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Barr Has Made Over $580,000 In Federal Campaign Contributions:
Barr’s “Particularly Extensive” Corporate Background Ties Him To Major Issues Still Pending Before Justice Department, Other Federal Agencies

SUMMARY: Since his days leading the Justice Department, Attorney General nominee William Barr has reportedly continued to stay “in touch” with its “leaders and staff.” Now poised to take over once again, Barr’s “particularly extensive” corporate background is coming to light, tying him to issues pending with the Justice Department and other federal agencies. Dominion is awaiting major decisions from the Federal Energy Regulatory Commission. The Justice Department has been litigating the Time Warner-AT&T Merger appeal. As a private attorney, Barr pushed against the Justice Department’s decision to frame the probe as a criminal matter. And this year, the Justice Department is suing California over the state’s net neutrality law (net neutrality is an issue Barr has vehemently argued against in the past.)

QUOTED PRESS CLIPS FROM SUMMARY:

Washington Post: Barr’s Corporate Ties “Particularly Extensive.” “While prior attorneys general have also represented corporations, Barr’s ties are particularly extensive, ranging over the past 25 years for companies from Verizon to Caterpillar. ‘This is somebody who has been very much entrenched in the Washington environment,’ said Gene Kimmelman, a former Justice Department antitrust official who leads the consumer advocacy organization Public Knowledge. ‘Past business relationships would certainly prevent participation in any decisions involving the relevant companies.’” [Washington Post, 12/8/18]

Washington Post: Barr “Has Stayed In Touch” With Justice Department “Leaders And Staff,” Spoke To Political Appointees In Summer 2018 Meeting. “Even though it has been decades since Barr ran the Justice Department, he has stayed in touch with its leaders and staff. This summer, Deputy Attorney General Rod J. Rosenstein invited Barr to speak to the political appointees, and the former attorney general urged them to ignore the political noise and focus on their work, according to a person familiar with the private event.” [Washington Post, 12/9/18]

BACKGROUND: BARR’S CLOSE CORPORATE TIES AND THEIR PENDING ISSUES WITH FEDERAL AGENCIES

Dominion Energy

Barr Has Served On Dominion Board Of Directors Since 2009. According to his official Dominion Energy biography, Barr has served on the company’s board since 2009, and as of May 2017 was Chair of the Compensation, Governance and Nominating Committee. [dominionenergy.com]

Barr Reported Holding $2.8 Million In Dominion Stock On Financial Disclosure Report. “According to the documents, Barr owns about $16 million worth of stocks and bonds, as well as another $8 million in private investments and $4.2 million in real estate. As of Dec. 14, he held $2.8 million worth of Dominion Energy Inc stock, his largest holding. Barr served on Dominion’s board of directors, as well. Under federal ethics rules, Barr will be required to divest certain holdings if they conflict with particular matters he is working on at the Justice Department.” [Reuters, 1/10/19]

• Barr Appeared To Own Over $3.6 Million Worth Of Dominion Stock In May 2018. According to Barr’s most recent Form 4 SEC filings pertaining to Dominion Energy, he held about 42,898 stock shares in the company directly as of May 2018, with an additional 5,150 held by Barr Family LLC. At a December 2018 valuation of about $75 per share, these holdings are worth over $3.6 million. [SEC Form 4, Dominion Energy Inc., 5/10/18, sec.gov; Google Finance]
Dominion Spent Over $2.5 Million In Federal Lobbying in 2017, Spent Over $2 Million In 2018. According to the Center for Responsive Politics, Dominion had spent $2,085,000 on federal lobbying efforts as of the third quarter of 2018, and spent $2,589,000 in 2017. Just over $2 million of that amount went to in-house lobbyists with Dominion Energy, while outside firms included D Squared Tax Strategies, McGuireWoods LLP, WilmerHale LLP, Lawler Strategies, and ML Strategies. Dominion subsidiaries also used SPECTRUM Group and National Environmental Strategies for lobbying efforts. [Center for Responsive Politics, Accessed January 2019]

Dominion Lobbied At Least 20 Federal Agencies In 2018. According to lobbying filings, Dominion reported lobbying 20 federal agencies as of the third quarter of 2018, including the U.S. Senate and House of Representatives. Besides Congress, Dominion reported the most lobbying activity with the Department of Agriculture, the Department of the Interior, the EPA, U.S. Fish and Wildlife Service, the National Park Service, the Bureau of Land Management, the National Economic Council, and the Office of Management & Budget. [Center for Responsive Politics, Accessed January 2019]

Dominion Is The Lead Partner On Atlantic Coast Pipeline Project To Transport Fracked Shale Gas To Coastal Virginia. “Atlantic Coast Pipeline LLC can begin actual construction of the up to $6.5 billion project in specific parts of West Virginia, according to a “notice to proceed” from the Federal Energy Regulatory Commission... The Atlantic Coast Pipeline is designed to transport shale gas mined by fracking from the Marcellus and Utica fields in New York, Pennsylvania, Ohio and West Virginia southeast to coastal Virginia and along the Interstate 95 corridor in North Carolina as far south as Lumberton. Dominion is the dominant partner, owning 48% of the project. Charlotte-based Duke owns 47%, including a portion owned by subsidiary Piedmont Natural Gas, and Southern owns 5% of the project. The project was initially forecast to cost $4.5 billion to $5 billion, when it was first proposed in 2014.” [Charlotte Business Journal, 5/14/18]

Dominion’s Atlantic Coast Pipeline Project Still Awaiting Final Approval From Federal Energy Regulatory Commission. “ACP has not started full construction in Virginia yet and is awaiting approval from the Federal Energy Regulatory Commission. Felix Sarfo-Kantanka Jr., external affairs manager for Dominion, lead partner of the ACP, said it plans on starting construction in early 2019.” [Roanoke Times, 12/5/18]

- **Federal Approval Would Allow Dominion To Recover Costs And “A Return On Investment Up To 14 Percent Through The Rates It Charges Customers.”** “Dominion Resources Inc. is keeping its controlling share of the company that proposes to build the Atlantic Coast Pipeline, despite a corporate consolidation by Duke Energy with its purchase of Piedmont Natural Gas... Dominion said it will exercise its right to purchase an additional 3 percent of the company’s shares to retain a controlling interest at 48 percent, compared with 47 percent for Duke... The transactions represent a further consolidation of control by big energy conglomerates over the company proposing to build the $5.1 billion, 600-mile pipeline, with most of the natural gas reserved for electric utilities owned by Dominion and Charlotte, N.C.-based Duke... if the Federal Energy Regulatory Commission approves the project, investors in the pipeline company would be allowed to recover their costs and a return on investment up to 14 percent through the rates it charges customers.” [Richmond Times-Dispatch, 10/3/16]

- **Southern Environmental Law Center: FERC Approval Would Allow Dominion To Shift Risk To “Utility Customers Who Will Pay Billions In Project Costs And The Lavish Profit Back To Shareholders In Their Power Bills.”** In a November 2018 op-ed, SELC senior attorney Greg Buppert wrote, “Dominion Energy CEO Tom Farrell is trying to hide the ball when it comes to the Atlantic Coast Pipeline. He’s leaving out the most important part of the story—that the Federal Energy Regulatory Commission allows Dominion shareholders to recover their investment in full and collect a guaranteed 15 percent return on the pipeline, while shouldering none of the risk. That risk falls on the backs of Dominion’s utility customers who will pay billions in project costs and the lavish profit back to shareholders in their power bills.” [SELC, 11/19/18]

- **Analysis: Pipeline Would Cost Dominion Customers “$1.61 Billion To $2.36 Billion.”** “Virginia regulators are considering the estimate from a natural gas industry analyst that the Atlantic Coast Pipeline will increase costs for Dominion Energy ratepayers by more than $1 billion. The analysis suggests the proposed pipeline will cost Dominion
customers $1.61 billion to $2.36 billion. The energy company wanted the State Corporation Commission to throw out that report, which was filed in response to Dominion’s Integrated Resource Plan. Monday, March 12, the commission ordered Dominion to include the analysis in its final long-term plan which is due May 1.” [NBC29, 3/27/18]

