), dependent minor child of Jared C. Kushner. We would appreciate your forwarding the original certificates to Mr. Kushner. Also enclosed is a copy of the certificate's for your files.

The original certificate's and one copy for your records will be mailed to you. We would appreciate your forwarding the original certificate's to Mr. Kushner, upon receipt.

Please confirm receipt of this email by replying to all.

Thanks, Again
Rodrick Johnson

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Brandon A. Steele

From: Walter M. Shaub
Sent: Saturday, January 07, 2017 11:29 AM
To: Gorelick, Jamie
Cc: Siskel, Edward N; Roberts, Blake; Brown, Reginald
Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Thanks. That's good to hear!

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

Original Message

From: Gorelick, Jamie
Sent: Saturday, January 7, 2017 10:36 AM
To: Walter M. Shaub
Cc: Siskel, Edward N; Roberts, Blake; Brown, Reginald
Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Walt -

I know you have been trading notes with Reg. (b) (6) is done.
As he mentioned, (b) (6) . We obviously represent Kushner. (b) (6)
You will see the same conservative approach with each.

Jamie

Sent from my BlackBerry 10 smartphone.

Original Message

From: Gorelick, Jamie
Sent: Saturday, January 7, 2017 10:28 AM
To: Walter M. Shaub
Cc: Siskel, Edward N; Roberts, Blake; Gorelick, Jamie
Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

We agree. We are trying to make a workable and conservative plan. We have met with the person who will be doing ethics for McGahn so he can become familiar with the issues and be of help in keeping Jared clear of the line. Your advice is welcome!

Jamie

Sent from my BlackBerry 10 smartphone.

Original Message

From: Walter M. Shaub
Sent: Saturday, January 7, 2017 10:17 AM
To: Gorelick, Jamie
Cc: Siskel, Edward N; Roberts, Blake
Subject: RE: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Thanks for sharing this, Jamie. Blake gave me a heads up that an article was in the works. The letter I sent Ed yesterday highlights some suggestions for protecting your client against potential conflicts of interest and other ethics issues.

I have one additional suggestion. There is a strong temptation for lawyers to think that it's enough to put together ethics arrangements that are legally compliant. As you know from your own time in government, senior officials invariably find themselves operating in a fast-paced work environment in which they necessarily move from one vaguely defined subject to another quickly throughout the day. Ethics issues arise unexpectedly, and they don't come with the label "Caution! I'm an ethics issue." For this reason, we encourage folks to set up ethics arrangements that put senior officials two steps back from the line between what is permissible and what is not. OGE can enforce that approach in the nominee program, but White House appointees are at the mercy of the attention span of a White House Counsel's office with a thousand other things to do. As things are currently shaping up, it's not clear that this new White House will have a fully functioning ethics office of its own on the first day. For that reason, caution is advisable. The further you can put him back from the line, the better you will protect him.

Walt

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

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

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

From: Gorelick, Jamie [mailto:(b) (6)]
Sent: Saturday, January 07, 2017 9:42 AM
To: Walter M. Shaub
Cc: Siskel, Edward N; Roberts, Blake; Gorelick, Jamie
Subject: Fw: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Walt -

Just a heads up so you know this is out there. Our proposed plan contemplates steps to remove and mitigate sources of conflict.

Best -

Jamie

Sent from my BlackBerry 10 smartphone.
Original Message

<http://www.nytimes.com/2017/01/07/us/politics/jared-kushner-trump-business.html?smprod=nytcore-iphone&smid=nytcore-iphone-share>

As Donald J. Trump's son-in-law prepares for a White House role, his undisclosed talks with a secretive Chinese company highlight potential conflicts of interest.

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Brandon A. Steele

From: Walter M. Shaub
Sent: Thursday, January 05, 2017 7:01 PM
To: Heather A. Jones
Subject: Letter.docx
Attachments: Letter.docx

Please review and offer any edits you think are appropriate using tracked changes. I need to send this letter before c.o.b. Friday. Thanks!