2018: Dominion Noted Ongoing FERC Investigation Into Virginia Power In Quarterly Report. In its September 2018 quarterly SEC report, Dominion stated that “[Federal Energy Regulatory Commission] staff in the Office of Enforcement, Division of Investigations, is conducting a non-public investigation of Virginia Power’s offers of combustion turbines generators into the PJM day-ahead markets from April 2010 through September 2014. FERC staff notified Virginia Power of its preliminary findings relating to Virginia Power’s alleged violation of FERC’s rules in connection with these activities. Virginia Power has provided its response to FERC staff’s preliminary findings letter explaining why Virginia Power’s conduct was lawful and refuting any allegation of wrongdoing. Virginia Power is cooperating fully with the investigation; however, it cannot currently predict whether or to what extent it may incur a material liability.” [SEC Form 10-Q, Dominion Energy, Inc., 11/2/18, sec.gov]

June 2017: Department Of Energy Issued Emergency Order Allowing Dominion To Keep Two Coal-Burning Units At Yorktown Power Plant Open. “Two months after being shut down, Dominion Energy Virginia’s two coal-burning units at the Yorktown power plant have received new life, a life that Dominion and its electric grid manager assure is temporary. Thanks to an emergency order by the Department of Energy, the two coal-burning units will be available to supply the Peninsula with electricity during "critical situations" this summer. PJM Interconnections, which manages the electrical grid in 13 states, requested the plants be used to maintain reliability of power on the Peninsula, according to the DOE order. Secretary of Energy Rick Perry signed the order June 16, immediately allowing operation of the units. The order extends through the hottest months of the year and until Sept. 14. Approaching that date, PJM may request renewal of the order, and the Department of Energy will evaluate the request.” [Daily Press, 6/20/17]

• **December 2018: EPA Said Mercury Limits, Other Coal- And Oil-Fired Power Plant Emissions Should Not Be Considered “Appropriate And Necessary.”** “In another proposed reversal of an Obama-era standard, the Environmental Protection Agency Friday said limiting mercury and other toxic emissions from coal- and oil-fired power plants is not cost-effective and should not be considered ‘appropriate and necessary.’ The EPA says it is keeping the 2012 restrictions in place for now, in large part because utilities have already spent billions to comply with them. But environmental groups worry the move is a step toward repealing the limits and could make it harder to impose other regulations in the future. In a statement, the EPA said it is ‘providing regulatory certainty by transparently and accurately taking account of both costs and benefits.’ The National Mining Association welcomed the move, calling the mercury limits ‘punitive’ and ‘massively unbalanced.’” [NPR, 12/28/18]

**Time Warner**

**Barr Elected To Time Warner Board In 2009.** A July 2009 release from Time Warner announced that “its Board of Directors has elected William P. Barr to join the Board, effective today... Mr. Barr said: ‘I’m honored to join Time Warner’s Board of Directors. This is a great company, and I’m looking forward to working with management and my new colleagues on the Board to help the company build value for its stockholders.’” [ENP Newswire, 7/27/09]

• **Barr’ Role With Time Warner Ended When The Company Became An AT&T Entity.** “Barr’s role with Time Warner ended earlier this year, when the company became an entity of AT&T called WarnerMedia, a company spokesman said.” [Washington Post, 12/8/18]

• **Barr Reported Holding $1.2 Million In AT&T Stock After Time Warner Acquisition.** “Among [Barr’s] holdings are $1.2 million worth of shares in telecommunications and media company AT&T Inc. He served on the board of Time Warner, which was acquired by AT&T last year, from 2009 until 2018.” [Reuters, 1/10/19]
• Barr’s Senate Questionnaire Mentioned $270,000 In AT&T Stock Options. In his Senate questionnaire, Barr wrote, “I have vested unexercised AT&T stock options valued at approximately $270,000.” [Barr Questionnaire, U.S. Senate Judiciary Committee]

Justice Department Was Still Litigating Time Warner-AT&T Merger Appeal As Of December 2018. “The Justice Department urged a federal appeals court Thursday to reconsider AT&T’s $85 billion acquisition of Time Warner, arguing that the judge who approved the deal in June misunderstood fundamental economic principles and ignored how AT&T could unfairly extract higher fees from rivals by threatening to black out popular TV channels. The Department of Justice delivered oral arguments in its appeal of a lower court decision that handed the agency a major defeat in one of the most closely followed antitrust trials in decades. The blockbuster case — the first time since the Nixon era that the government has gone to court to challenge this type of deal — was seen as a landmark legal dispute because it signaled how regulators and courts might treat mergers between companies that don’t compete with each other.” [Washington Post, 12/6/18]

• NOTE: Barr Said He Would Recuse Himself From AT&T-Time Warner Merger Case. “William Barr, nominated by President Donald Trump to become U.S. attorney general, plans to recuse himself from a major antitrust case, according to people who spoke with him on Thursday... The Justice Department, which Barr would lead as attorney general, fought and lost a court battle to block the $85 billion deal and has appealed the decision. Barr told Democratic Senator Amy Klobuchar he would recuse himself from that effort if he were confirmed, Klobuchar said. ‘He told me he was going to recuse himself from the Time Warner-AT&T appeal because he was involved in that, the Time Warner side,’ Klobuchar told reporters after meeting with Barr... A Justice Department official, familiar with Barr’s confirmation preparation, confirmed that he plans to recuse himself from the matter.” [Reuters, 1/10/19]

Barr Voted For, Strongly Advocated For AT&T Merger. “Barr, who joined the Time Warner board in 2009, voted for the merger with AT&T and was a strong advocate for it. The merger was proposed in October 2016 as an $85 billion combination that would create a giant media and telecom enterprise. Trump promptly turned the proposal into an issue on the campaign trail, saying, ‘We will not approve’ the merger ‘in my administration because it’s too much concentration of power in the hands of too few.’” [Washington Post, 12/8/18]

Barr Joined Time Warner Officials At Justice Department Meeting In 2017, Regarding Concerns That Opposition To Merger Was Motivated By Trump’s Distaste For CNN. “Thirteen months before he was picked Friday by President Trump to be attorney general, William P. Barr was sharply at odds with the Justice Department he hopes to oversee. Barr served on the board of Time Warner, which was seeking to merge with AT&T. He joined other Time Warner officials at a meeting with the antitrust officials at the Justice Department who were seeking to block the merger. A key issue was whether the officials were motivated by Trump’s dislike of Time Warner-owned CNN.” [Washington Post, 12/8/18]

• Barr Said It Was “Disturbing” If Opposition To Merger Was “To Serve A Political End,” Questioned If Justice Department Had “Political Or Other Motivation.” “Thirteen months before he was picked Friday by President Trump to be attorney general, William P. Barr was sharply at odds with the Justice Department he hopes to oversee. Barr served on the board of Time Warner, which was seeking to merge with AT&T. He joined other Time Warner officials at a meeting with the antitrust officials at the Justice Department who were seeking to block the merger. A key issue was whether the officials were motivated by Trump’s dislike of Time Warner-owned CNN. Barr, in an affidavit filed as part of litigation over the merger, said he was dismayed by the ‘inexplicable’ opposition to the merger expressed by Justice antitrust head Makan Delrahim. Barr highlighted what he called Trump’s ‘prior public animus towards CNN and this merger.’ He then questioned whether the merger was being opposed ‘to serve a political end’ and whether Justice officials had a ‘political or other motivation.’ ‘As a former Attorney General,’ concluded Barr, who served in that position under President George H.W. Bush, ‘that is disturbing to me.’” [Washington Post, 12/8/18]

• Barr Declined To Comment For Washington Post Report; Justice Department Antitrust Head Makan Delrahim Called Him “A Friend And An Excellent Choice By The President.” “Barr declined to comment for this story. In a statement to The Washington Post, Delrahim did not address the dispute that the clashing affidavits revealed, but
he said he has known and admired Barr for many years, adding that Barr ‘is a friend and an excellent choice by the President to continue the strong law and order policies of this Administration.’” [Washington Post, 12/8/18]

- **Justice Department Officials Said Barr Appeared “Uncomfortable” During Meeting, Got Up From Chair After Time Warner General Counsel Said Opposing Merger Would Be “A Shitshow” Akin To Jimmy Hoffa Disappearance Or Comey Firing.** “If the Trump administration went ahead with the antitrust action, Time Warner general counsel Paul Cappuccio told Justice officials, the case would be ‘a sh*tshow like you’ve never seen,’ comparing it to the disappearance of Teamsters President Jimmy Hoffa and the firing of FBI Director James B. Comey, according to an affidavit from Delrahim... Barr appeared ‘uncomfortable,’ got up from his chair, and the meeting soon ended, according to Delrahim. Andrew C. Finch, the principal deputy assistant attorney general, attended the meeting and, in his affidavit, corroborated the account given by Delrahim.” [Washington Post, 12/8/18]

- **Barr Called Delrahim And Finch’s Accounts “Inaccurate” In Affidavit.** “In response, Barr signed a separate affidavit contradicting the recollection of the two Justice officials. He said he had no memory of Cappuccio referencing Hoffa or Comey. Barr said the accounts given by Delrahim and Finch were ‘inaccurate and incomplete.’ In addition to stating that Delrahim ‘would not engage in a meaningful discussion’ about potential remedies to avoid a trial regarding the merger, he said that ‘no reasonable person could have misinterpreted Mr. Cappuccio’s comments as a threat that the companies would personally attack Mr. Delrahim or anyone else in the event of litigation.’” [Washington Post, 12/8/18]

**Caterpillar**

**Caterpillar Hired Barr As Outside Counsel In March 2017.** In a March 2017 release, Caterpillar Inc. announced “it has retained former U.S. Attorney General William P. Barr as outside counsel. Jim Umpleby, who became Chief Executive Officer of Caterpillar on January 1, 2017, has tasked Mr. Barr, currently of counsel to the law firm of Kirkland & Ellis LLP, with reviewing matters relating to the search warrants executed at Caterpillar facilities on March 2, 2017, and assisting the company in appropriately addressing those matters.” [PR Newswire, 3/16/17]

**Federal Agents Had Previously Raided Caterpillar Over Investigation Into Offshore Tax Practices.** “Federal agents raided three Caterpillar buildings near its Illinois headquarters on Thursday, company and law enforcement officials said, in an escalation of an inquiry into the heavy equipment manufacturer’s offshore tax practices. Caterpillar has been dogged by accusations that it slashed its domestic tax bill by shifting corporate profits from the United States to a subsidiary in Switzerland. A 2014 congressional investigation concluded that a scheme to move cash between the company’s American and foreign subsidiaries cut its tax bill in the United States by $2.4 billion over 13 years. The United States attorney’s office for the Central District of Illinois, the Internal Revenue Service criminal investigation division, and two other agencies led the search of Caterpillar buildings near Peoria, Ill., where Caterpillar is based, said Sharon Paul, a spokeswoman for the United States attorney.” [New York Times, 3/2/17]

**Barr Argued Caterpillar Investigation Should Be A Civil Case, Justice Department Review Still Pending As Of January 2019.** “After leaving Verizon in 2008, Mr. Barr took a job at the law firm Kirkland & Ellis, eventually representing a range of big corporations such as Caterpillar Inc. In March 2017, federal agents executed search warrants at several Caterpillar facilities in Illinois as part of a wide-ranging investigation into the company’s tax and export filings. Company officials, spooked by the raids, brought in Mr. Barr. He challenged the Justice Department’s decision to frame the probe as a criminal matter, saying it should be a civil case instead and arguing that any potential discrepancies in Caterpillar’s export filings were unintentional, according to people familiar with the case. The company is awaiting a review by Justice Department officials, one of these people said.” [Wall Street Journal, 1/6/19]

**Verizon/GTE**
Barr Retired As General Counsel With Verizon In 2008 After “14-Year Career,” Played “Central Role” In Mergers.
“William P. Barr announced he is retiring as general counsel of Verizon Communications Inc., after a 14-year career in which he helped steer the telecom company through a period of industry deregulation and consolidation. Mr. Barr, 58 years old and a former U.S. Attorney General under President George H.W. Bush, was general counsel at GTE Corp., which merged with Bell Atlantic Corp. to create Verizon in 2000... Mr. Barr has played a central role in Verizon's acquisitions, including that of MCI Communications in 2006. ‘We’ve gone through a very tumultuous time and have ended up a winner in the sector,’ Mr. Barr said in an interview.” [Wall Street Journal, 9/30/08]

Barr Has Opposed Net Neutrality Rules “For More Than A Decade.” “Corporations that have spent millions to gut Obama-era net neutrality laws may soon get more influential help to thwart state measures aimed at protecting consumers from having to pay extra for internet ‘fast lanes.’ William P. Barr, nominated today to become the nation’s top law enforcement official in the Trump administration, is an former chief lawyer for Verizon Communications who has opposed net neutrality rules for more than a decade.” [Fast Company, 12/7/18]

2006: Barr Claimed Net Neutrality Would Constrain High-Speed Internet Construction. “A top Verizon Communications lobbyist warned Thursday that network neutrality regulations would discourage construction of high-speed Internet lines that telephone and cable giants are spending tens of billions of dollars to deploy. ‘These very regulations deter the building of new networks by severely constraining’ the ability of broadband providers to innovate, differentiate content ‘and earn an adequate return,’ said William Barr, executive vice president and general counsel at Verizon... Verizon, which merged with MCI earlier this year, and AT&T are the strongest proponents of a Senate deregulatory telecommunications bill.” [Technology Daily, 11/16/06]

- **Barr Pledged Verizon Would Not “Block, Degrade, Or Interfere” With Consumers’ Access To Web Content.** “Barr, who spoke during a telecom panel discussion at an event sponsored by the Federalist Society, pledged that Verizon would not impede any Web content. ‘We do not, and will not, block, degrade or interfere with the consumers’ access to those Web sites,’ he said. ‘If a problem arises, there are rules in place that are sufficient to deal with them.’” [Technology Daily, 11/16/06]

- **Barr Argued Net Neutrality Would Result In “Intense Regulatory Oversight,” Tariffed Prices.** “Furthermore, [Barr] warned that mandating net neutrality would result in ‘intense regulatory oversight’ and regulated, tariffed prices. He said no phone or cable company has the market power to dominate the Internet.” [Technology Daily, 11/16/06]

2018: California Firefighters Blamed Net Neutrality Repeal For Verizon Throttling Data Services To Santa Clara County Firefighters During Wildfires. “After the revelation this week that Verizon throttled data service to Santa Clara County firefighters who recently were battling the Mendocino fires, Verizon quickly said it was a mistake and a customer-service issue that had nothing to do with the hot-button issue of net neutrality. That’s not what firefighters think. This week, they threw their support behind SB 822, the net neutrality bill that’s making its way through the California legislature... ‘By implementing net neutrality, SB 822 will help prevent internet service providers from throttling, thereby preventing data speeds to be manipulated and, in turn, avoid crippling, or worse, deadly outcomes,’ CPF said... In an addendum to a Monday court filing seeking to overturn the FCC’s repeal of net neutrality rules, Santa Clara County Fire Department Chief Anthony Bowden said Verizon slowed internet speeds for firefighters who needed to access information that showed crucial information as they fought the fire.” [Mercury News, 8/24/18]

Santa Clara Counsel: “Verizon’s Throttling Has Everything To Do With Net Neutrality.” “[Heidi] Flato, Verizon’s spokesperson, insisted, ‘This situation has nothing to do with net neutrality or the current proceeding in court.’ But Santa Clara County Counsel James Williams — representing the county’s fire department — countered in a press release Wednesday, saying, ‘Verizon’s throttling has everything to do with net neutrality. It shows that the ISPs will act in their economic interests, even at the expense of public safety,’ Williams said. ‘That is exactly what the Trump Administration’s repeal of Net Neutrality allows and encourages.”’ [Mercury News, 8/24/18]

U.S. Justice Department Sued California Over State Net Neutrality Law, Case Currently On Hold Pending D.C. Circuit Case. “Supporters of the Obama-era net neutrality rules -- which were intended to prevent internet providers from...
blocking, slowing or selectively speeding up apps and services -- have taken the FCC to court to overturn its repeal decision. That case goes to oral arguments in early February... The D.C. Circuit’s decision is expected to set the tone for other court fights over net neutrality, in particular the Trump administration's legal efforts to block California from enforcing its own net neutrality legislation. The state law, which is regarded as the strongest in the nation because it prohibits some ISP activities the FCC’s original rules did not, was passed last year. But moments after it was signed by Democratic Gov. Jerry Brown, the Justice Department announced it would sue the state. A month later, the two sides agreed to a truce: The legislation still took effect on Jan. 1, but California is not enforcing the law; the Justice Department is suspending its litigation until the D.C. Circuit case is resolved.” [Washington Post, 1/2/19]