Brandon A. Steele

From: Gorelick, Jamie (b) (6)
Sent: Saturday, January 07, 2017 3:01 PM
To: Walter M. Shaub
Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

That would be fine, Walt. It is certainly a true statement. And we have appreciated and followed that advice, for example, with regard to the (b) (6)

Best -

Jamie

Sent from my BlackBerry 10 smartphone.

Original Message

From: Walter M. Shaub

Sent: Saturday, January 7, 2017 2:51 PM

To: Gorelick, Jamie

Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Jamie,

Do you have any concerns if at some point I state publicly that, "We have consulted with attorneys for Jared Kushner to provide assistance in connection with some steps he may take to avoid conflicts of interest if he comes into government." This seems to be consistent with what you told the NY Times.

Walt

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

Original Message

From: Gorelick, Jamie

Sent: Saturday, January 7, 2017 11:37 AM

To: Walter M. Shaub

Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Will do.

Sent from my BlackBerry 10 smartphone.

Original Message

From: Walter M. Shaub

Sent: Saturday, January 7, 2017 11:32 AM

To: Gorelick, Jamie

Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

They have not shared with us that they've hired someone. If you get the chance, please let him know that I'd love to meet with him. Emory Rounds of my office and I can give him some ideas for setting up shop.

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

Original Message

From: Gorelick, Jamie

Sent: Saturday, January 7, 2017 10:27 AM

To: Walter M. Shaub

Cc: Siskel, Edward N; Roberts, Blake; Gorelick, Jamie

Subject: Re: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

We agree. We are trying to make a workable and conservative plan. We have met with the person who will be doing ethics for McGahn so he can become familiar with the issues and be of help in keeping Jared clear of the line. Your advice is welcome!

Jamie

Sent from my BlackBerry 10 smartphone.

Original Message

From: Walter M. Shaub

Sent: Saturday, January 7, 2017 10:17 AM

To: Gorelick, Jamie

Cc: Siskel, Edward N; Roberts, Blake

Subject: RE: NYTimes: Jared Kushner, a Trump In-Law and Adviser, Chases a Chinese Deal

Thanks for sharing this, Jamie. Blake gave me a heads up that an article was in the works. The letter I sent Ed yesterday highlights some suggestions for protecting your client against potential conflicts of interest and other ethics issues.

I have one additional suggestion. There is a strong temptation for lawyers to think that it's enough to put together ethics arrangements that are legally compliant. As you know from your own time in government, senior officials invariably find themselves operating in a fast-paced work environment in which they necessarily move from one vaguely defined subject to another quickly throughout the day. Ethics issues arise unexpectedly, and they don't come with the label "Caution! I'm an ethics issue." For this reason, we encourage folks to set up ethics arrangements that put senior officials two steps back from the line between what is permissible and what is not. OGE can enforce that approach in the nominee program, but White House appointees are at the mercy of the attention span of a White House Counsel's office with a thousand other things to do. As things are currently shaping up, it's not clear that this new White House will have a fully functioning ethics office of its own on the first day. For that reason, caution is advisable. The further you can put him back from the line, the better you will protect him.

Walt

Walter M. Shaub, Jr.

Director

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005-3917

Telephone: 202.482.9292

Email: walter.shaub@oge.gov

Brandon A. Steele

From: Roberts, Blake (b) (6)
Sent: Tuesday, January 10, 2017 1:31 PM
To: David J. Apol; David J. Apol; Heather A. Jones
Subject: Quick Call

Hi – Do any of you all have time for a quick call today? We have a few (hopefully straightforward) questions.

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

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Brandon A. Steele

From: Roberts, Blake (b) (6)
Sent: Friday, January 13, 2017 1:47 PM
To: David J. Apol; Heather A. Jones; Deborah J. Bortot
Subject: Quick questions today

Please let me know whenever you have availability today and I will make myself available. Thank you!

From: Roberts, Blake
Sent: Friday, January 13, 2017 12:19 PM
To: djapol@oge.gov; hajones@oge.gov; djbortot@oge.gov
Subject: Quick questions before 2:30

All,

Do any of you have 10 minutes for a few quick questions sometime before 2:30?

Thank you,

Blake

Blake Roberts | WilmerHale

(b) (6)

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Brandon A. Steele

From: Roberts, Blake (b) (6)
Sent: Wednesday, January 11, 2017 11:17 AM
To: David J. Apol
Cc: Heather A. Jones; Deborah J. Bortot; Siskel, Edward N
Subject: RE: Call re Questions

Dave – That works. Thank you. I will send an invite.

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

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From: David J. Apol [<mailto:djapol@oge.gov>]
Sent: Wednesday, January 11, 2017 11:02 AM
To: Roberts, Blake
Cc: Heather A. Jones ; Deborah J. Bortot
Subject: RE: Call re Questions

Blake,

Heather and I would be available at 3. Does that work for you?

Dave

From: Roberts, Blake [mailto:(b) (6)]
Sent: Wednesday, January 11, 2017 9:27 AM
To: Walter M. Shaub; David J. Apol; Deborah J. Bortot; Heather A. Jones
Cc: Siskel, Edward N
Subject: Call re Questions

All,

We know that you are very busy with all of your work for nominees. However, we would be very appreciative if it would be possible to schedule a 30 minute call with some of you this afternoon. We have several questions, one of which (b) (6). Please let us know what times could work for you and we will do our best to make ourselves available.

Thank you,

Blake

Blake Roberts | WilmerHale

(b) (6)

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Brandon A. Steele

From: David J. Apol
Sent: Thursday, January 19, 2017 2:58 PM
To: 'Roberts, Blake'
Cc: Monica M. G. Ashar; Elaine Newton
Subject: RE: Call Thursday morning

Blake,

Monica and Elaine are taking the lead on the CD. Are you available to talk to them at 3:15? If so, they will call you.

Dave

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Thursday, January 19, 2017 1:46 PM
To: David J. Apol
Subject: RE: Call Thursday morning

Dave – Just following up. Can we possibly touch base quickly this afternoon?

From: Roberts, Blake
Sent: Wednesday, January 18, 2017 11:57 PM
To: djapol@oge.gov
Subject: Call Thursday morning

Dave,

I know this is a very busy time. Would it be possible to schedule a short call tomorrow morning to go over some procedural and substantive questions?

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

(b) (6)

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Brandon A. Steele

From: Monica M. G. Ashar
Sent: Tuesday, January 24, 2017 11:34 AM
To: 'Roberts, Blake'
Subject: RE: Call Thursday morning

Thanks.

From: Roberts, Blake [mailto:(b) (6)]
Sent: Tuesday, January 24, 2017 11:34 AM
To: Monica M. G. Ashar
Subject: RE: Call Thursday morning

They are not.

From: Monica M. G. Ashar [<mailto:mmgashar@oge.gov>]
Sent: Tuesday, January 24, 2017 11:33 AM
To: Roberts, Blake (b) (6)
Subject: RE: Call Thursday morning

I have one more quick question: (b) (6)

Thanks,

Monica

Monica Ashar

Assistant Counsel

U.S. Office of Government Ethics

1201 New York Avenue, NW, Suite 500

Washington, DC 20005

Phone: (202) 482-9282

Visit OGE's website: www.oge.gov

Follow OGE on Twitter: @OfficeGovEthics

From: Roberts, Blake [mailto:(b) (6)]
Sent: Sunday, January 22, 2017 11:10 AM
To: Elaine Newton; Monica M. G. Ashar
Cc: David J. Apol
Subject: RE: Call Thursday morning

Elaine – Thanks again for these helpful questions. Here are our responses. Please let me know if you have any further questions.

Thank you,

Blake

(1) Please instruct Mr. Kushner not to divest any holdings prior to receiving the CD for those holdings. According to the statute, OGE cannot issue a CD after the conflicting property has been divested. (b) (6)

(b) (6)

[Redacted]

[Redacted]

[Redacted]

(b) (6)

[Redacted text block]

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[Redacted text block]

[Redacted text block]

[Redacted text block]

[Redacted text block]

[Redacted text block]

[Redacted text block]

(b) (6)

From: Roberts, Blake
Sent: Saturday, January 21, 2017 12:16 PM
To: 'Elaine Newton' <enewton@oge.gov>; Monica M. G. Ashar <mmgashar@oge.gov>
Cc: David J. Apol <djapol@oge.gov>
Subject: RE: Call Thursday morning

Elaine – Thanks very much. I will get back to you with answers to these questions as quickly as possible. I will continue to be your point of contact for Jared’s personal counsel. I believe that Stefan Passantino will be your contact in the Counsel’s Office on this.