• **Case Resolution Could Take Months In Light Of Government Shutdown.** “That resolution, however, could take more time than anticipated: The partial government shutdown is expected to close the FCC's doors Thursday, forcing the agency to send home all but its most critical support personnel. Meanwhile, the federal court system has enough money to operate through Jan. 11. While oral arguments at the D.C. Circuit will continue through January, according to the court’s website, there is no word on whether the Feb. 1 oral argument on net neutrality will be postponed.” [Washington Post, 1/2/19]

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**Barr Was Criticized For Excessive Compensation at Verizon, Approved LargeBonuses For Executives On Other Corporate Boards**

**SUMMARY:** Corporate executive compensation has been an issue for Barr. At Verizon, shareholders raised concern with executive pay, where Barr was one of the highest-paid general counsels in United States. Additionally, Barr has served on a number of compensation committees. While at Dominion, Barr served on the Compensation, Governance, and Nominating Committee, where executive pay drew criticism and was accused of being the cause of high consumer rates. At Time Warner, Barr served on the Compensation and Human Development Committee; Time Warner had one of the nation’s largest CEO-employee pay disparities.

**BACKGROUND: BARR’S INVOLVEMENT WITH CORPORATE EXECUTIVE COMPENSATION**

**Verizon**

**Barr’s Final Year Compensation With Verizon Was Worth Nearly $16 Million.** According to Verizon’s 2009 proxy statement, Barr earned total compensation of $15,911,560 in 2008. The majority of that amount came from the terms of his employment agreement; a footnote specified that “The Company determined that under the terms and conditions of his employment agreement, upon his departure on December 31, 2008, Mr. Barr was entitled to receive a separation payment of $10,380,000, which will be payable to Mr. Barr on or about July 1, 2009.” [Schedule 14A, Verizon Communications Inc., 3/23/09, sec.gov]

**Barr Held Millions Of Dollars’ Worth Of Verizon Stock Upon His Departure, Either Directly Or Indirectly.** According to Barr’s final Form 4 SEC filings pertaining to Verizon, in December 2008 he acquired an additional 44 shares of common stock at $33.19 per share as deferred compensation, leaving his final reported holdings as 13,119 shares of common stock (indirectly held). A footnote further explained that “in addition,” as of the end of 2007 Barr held an additional 10,655 shares directly, along with several forms of indirect holdings: 3,527 shares in “Savings Plan,” 93,748 in 2006 performance stock units (“PSUs”), 71,714 in 2007 PSUs, 73,750 in 2008 PSUs, 62,499 in 2006 restricted stock units (“RSUs”), 47,813 in 2007 RSUs, and 49,170 in 2008 RSUs. [SEC Form 5, Verizon Communications Inc, 12/30/08, sec.gov]

**Shareholder Raised Concerns With Barr’s Pay, Noting Independent Research Firm Had Given Verizon A “D” Rating In Part Because Of “Very High Concern” For Executive Pay.** An item in the 2010 Verizon proxy card included a proposal from Kenneth Steiner of New York, who called for a shareholder right to call a special meeting. Steiner specifically pointed out that “The Corporate Library... an independent investment research firm rated our company ‘D’ with ‘High

**Barr Was One Of The Highest-Paid General Counsels In The Country.** A 2006 Inside Counsel survey ranked Barr as the 11th highest-paid general counsel in the country, based on 2004 SEC filings. Barr’s total cash compensation of $1,847,800 ranked behind only attorneys from Lehman Brothers, Time Warner, Viacom, AT&T, Altria, Disney, FedEx, WellPoint, News Corp., and MGM Mirage. [Inside Counsel, April 2006]

**Dominion**

**Barr Served On Dominion Compensation Committee Since 2013, Chair Since 2017.** Barr was first listed as a member of Dominion’s Compensation, Governance, and Nominating Committee in the company’s 2013 proxy filing, and first appeared as chair of the committee in its 2017 filing. [Dominion Proxy Filings, 3/19/13; 3/20/17]

**Dominion CEO Tom Farrell’s Is Among Highest-Paid CEO In America, Made 109 Times The Median Dominion Employee’s Salary In 2017.** According to a New York Times/Equilar ranking of the 200 highest-paid chief executives in publicly-held American businesses, Dominion’s CEO Thomas F. Farrell II received $14.2 million in compensation in 2016, up 18% from $12.1 in 2016 (when he ranked 63rd). This also exceeded Dominion’s revenue increase of 10% over the same period. Dominion’s median employee pay was listed as $142,758 for 2017, for a CEO pay ratio of 109:1. [New York Times, 5/25/18]

**Anti-Dominion Advocacy Group Clean Virginia Claimed Dominion’s “Executive Compensation Beyond Industry Averages” Contributed To Excess Consumer Rates.** “A new political action group taking aim at Virginia's biggest utility claims that customers of Dominion Energy pay excess rates of $254 a year because of poor state oversight. Calling it a ‘Dominion Tax,’ the group Clean Virginia released a study Monday that attempts to quantify what consumers pay for electricity beyond the cost of generation, production and delivery... Clean Virginia looked at other Dominion costs that it said were extraneous to the basic monopoly function of generating and delivering power. Those included advertising, executive compensation beyond industry averages, lobbying and travel expenses as laid out in corporate documents and state filings. The group also added up political donations and what it said were excessive costs of the Atlantic Coast natural gas pipeline project. Those totals led to Clean Virginia's estimate that the average Dominion customer is paying $254 in excess costs per year.” [Washington Post, 12/17/18]

**2018 Proxy Statement: Barr’s Compensation Committee Gave Hundreds Of Thousands Of Dollars In Incentive Payouts Despite Missed Safety Goals In Nuclear Segment.** Barr’s compensation committee report in Dominion 2018 proxy filing (covering 2017) states that the committee again “exercised negative discretion with respect to missed safety goals” for Paul Koonce, chief executive of Dominion’s Power Generation Group, and Diane Leapold, chief executive of Dominion’s Gas Infrastructure Group. Koonce’s nuclear segment “missed its goal of nine or fewer OSHA recordable incidents,” while Leapold’s Gas Infrastructure Group business unit “missed its target preventable motor vehicle rate.” Koonce still received 99% of his payout goal score, for a final AIP payout of $784,035; Leapold received 99.84% of her payout goal score, for $636,293:

**Final AIP Payout**
The CGN Committee calculated final 2017 AIP payouts as shown below:

<table>
<thead>
<tr>
<th>Name</th>
<th>Base Salary</th>
<th>Target Award Percentage*</th>
<th>Funding Level</th>
<th>Payout Goal Score</th>
<th>Final AIP Payout</th>
</tr>
</thead>
<tbody>
<tr>
<td>Thomas F. Farrell, II</td>
<td>$1,554,992</td>
<td>X 125%</td>
<td>X 125%</td>
<td>X 100%</td>
<td>$2,429,675</td>
</tr>
<tr>
<td>Mark F. McGettrick</td>
<td>879,828</td>
<td>X 100%</td>
<td>X 125%</td>
<td>X 100%</td>
<td>1,099,785</td>
</tr>
<tr>
<td>Paul D. Koonce</td>
<td>703,960</td>
<td>X 90%</td>
<td>X 125%</td>
<td>X 99%</td>
<td>784,035</td>
</tr>
</tbody>
</table>
2017 Proxy Statement: Barr’s Compensation Committee Paid Hundreds Of Thousands Of Dollars In Incentive Payouts Despite Missed Safety Goals. The first compensation committee report from Barr’s time as chair noted “3% base salary increases” for all Dominion named executive officers (NEOs), with “long-term incentive targets awards increased by 15%” for CEO Tom Farrell, CFO Mark McGettrick, Energy Infrastructure Group Chief Executive David Christian, and Dominion Generation Group Chief Executive Paul Koonce. The report later notes, however, that Dominion NEO David Heacock, president of Dominion Nuclear, “did not meet his safety goal,” as “The nuclear segment missed its goal of ten or fewer OSHA recordable incidents.” Heacock still received 94% of his incentive payout, which was equal to $349,184. Koonce still received 98.33% of his incentive payout, $604,838:

Final AIP [Annual Incentive Plan] Payout
The CGN Committee calculated final 2016 AIP payouts as shown below:

<table>
<thead>
<tr>
<th>Name</th>
<th>Base Salary</th>
<th>Target Award Percentage*</th>
<th>Funding Level</th>
<th>Payout Goal Score</th>
<th>Final AIP Payout</th>
</tr>
</thead>
<tbody>
<tr>
<td>Thomas F. Farrell II</td>
<td>$1,509,701</td>
<td>X</td>
<td>125% X</td>
<td>100% X</td>
<td>$1,887,126</td>
</tr>
<tr>
<td>Mark F. McGettrick</td>
<td>854,202</td>
<td>X</td>
<td>100% X</td>
<td>100% X</td>
<td>854,202</td>
</tr>
<tr>
<td>David A. Christian</td>
<td>683,456</td>
<td>X</td>
<td>90% X</td>
<td>100% X</td>
<td>615,111</td>
</tr>
<tr>
<td>Paul D. Koonce</td>
<td>683,456</td>
<td>X</td>
<td>90% X</td>
<td>100% X</td>
<td>604,838</td>
</tr>
<tr>
<td>David A. Heacock</td>
<td>530,674</td>
<td>X</td>
<td>70% X</td>
<td>100% X</td>
<td>349,184</td>
</tr>
</tbody>
</table>

During Barr’s Previous Time On Compensation Committee, Executives Received Few Penalties For Repeatedly Missing Safety Goals In Nuclear Segment:

- Dominion’s 2016 proxy filing reported that in 2015 its nuclear fleet has “six OSHA recordable incidents,” with one nuclear station reporting “four recordable injuries, missing its target of three or fewer injuries.” Heacock’s payout goal score was reduced by only 0.5%, for a total 2015 AIP payout of $71,770 on top of his $515,217 base salary. [Dominion Proxy Filing, 3/22/16]

- Dominion’s 2015 proxy filing reported that “Messrs. Christian, Koonce and Heacock did not fully achieve their safety goals” in 2014, as the nuclear segment “missed its goal of fewer than 13 recordable incidents.” Heacock’s payout score was reduced by 5%, for a total 2014 AIP payout of $332,650 on top of his $500,211 base salary. Christian’s was reduced by 0.75% for a $575,452 payout; Koonce’s was reduced by 0.62% for a $576,206 payout. [Dominion Proxy Filing, 3/23/15]

Time Warner


2017: Time Warner CEO Jeff Bewkes Was 8th Highest-Compensated CEO In America. According to a New York Times/Equirail ranking of the 200 highest-paid chief executives in publicly-held American businesses, Time Warner CEO Jeff Bewkes received $49 million in compensation in 2017, the 8th-highest of those listed. That figure marked a 50% increase over his 2016 compensation of $32.6 million, despite Time Warner’s revenue dropping 4% over the same period.” [New York Times, 5/25/18]
Time Warner Also Had One Of The Nation’s Largest CEO-Employee Pay Disparities, With Bewkes Earning 651 Times Time Warner’s Median Pay In 2017. “[A]t Time Warner, where the median compensation is a relatively handsome $75,217, an employee earning that much would still need to work for 651 years to earn the $49 million that Jeffrey Bewkes, the chief executive, earned in just 12 months… This year, publicly traded corporations in the United States had to begin revealing their pay ratios — comparisons between the pay of their chief executive and the median compensation of other employees at the company. The results were predictably striking. ‘It’s grotesque how unequal this has become,’ said Louis Hyman, a business historian at Cornell University. ‘For C.E.O.s, it’s like they are winning the lottery year after year. For a lot of Americans, they don’t have any savings. When they lose their job, they lose everything.’ Live Nation and Time Warner did not reply to requests for comment.” The Times’ ranking listed Bewkes’ CEO pay ratio as the 22nd biggest in their listing. [New York Times, 5/25/18; full list]

Companies Tied To Barr Have Faced Major Regulatory Violations, Criminal Investigations

**SUMMARY:** Several of the companies tied to Barr have faced major regulatory violations and criminal investigations. Dominion has spent millions on civil and environmental penalties. Och-Ziff executives have been accused on international bribery and fraud. And Holcim US, a company known for being involved in massive pollution, has paid hundreds of thousands of dollars for environmental fines.

**BACKGROUND: REGULATORY VIOLATIONS OF AND CRIMINAL INVESTIGATIONS INTO BARR-TIED COMPANIES**

**Dominion**

2013: Dominion Paid $3.4 Million Civil Penalty, Agreed To Spend $9.8 Million On Environmental Mitigation Projects To Resolve Clean Air Act Violations. In April 2013, the Department of Justice and EPA announced that Dominion Energy had “agreed to pay a $3.4 million civil penalty and spend approximately $9.8 million on environmental mitigation projects to resolve Clean Air Act (CAA) violations. The settlement will result in reductions of nitrogen oxides, sulfur dioxide and particulate matter by more than 70,000 tons per year, across three of the utility’s coal-fired power plants, located in Kincaid, Ill., State Line, Ind., and Somerset, Mass… Under the settlement, Dominion must install or upgrade pollution control technology on two plants, and permanently retire a third plant. Dominion will be required to operate the new and existing pollution controls continuously, and will be required to comply with stringent emission rates and annual tonnage limitations.” [Dept of Justice, 4/1/13]

2016: Virginia Department Of Environmental Quality Proposed Fining Dominion $260,000 For Oil Spills In Potomac River, Waterfowl Sanctuary. “The Virginia Department of Environmental Quality has proposed fining Dominion Virginia Power about $260,000 for two oil spills that fouled public waters in January, including a 13,500-gallon spill that flushed from a Crystal City substation into a waterfowl sanctuary and the Potomac River. The environmental agency recommended on Monday that the utility pay a fine of $259,535 and reimburse the state $5,883 for its investigative costs related to both the Crystal City spill and a 9,000-gallon spill in Staunton in Augusta County… The Crystal City incident began Jan. 24 when mineral oil spilled from a transformer at Dominion’s substation in Arlington. About a week later, oil was seen in the nearby Roaches Run Waterfowl Sanctuary and the Potomac River near Reagan National Airport. An oil sheen on the Potomac was spotted as far south as Dyke Marsh, south of the Woodrow Wilson Bridge.” [Washington Post, 10/31/16]

- **Fine Could Have Reached $1.3 Million.** “The proposed fine could have reached $1.3 million. [DEQ spokesman Bill] Hayden said the recommended amount was determined based on investigation and analysis of the impact of the spill... The utility’s investigation into the incident, submitted to the state in August, said most of the spill was
contained in an underground vault or troughs, but those vessels were not completely sealed. The oil leaked through a storm drain system into Roaches Run and from there into the Potomac River. Some 11,120 gallons of oil were recovered, Dominion said, and the utility spent $4.2 million for response, remediation and restoration in Arlington. Twenty-one birds, mostly Canada geese, died after the oil coated their feathers, and more were treated by a wildlife rescue team. Recreational fishermen were urged not to consume fish they caught in the vicinity during the two-week period when the spill was under investigation by a U.S. Coast Guard-led team.” [Washington Post, 10/31/16]

• District Of Columbia Fined Dominion An Additional $75,000. “Dominion Virginia Power has agreed to pay a $75,000 fine for spilling more than 13,000 gallons of mineral oil into the Potomac River last winter... D.C.’s Department of Energy and Environment announced today that the power company has been ordered to pay a civil penalty of $25,000 and an additional $50,000 to the agency to fund a stream survey and registry.” [DCist, 12/28/16]

2015: Nuclear Regulatory Commission Fined Dominion For Security Violation At Kewaunee Nuclear Power Plant. “Responding to a $17,500 civil penalty that the Nuclear Regulatory Commission has proposed against Dominion Energy Kewaunee Inc. for a security violation at its Kewaunee Nuclear Power Plant, the company this week admitted that it had made some changes to the station security plan as it took steps to decommission the facility... The company admits that it misunderstood how to implement the security plan change requirements that apply to permanently shutdown reactors, Zuercher said.” [Green Bay Press Gazette, 4/10/15]