From: Elaine Newton [<mailto:enewton@oge.gov>]
Sent: Saturday, January 21, 2017 12:09 PM
To: Roberts, Blake (b) (6); Monica M. G. Ashar <mmgashar@oge.gov>
Cc: David J. Apol <djapol@oge.gov>
Subject: RE: Call Thursday morning

Good Afternoon,

Thank you for the additional information and draft documents. We are continuing to review the information and have some additional questions:

(1) Please instruct Mr. Kushner not to divest any holdings prior to receiving the CD for those holdings. According to the statute, OGE cannot issue a CD after the conflicting property has been divested. (b) (6)

(b) (6)

Monica and I will continue to review the draft documents. Will you continue to be our point of contact or is there another name (and contact information) that you can provide?

Thanks, Elaine

Elaine Newton

Associate Counsel

U.S. Office of Government Ethics

1201 New York Ave., NW, Suite 500

Washington, DC 20005-3915

Telephone: 202-482-9265

From: Roberts, Blake [mailto:(b) (6)]
Sent: Friday, January 20, 2017 4:56 PM
To: Monica M. G. Ashar; Elaine Newton
Cc: David J. Apol
Subject: RE: Call Thursday morning

Monica and Elaine – Please also find attached drafts of a memo from Jared applying for the COD and a memo from the WH Counsel’s Office forwarding the application to OGE. Please let us know if you have any comments on these or if they seem sufficient.

Thank you,

Blake

From: Roberts, Blake
Sent: Friday, January 20, 2017 4:39 PM
To: 'Monica M. G. Ashar' <mmgashar@oge.gov>; 'Elaine Newton' <enewton@oge.gov>
Cc: 'David J. Apol' <djapol@oge.gov>
Subject: RE: Call Thursday morning

Monica and Elaine – Here is the redacted trust document. Can you please let me know if this is adequate for your purposes? If not, can you please let me know what information you need?

On timing, my understanding is that Jared will be sworn in Sunday afternoon. Hopefully, you will receive the official package that afternoon.

Thanks,

Blake

From: Roberts, Blake
Sent: Thursday, January 19, 2017 5:17 PM
To: 'Monica M. G. Ashar' <mmgashar@oge.gov>; 'Elaine Newton' <enewton@oge.gov>
Cc: 'David J. Apol' <djapol@oge.gov>
Subject: RE: Call Thursday morning

Monica and Elaine,

Thank you so much for our discussion earlier. I am attaching updated materials, which include revisions addressing questions you raised. Briefly:

(b) (6)

· The application contains additional information that was missing in the prior version we sent you. (b) (6)

(b) (6)

· We have added a note that (b) (6)

Please let me know if you have any questions as you review this updated material.

Thanks,

Blake

From: Roberts, Blake

Sent: Thursday, January 19, 2017 3:21 PM

To: 'David J. Apol' <djapol@oge.gov>

Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Elaine Newton <enewton@oge.gov>

Subject: RE: Call Thursday morning

Just saw this – yes. Please call whenever – (b) (6)

From: David J. Apol [<mailto:djapol@oge.gov>]

Sent: Thursday, January 19, 2017 2:58 PM

To: Roberts, Blake (b) (6)
Cc: Monica M. G. Ashar <mmgashar@oge.gov>; Elaine Newton <enewton@oge.gov>
Subject: RE: Call Thursday morning

Blake,

Monica and Elaine are taking the lead on the CD. Are you available to talk to them at 3:15? If so, they will call you.

Dave

From: Roberts, Blake [[\(b\) \(6\)](mailto:(b) (6))]
Sent: Thursday, January 19, 2017 1:46 PM
To: David J. Apol
Subject: RE: Call Thursday morning

Dave – Just following up. Can we possibly touch base quickly this afternoon?