September 2018: Appeals Court Reversed Ruling That Dominion Violated Clean Water Act With Arsenic Discharge From Coal Ash Storage. “Dominion Energy’s discharge of arsenic from a coal ash storage site through groundwater into surrounding waters does not violate the U.S. Clean Water Act, a federal appeals court ruled Wednesday. A three-judge panel of the 4th U.S. Circuit Court of Appeals reversed a ruling by a lower court judge who found that Virginia’s largest electric utility had violated the federal law.” [Daily Progress, 9/12/18]

• Appeals Court Agreed Arsenic Had Leached From Landfill, But Disagreed It Came From Identifiable Source. “U.S. District Judge John Gibney Jr. ruled in 2017 in a lawsuit filed by the Sierra Club that arsenic is illegally flowing from a landfill and ponds where Dominion stores coal ash, the heavy metal-laden byproduct of burning coal to produce electricity, from a retired power plant in Chesapeake. But the appeals court found that Gibney was wrong when he found that the pollution came from a ‘point source’ — an identifiable source covered by the act — such as a pipe, conduit, well or channel... ‘We conclude that while arsenic from the coal ash stored on Dominion’s site was found to have reached navigable waters — having been leached from the coal ash by rainwater and groundwater and ultimately carried by groundwater into navigable waters ... that simple causal link does not fulfill the Clean Water Act’s requirement that the discharge be from a point source,’ Judge Paul Niemeyer wrote for the panel in the 3-0 ruling.” [Daily Progress, 9/12/18]

• Appeals Court Rejected New Hearing On Case. “A federal appeals court has rejected a request from the Sierra Club to hold a new hearing to reconsider a ruling that Dominion Energy’s discharge of arsenic from a coal ash storage site does not violate the U.S. Clean Water Act. The Sierra Club’s lawsuit alleged that arsenic is illegally flowing from a landfill and ponds where Dominion stores coal ash from a retired power plant in Chesapeake. It alleged that arsenic flowed from the site through groundwater into surrounding waters. A judge found in 2017 that Dominion had violated the law, but that ruling was reversed last month by a three-judge panel of the 4th U.S. Circuit Court of Appeals. The Sierra Club asked for a rehearing before the full court. On Wednesday, the appeals court rejected that request.” [AP, 10/10/18]

2017: Dominion Shareholders Rejected Proposals To Issue Assessment Of Impact Of Climate Change-Related Policies On Its Operations, Report On Methane Emissions. “Dominion’s shareholders approved a company name change today but rejected proposals related to lobbying disclosures, nominating a board member with environmental expertise, preparing a report on methane emissions and publishing a risk assessment of the company’s investment in fossil-fuel power generation, among other actions at the yearly shareholder meeting. Effective Wednesday, the company’s official name changed from Dominion Resources to Dominion Energy.” [Richmond Times-Dispatch, 5/10/17]
Och-Ziff Capital Management Group

Och-Ziff Founded By Daniel Och In 1994, Was One Of The First Hedge Funds To Go Public. “[Daniel Och] founded Och-Ziff in 1994 with financial support from the Ziff family, founders of Ziff Davis Media, whom he got to know at Goldman Sachs… Och-Ziff was among the first hedge funds to go public, in November, 2007, the beginning of what some saw as a wave of such IPOs. Its shares soon reached an all-time high of $30.65. Mr. Och became a billionaire.” [Wall Street Journal, 1/23/18]

Barr Joined Och-Ziff Board In August 2016, Served As Member Of Audit Committee And Compensation Committee. According to SEC filings, Barr was appointed to the Och-Ziff Board of Directors effective August 9, 2016, and was also appointed to serve as a member of the Board’s Audit Committee and Compensation Committee. [Form 8-K, Och-Ziff Capital Management Group LLC, 8/2/16, sec.gov]

• Barr Resigned From Och-Ziff Effective January 31, 2018. In January 2018, Barr resigned from the Board of Directors over a “disagreement over CEO succession, as well as business and governance plans for the Company,” according to SEC filings. [Form 8-K, Och-Ziff Capital Management Group LLC, 1/29/18, sec.gov]

Former Och-Ziff Executive Michael Cohen Was Charged With Defrauding UK Charity Shortly Before Barr’s Resignation. “A former hedge fund executive faces federal charges for defrauding a UK-based charity over investments in Africa, according to a grand jury indictment made public Wednesday. Michael Cohen, formerly the head of European operations for Och Ziff Capital Management, was indicted on fraud and conspiracy, among other charges, in the scheme, according to the document, filed in October and unsealed Wednesday by the U.S. District Court in Brooklyn. Och Ziff is a publicly traded fund company with $33 billion of assets under management in various funds. Africa was once seen as a ripe area of opportunity for the firm, which set up two ventures in 2008 to invest in African mining and oil and mineral interests. That year, the unidentified UK charitable foundation agreed to invest $200 million in one of those investment funds.” [CNBC, 1/3/18]

• Indictment Claimed Cohen Had Concealed Conflict Of Interest He Had With African Mining Venture, Some Shares Had Been Sold “By An Unnamed Co-Conspirator Who Owed Cohen $18 Million Connected To The Purchase Of A Luxury Yacht.” “Among other charges, Cohen concealed a conflict of interest he had connected with an investment in a mining company, according to the indictment. Some of the shares in that mining company had been sold to the Och Ziff African investing venture by an unnamed co-conspirator who owed Cohen $18 million connected to the purchase of a luxury yacht. This person was going to use proceeds from the sale those shares to partially pay back that personal loan. Cohen and the unnamed co-conspirator faked and backdated a letter to conceal the scheme, prosecutors said, and Cohen later lied about it to law enforcement.” [CNBC, 1/3/18]

SEC Had Previously Accused Cohen And Another Former Och-Ziff Executive Of “Long-Running Bribery Scheme” In Africa. “The Securities and Exchange Commission on Thursday accused two former executives of Och-Ziff Capital Management OZM -11.61% LLC of spearheading a long-running bribery scheme that funneled tens of millions of dollars to high-level officials in Africa. In a civil lawsuit filed Thursday in federal court in Brooklyn, the regulator accused Michael L. Cohen, who headed the hedge-fund’s European office, and Vanja Baros, an executive for Africa-related deals, of fashioning and profiting from bribes that secured mining assets and other deals... The SEC’s claims against Messrs. Cohen and Baros involve at least six instances of alleged bribery from 2007 to 2012 to win business in Libya, Chad, Niger, Guinea and the Democratic Republic of the Congo. The commission said cash was paid using investors’ funds, not the hedge-fund firm’s own capital. In one case, the SEC accused Mr. Cohen of hiring an agent who paid more than $3 million in bribes to Libyan government officials who could direct $300 million into Och-Ziff hedge funds. The regulator claimed that Mr. Cohen ‘spearheaded and participated in all of the corrupt transactions.’” [Wall Street Journal, 1/26/17]

Och Agreed To “Personally Pay” $2.2 Million Civil Sanction To SEC For Record-Keeping Violation, Firm Paid $412 Million Fine To Settle Foreign Corrupt Practices Act Charges. “Mr. Och wasn’t alleged to have been aware of the actions, but he agreed to personally pay a civil sanction of $2.2 million to the SEC for a record-keeping violation. The firm
paid a fine of $412 million to settle to settle criminal and civil charges it violated provisions of the Foreign Corrupt Practices Act. Mr. Och personally pledged what amounted to a $349 million interest-free loan to the company to cover most of the cost of the settlement. Clients responded by pulling record amounts of money from the firm. Today, Och-Ziff, still one of the world’s largest hedge funds, manages about $33 billion, down from almost $50 billion in 2005, and its shares traded at $2.69 Tuesday.” [Wall Street Journal, 1/23/18]

Holcim US

Barr Served As Director Of Holcim US From 2008 – 2013. According to his Dominion biography, Barr was a director of Holcim US and Aggregate Industries Management from 2008 – 2013. [dominionenergy.com]

Holcim US Was “Wholly-Owned Subsidiary” Of Switzerland-Based Holcim Ltd. According to an archived version of the Holcim website, “Headquartered in Waltham, Massachusetts, Holcim (US), Inc. is one of the largest manufacturers and suppliers of cement and mineral components in the United States with 15 manufacturing facilities and more than 76 distribution terminals. Holcim (US) Inc. is a wholly-owned subsidiary of Holcim Ltd., of Switzerland, one of the biggest cement companies in the world.” [Holcim.us; archive.org, 1/13/15]

2013: Holcim Agreed To $700,000 EPA Fine Over Clean Air Act Violations At Maryland Cement Plant. “The current and former owners of the Holcim cement plant east of Hagerstown have agreed to pay $700,000 in civil penalties to resolve violations of the federal Clean Air Act that included sulfur-dioxide emissions, according to the U.S. Environmental Protection Agency. Holcim also has agreed to spend at least $150,000 on a mitigation project to reduce emissions of nitrogen oxide, carbon monoxide and other pollutants through the replacement of an outdated loader with a newer model that complies with EPA standards, an EPA news release said. The EPA announced it had reached the settlement with Holcim (US) Inc. and the plant’s previous owner, St. Lawrence Cement Co. A proposed consent decree was filed Thursday in U.S. District Court in Baltimore. It is subject to a 30-day public comment period and final court approval, the EPA said.” [Herald-Mail, 7/12/13]

2012: Holcim Agreed To Pay $36,500 Penalty For Clean Water Act Violations In Colorado. In an April 2012 release, the EPA announced it had “entered into a Combined Complaint and Consent Agreement (CCCA) with Holcim (US), Inc. (Holcim) in response to alleged violations of the Clean Water Act at its limestone and silica quarry and Portland cement plant located in Florence, Fremont County, Colorado. EPA alleges that Holcim had unauthorized ground water discharges at the facility, failed to comply with sampling requirements, failed to comply with inspection requirements, and failed to develop an adequate stormwater management plan for its operations, in violation of its permit and the Clean Water Act. As a result, Holcim has agreed to pay a penalty of $36,500.” [EPA Release, 4/11/12]

2011: Holcim Agreed To Pay $50,000 Penalty For Unpermitted Discharges Into The Weber River In Utah. In a February 2011 release, the EPA announced it has entered into a consent agreement with Holcim US in which “Holcim will pay a $50,000 penalty for unpermitted discharges to the Weber River at the Devil's Slide Quarry in Morgan, Utah… The agreement resolves an EPA complaint alleging that runoff from the quarry entered the river without a required Clean Water Act permit from the Utah Department of Environmental Quality (UDEQ). The complaint was a follow-up to an earlier order issued by EPA. In May 2008, EPA inspected Devil's Slide Quarry and found evidence of a discharge to the Weber River from an impoundment built to store storm water and/or process water runoff from rain or snowmelt. At the time of the inspection, Holcim had not sought or obtained a permit from UDEQ to discharge storm water from the facility. EPA has authorized UDEQ to implement the storm water permitting program under the Clean Water Act.” [EPA Release, 2/10/11]

Holcim Plant Was One Of The Largest Polluters In North Texas As Of 2011. “Ash Grove’s facility in Midlothian, an Ellis County city about 30 miles southeast of Fort Worth, was the largest emitter of nitrogen oxide, or NOx, in North Texas as of 2011, according to data at the Texas Commission on Environmental Quality. NOx is a precursor to ozone, or smog, and 10 counties in the region are out of compliance with EPA limits on ozone. Two other cement facilities in Ellis County,
owned by Dallas-based Texas Industries and Swiss-owned Holcim US, were the No. 2 and No. 4 emitters of NOx in North Texas. Devon Energy’s Bridgeport natural gas processing plant was No. 3.” [Fort Worth Star-Telegram, 6/20/13]

2009: Holcim Opened Largest Cement Plant In U.S. In Missouri. “The largest cement plant in the United States is now operating along the Mississippi River near Festus. The facility, which ranks among the world’s largest such structures, is owned and operated by Switzerland-based Holcim Inc. The massive project required several years and several thousand construction workers to build... The plant, which includes a harbor on the Mississippi and several enormous silos, is expected to produce four million metric tons of cement each year.” [St. Louis Post-Dispatch, 8/25/09]

• St. Genevieve County Filed Suit Claiming Holcim Owed $230,000, Was In Default Of Tax Abatement Agreement. “As Holcim (US) Inc. hosts dignitaries Friday at what it terms an inaugural celebration of its nearly year-old cement plant, it faces charges by Ste. Genevieve County officials that the plant is in default on its agreement with the county. Holcim opened the nation’s largest cement plant near Bloomsdale, Mo., in August 2009. The more than $1 billion plant, in planning for nearly a decade, resulted in more than 2,500 construction jobs and employs 250 people with an annual payroll of about $20 million. St. Genevieve County says that Holcim is in default of the agreement it signed with the county when Holcim received a tax abatement. The County Commission says that Holcim owes what's known as ‘additional rent’ of more than $230,000 as of mid-April, plus interest. The county sued Holcim in November, saying the company owed the county taxes on project costs over $1 billion, and that Holcim hasn't been allowed to view company records related to the project’s tax assessment, among other claims. It asked the court for a binding interpretation of certain provisions of the 2006 lease and performance agreement.” [St. Louis Business Journal, 6/4/10]

• Agreement Raised Holcim’s Tax Authorities Additional $2 Million, With Increasing Payments In Future Years. “Ste. Genevieve County and Holcim (US) have reached a tentative agreement that will resolve pending litigation between the two parties. The agreement will give the county taxing authorities more money than was originally stipulated in the original Chapter 100 contract. The agreement was announced Wednesday at the county's 911 dispatch center. The agreement also includes a provision that raises the estimate cost of the cement plant from $1 billion to over $1.5 billion. The agreement raises the 2010 payment from Holcim to the taxing entities and foundations from $3 million to $5 million. The county's attorney told the Ste. Genevieve Herald that the payments are expected to increase over the next 11 years.” [Daily Journal, 6/26/10]

• Holcim Plant’s “Anticipated Emissions” Preemptively Figured Into Missouri Air Conservation Commission Decision Deeming Counties In Violation Of EPA Clean Air Rules. “Perry and Ste. Genevieve counties are one step closer to acquiring a dirty air status following a decision Tuesday by the Missouri Air Conservation Commission. The commission approved a recommendation from the Missouri Department of Natural Resources to classify the counties in ‘nonattainment’ of new federal standards for ozone, also known as urban smog... Department data suggest that Ste. Genevieve’s ozone problem is homegrown and indicates two lime kilns and a cement plant as the primary sources of nitrogen oxides. The cement plant, owned by Holcim (US) Inc., has yet to go online, but its anticipated emissions were factored into the decision. ‘There’s a lot of talk about ozone, which really is a national issue,’ said Chauncy Buchheit, director of the Southeast Missouri Regional Planning and Economic Development Commission. ‘We’ve got three major sources here and they are all using best available technology to reduce their emissions. There’s just not more they can do.’” [St. Louis Post-Dispatch, 2/4/09]

2009: Holcim Accused New Jersey Department Of Environmental Protection Of “Scientifically Flawed” Pollution Study. “Under fire from residents for polluting their South Camden neighborhood, Holcim US criticized the New Jersey Department of Environmental Protection on Thursday for unfairly fueling the debate with ‘scientifically flawed’ information. Results of a study released this month by the DEP state that approximately 10 percent of the dust collected from neighborhood porch railings and window sills can be traced to Holcim -- formerly known as the St. Lawrence Cement Co. Holcim said the study was supposed to analyze the source of all dust particles found in the neighborhood, including that generated by tens of thousands of vehicles, said Keith Depew, vice president of manufacturing. DEP wasted ‘precious public funds and resources’ to produce faulty data that led to ‘speculative and inaccurate conclusions,’ Depew said in a printed statement.” [Courier Post, 8/21/09]
SUMMARY: Reports call Barr as a successful lobbyist, but they use terms such as ‘aggressive’ and ‘bully.’