From: Roberts, Blake
Sent: Wednesday, January 18, 2017 11:57 PM
To: djapol@oge.gov
Subject: Call Thursday morning

Dave,

I know this is a very busy time. Would it be possible to schedule a short call tomorrow morning to go over some procedural and substantive questions?

Thanks,

Blake

Blake Roberts | WilmerHale

(b) (6)

A large black rectangular redaction box covers the majority of the top section of the page, starting below the header and extending down to just above the 'Please consider the environment' text.

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THE WHITE HOUSE
Washington

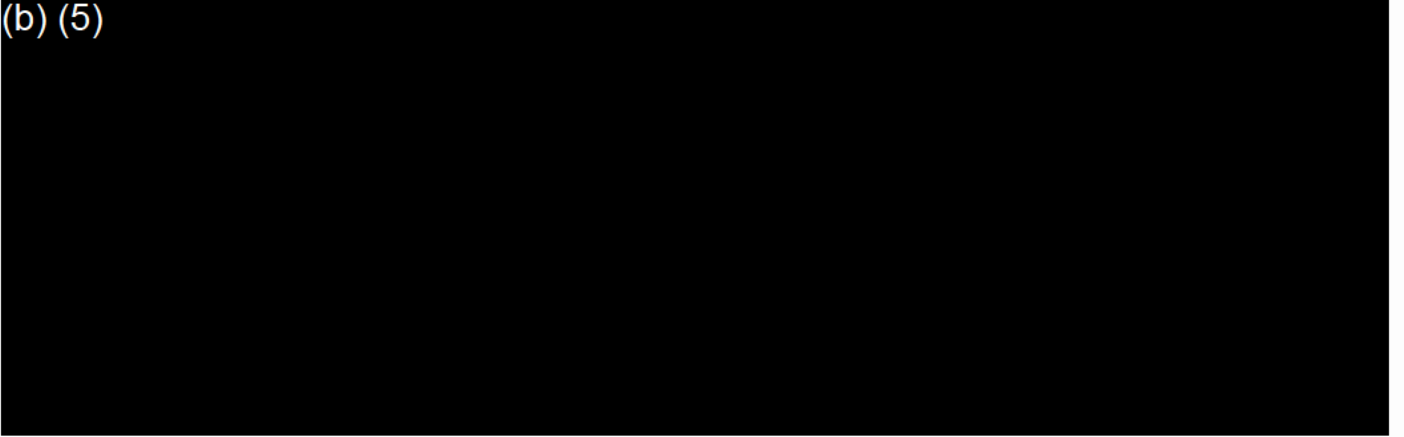
February 1, 2017

MEMORANDUM FOR THE DIRECTOR OF THE OFFICE OF GOVERNMENT ETHICS

FROM: Stefan C. Passantino, Deputy Counsel to the President, Ethics & Compliance *SP*

SUBJECT: Request for Amended Certificate of Divestiture for Jared C. Kushner

(b) (5)



The White House
Washington

January __, 2017

MEMORANDUM FOR DONALD F. McGAHN, COUNSEL TO THE PRESIDENT

FROM: Jared Kushner, Senior Advisor to the President

SUBJECT: Request for a Certificate of Divestiture

Pursuant to 5 C.F.R. § 2634.1005, I write to request a certificate of divestiture for certain property that I and other eligible persons seek to divest so that I can comply with 18 U.S.C. § 208 during my government service. I identify and describe the property that will be divested in Schedule A, which I have attached to this memorandum. Schedule A also identifies the eligible person that holds the property and briefly describes how it was acquired.

All eligible persons have agreed to divest the property associated with them on Schedule A. I agreed that the eligible persons would divest this property prior to my first day of government service, which is today, January 20, 2017.

Please let me know if you require any additional information.

Jared Kushner

Thrive Capital Partners II, LP
Thrive Partners II GP, LLC

(b) (4), (b) (6) [Redacted text block]

(b) (4), (b) (6) [Redacted text block]

Jared Kushner

Thrive Capital Partners III, LP
Thrive Partners III GP, LLC

(b) (4), (b) (6)
[Redacted text block]

(b) (4), (b) (6)

(b) (4), (b) (6)

Jared Kushner

Claremount IV Associates, LP (Thrive IV)
Thrive Partners IV GP, LLC
JK IV, LLC

[Redacted]

[Redacted]

(b) (4), (b) (6)

Jared Kushner

Claremount V Associates, LP
Thrive Partners V GP, LLC

[Redacted]

(b) (4), (b) (6)

Jared Kushner

Regal Bank

X shares.

(b) (4), (b) (6)

Jared Kushner

Broadband Proliferation Partners, LLC (Wired
Score)

Operates Wired Certification, which identifies and certifies buildings with the fastest and most reliable internet connections.

(b) (4), (b) (6)

(b) (4), (b) (6)

Jared Kushner

BFPS Ventures LLC

(b) (4), (b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

(b) (4), (b) (6)
[Redacted]

Ivanka Trump Revocable Trust

(b) (4), (b) (6)

SIGNATURE BANK NEW YORK N Y

3,208 shares of publicly traded stock in a full-service commercial bank in New York

Ivanka Trump Revocable Trust

BLACKSTONE STRATEGIC ALLIANCE FD II LP FDS IN ESCROW PLUS REC CAP CALL

(b) (4), (b) (6)

Ivanka Trump Revocable Trust

BLACKSTONE STRATEGIC ALLIANCE FD II LP A/O 09/30/16 ADJ CALLS/DIST

(b) (4), (b) (6)

Ivanka Trump Revocable Trust

(b) (4), (b) (6)

(b) (4), (b) (6)

Ivanka Trump Revocable Trust

HENNESSY GAS UTILITY INDEX FUND INVESTOR CLASS SHARES

2,076.278 shares of publicly traded fund that tracks the American Gas Association Stock Index

SIGNATURE BANK NEW YORK N Y

(b) (6) UTMA

221 shares of publicly traded stock in a full-service commercial bank in New York

SIGNATURE BANK NEW YORK N Y

(b) (6) UTMA

221 shares of publicly traded stock in a full-service commercial bank in New York

SIGNATURE BANK NEW YORK N Y

(b) (6) UTMA

104 shares of publicly traded stock in a full-service commercial bank in New York

(b) (4), (b) (6)

(b) (4), (b) (6)

(b) (4), (b) (6)


(b) (4), (b) (6)

THE WHITE HOUSE

Washington

January 25, 2017

MEMORANDUM FOR THE DIRECTOR OF THE OFFICE OF GOVERNMENT ETHICS

FROM: Stefan C. Passantino, Deputy Counsel to the President and Designated White House Ethics Official 

SUBJECT: Application for a Certificate of Divestiture for Jared C. Kushner

Pursuant to 5 C.F.R. § 2634.1005(b), I am forwarding you a request from Jared C. Kushner for a certificate of divestiture.

Consistent with § 2634.1005(b)(1), I am enclosing the most recent draft of the OGE-278e new entrant report that Mr. Kushner will be submitting consistent with normal procedures. My understanding is that your office has agreed that this draft provides a sufficient basis to assess whether a certificate of divestiture is appropriate.

Consistent with § 2634.1005(b)(3), I am providing a brief description of Mr. Kushner's position. As Senior Advisor to the President, Mr. Kushner will be one of the President's closest advisors and provide him counsel on a broad range of issues. His work will not be limited to a defined portfolio, and I expect that, from time to time, unforeseen issues will arise that require his urgent attention.

Consistent with § 2634.1005(b)(2), I am providing an opinion describing why the divestiture of the property at issue is reasonably necessary to comply with 18 U.S.C. § 208. As you know, Section 208(a) provides that "an officer or employee of the executive branch of the United States Government" may not "participate[] personally and substantially as a Government officer or employee ... in a judicial or other proceeding, application, request for a ruling or other determination, contract, claim, controversy, charge, accusation, arrest, or other particular matter in which, to his knowledge, he, his spouse, [or] minor child, ... has a financial interest." This law prohibits an employee from participating "personally and substantially" in a particular matter that will "will have a direct and predictable effect" on a financial interest of the employee. 5 C.F.R. § 2640.103(a).

"Particular matters" that give rise to the prohibition under § 208 are "matters that involve deliberation, decision, or action that is focused upon the interests of specific persons, or a discrete and identifiable class of persons." 5 C.F.R. § 2640.103(a)(1). A "particular matter" does not "cover consideration or adoption of broad policy options directed to the interests of a large and diverse group of persons," but it does cover "legislation or policy making that is narrowly focused on the interests of a discrete and identifiable class of persons," including a particular industry. *Id.* OGE has explained that the term "particular matter" "covers two categories of matters: (1) those that involve specific parties ..., and (2) those that do not involve specific parties but at least focus on the interests of a discrete and identifiable class of persons, such as a particular industry or profession." OGE Advisory Op. 06 x 9 at 7.

The assets of Mr. Kushner and his family described in Schedule A are broad and diverse. If retained, they would significantly hamper his ability to fulfill his duties. These interests cover a broad range of industries that could be affected by particular matters on which Mr. Kushner would otherwise be expected to participate personal and substantially. Examples of such holdings, and the financial conflicts they would likely create if retained, are described below. Many, but not all, of these interests are held through several funds managed by Thrive Capital, a venture capital firm, and through BFPS Ventures LLC, a private investment vehicle.

- Many of Thrive Capital's investments are in the technology and electronic commerce sectors. Thrive's investments in these sectors include such companies as Twitch, Harry's, Kickstarter, Paperless, Warby-Parker, Spotify, Compass, and Justworks, among many others. Mr. Kushner additionally holds interests in electronic commerce companies through a private investment vehicle called BFPS Ventures LLC, including companies called FabFitFun and Grab. If Mr. Kushner retains these interests, it would likely disqualify him from participating in particular matters that will have a direct and predictable effect on the technology and electronic commerce sectors.
- In addition, many more particular matters could have a direct and predictable effect on specific Thrive Capital holdings due to the nature of the company's business. For example:
 - One major holding of multiple Thrive Capital funds is Oscar Health Insurance. Mr. Kushner's continuing interest in Oscar could require his recusal from a variety of particular matters that will have a direct and predictable effect on the health insurance industry.
 - Another Thrive Capital holding is Morty's, Inc., a mortgage broker. Mr. Kushner's continuing interest in Oscar would require his recusal from a variety of particular matters that will have a direct and predictable effect on the mortgage brokerage industry.
 - Other Thrive Capital holdings are active in education, fitness, video messaging, payment process, consumer lending, medical billing, renters and homeowners insurance, and a host of other industries.
- Mr. Kushner owns an interest in Regal Bank. Likewise, his family owns shares of Signature Bank New York. Continuing ownership of these assets would require Mr. Kushner's recusal from particular matters that will have a direct and predictable effect on the banking industry.
- Mr. Kushner's interest in Broadband Proliferation Partners, LLC, a company that identifies and certifies buildings with the fastest and most reliable internet connections, could require his recusal from particular matters that will have a direct and predictable effect on the broadband industry and broadband providers in particular.
- Mr. Kushner's family owns publicly traded shares of the Hennessy Gas Utility Index Fund. This sector-specific fund tracks the American Gas Association Stock Index. In

addition, through the private investment vehicle BFPS Ventures LLC, Mr. Kushner owns an interest in Circle 9, an oil and gas exploration company. The family's continued ownership of these assets would require Mr. Kushner's recusal from particular matters that will have a direct and predictable effect on the oil and gas industries.

Retaining these and the other assets at issue would expose Mr. Kushner to a broad range of potential conflicts during his government service. Recusal is not a practical remedy, for two reasons. *First*, the breadth of the required recusals would render it difficult for Mr. Kushner to perform in his role as Senior Advisor to the President. *Second*, Mr. Kushner's participation in matters will often be ad hoc and in response to urgent requests from the President or other senior staff. This dynamic, combined with the diversity and breadth of Mr. Kushner's financial interests, would make it very difficult for any employee to identify and remove himself from potential conflicts. For these reasons, Mr. Kushner has appropriately agreed to divest these assets. That divestment is reasonably necessary to comply with 18 U.S.C. § 208.