BACKGROUND: BARR’S AGGRESSIVE, ONE-SIDED APPROACH

2000: Barr Blamed Government Regulations For Lack Of Telephone Service Competition. “Consumers don't have a choice for telephone service because there has been too much government regulation, the vice president of a large telecommunications company told 200 people gathered here Monday. 'The greatest danger to competition is the regulators,' William Barr, vice president of Verizon Communications said at the annual Progress and Freedom Foundation Technology Summit. At least 200 corporate executives, government leaders and lobbyists converged here Monday to debate government regulation of telecommunications and the Internet.” [Denver Post, 8/22/00]

- Barr: “It’s Time For The FCC To Get Out OF The Way.” “Barr, former vice president of GTE, said regulators imposed too many rules on local telephone companies as conditions for them to move into the long-distance market. 'Markets, not the all-knowing regulators, create competition,' he said. 'I think it's time for the FCC to get out of the way and let the strong, vibrant players that are in the market get to it.’” [Denver Post, 8/22/00]

Barr “Lashed Out At The FCC’s Public Interest Test Imposed On Merging Telecommunications Companies” In Telecommunications Act Of 1996. “Finding out how the Telecommunications Act of 1996 is working is about the same as asking around to see how the big game went last night - it depends on who you talk to. The act and the Federal Communications Commission (FCC) took their licks today at the Aspen Summit, but some praise was dished out as well, though the positives were lukewarm compared to some of the remarks from the act’s detractors. William P. Barr, executive vice president and general counsel of Verizon Communications, lashed out at the FCC’s public interest test imposed on merging telecommunications companies. ‘What they really do in the practical world is use it to extort concessions from anyone who's unlucky enough to have a merger over which they have jurisdiction,’ said Barr, ‘because they will say, ‘You can't get the votes unless you do this and this and this.’’” [Newsbytes, 8/21/00]

Barr Was “Widely Credited” With Leading Telecommunications Industry Charge Against Telecommunications Act Of 1996. “Mr. Barr spent much of his post-government career as top lawyer for GTE, the telecommunications company that became today’s Verizon Communications Inc. He was widely credited with leading the industry’s charge against the federal government’s implementation of the Telecommunications Act of 1996.” [Wall Street Journal, 1/6/19]

Barr Successfully Lobbyed Congress To Give GTE Right To Offer Long-Distance Service In Telecommunications Act, While Regional Bell Companies Remained Barred From The Market. “One of GTE’s greatest strengths, however, is its legal and lobbying clout, thanks in no small part to the savvy of its chief counsel, former U.S. Attorney General William Barr. Barr helped persuade Congress, in the 1996 Telecommunications Act, to give GTE the right to offer long-distance service, while regional Bell companies remain barred from that market until they prove to federal regulators that their local markets are fully open to competition.” [San Francisco Chronicle, 10/24/97]

- GTE Was Signing Up As Many As 6,0000 New Long-Distance Customers A Day After Telecommunications Act Became Law. “In 1994, Mr. Barr accepted an offer to join GTE, the largest provider of local phone service, with 17 million customers and more than $20 billion in revenues. Despite its size, GTE has not developed a strong image in an industry dominated by AT&T, MCI Communications, and ambitious Bell companies like Bell Atlantic. GTE is based in Stamford, Conn. But for a lawyer seeking to take on the regulators, GTE does have one crucial advantage: Unlike the Baby Bells, it was allowed to expand into long distance as soon as the telecommunications act became law last February. GTE has already attracted nearly 850,000 long-distance customers -- and is signing them up at a rate of 6,000 a day. The Bells, by contrast, have to satisfy a checklist of requirements before they can get into the market --
chief among them, that there is genuine competition in their local market. It is up to the F.C.C. to decide when a Bell company has met the checklist.” [New York Times, 1/20/97]

• **GTE Was Also Among First Phone Companies to Ask For Rate Increases In Wake Of Telecommunications Act.** “GTE also is among the first phone companies in the nation to ask for rate increases in the aftermath of federal legislation, which lawmakers promised consumers would lead to more competition and lower rates. GTE first asked to raise rates for Virginia customers in June 1995, but amended its request this year amid public outcry. Its current plan is to raise rates from a range of $ 6.69 to $ 13.83 to a new range of $ 12.98 to $ 16.83. The extra money is needed, GTE says, to help it ‘rebalance’ its revenue sources in the face of competition.” [Washington Post, 10/23/96]

Barr Filed Successful Lawsuits Blocking FCC Decrees “Aimed At Making GTE And Other Phone Companies More Open To Competition.” “Barr has also filed successful lawsuits blocking decrees by the Federal Communications Commission aimed at making GTE and other local phone companies more open to competition. These victories have competitors fuming. AT&T and MCI, for example, complain that GTE resisted letting them into its local markets, contrary to the intent of the 1996 act. In California, GTE began switching customers over to AT&T only this month, and at a rate of only 10 per day, said Lois Hedgpeth, president of AT&T’s Pacific region. She said GTE is about a year behind Pacific Bell in opening its markets. ‘GTE is world class at obstructing local competition,’ she charged. ‘Getting them to open up their markets is as hard as getting a 2-year-old to sit still for a day.”’ [San Francisco Chronicle, 10/24/97]

Barr Crafted “Aggressive Legal Strategy” To Help GTE “Capitalize More Than Any Other Company” On 1996 Telecommunications Act. “While GTE was the nation’s largest local phone company until Southwestern Bell-PacTel and Bell Atlantic-Nynex mergers far eclipsed it this year, it has traditionally been No. 2 in the 29 states where it operates. Serving mainly rural and suburban markets, and with a satisfaction rating that lagged behind most competitors’, it labored under a generally minor-league reputation. But an aggressive legal strategy, crafted by former U.S. Attorney General William Barr, has helped GTE capitalize more than any other company on the 1996 law that opened local phone markets. GTE won favorable pricing rules in a series of court cases. As a No. 2 competitor, it also faces fewer regulatory restrictions. So, while most big local phone companies can’t yet sell long-distance service to their customers, GTE has picked up 1.5 million subscribers from around the country.” [Dallas Morning News, 10/16/97]

New York Times: Barr Led “Landmark Legal Assault” On Telecommunications Act’s Implementation. “When William P. Barr is prepping for a big legal case, he brooks no interruptions. And this week, Mr. Barr was holed up in a hotel room here preparing for one of the biggest cases of his career: the GTE Corporation’s challenge of the Federal Government's rules on opening up the $100 billion local telephone business. So when he received a call from GTE's chairman, Charles R. Lee, Mr. Barr told him, ‘You have 60 seconds.’ Normally, a company’s general counsel would not treat his chairman like a junior associate at a law firm. But Mr. Barr is not a normal general counsel; he is a former United States Attorney General under President George Bush. He is also leading a landmark legal assault on how the Government plans to carry out the Telecommunications Act of 1996.” [New York Times, 1/20/97]

• **Barr: “My Basic Philosophy Is That You Don't Get Anywhere By Kowtowing To Regulators.”** “The United States Court of Appeals for the Eighth Circuit is not expected to rule on the case until spring. But Mr. Barr’s campaign may have already had an effect: The F.C.C. has softened its stance toward the local phone companies in subsequent proceedings. And Mr. Barr has become a standard bearer for those who believe the Government is shackling GTE and the Bells in its zeal to unshackle the rest of the industry. ‘I’m not a bomb thrower by any means,’ Mr. Barr said in an interview after he completed his oral argument, ‘but my basic philosophy is that you don't get anywhere by kowtowing to regulators.’” [New York Times, 1/20/97]

• **FCC Official Called Barr’s Tactics Incendiary, “He Has Turned This Into A Sort Of Holy War.”** “Officials at the F.C.C., however, said Congress directed them to open up the local telephone market. They said Mr. Barr’s tactics were downright incendiary. ‘He has turned this into a sort of holy war,’ one top official said, speaking on condition of anonymity. ‘The problem with holy wars is that they take you where you don't want to go.’ If GTE prevails in its case, the F.C.C. fears, the competition promised by the telecommunications act will be strangled by countless other legal challenges. Officials say that allowing the states to dominate the process, as Mr. Barr proposes, would result in a
crazy-quilt of regulations that could deter potential new competitors like AT&T or Time Warner.” [New York Times, 1/20/97]

2008: Congress Provided “Retroactive Legal Immunity” To Telecomm Companies On Warrantless Wiretapping After Lobbying By Industry, Bush White House. “Telecom companies including Verizon have been sued for their alleged role in the Bush administration's warrant-less surveillance program. After lobbying by the industry and the White House, legislation providing retroactive legal immunity to telecom companies passed Congress this year.” [Wall Street Journal, 9/30/08]

- Barr Helped Lead “Lobbying Blitz” On Immunity Legislation. “The Senate Intelligence Committee approved a measure Thursday that includes liability protection for tele-phone companies that can show a court that they aided the government under a legal directive from the attorney general. The measure has strong bipartisan support… Smith's views, almost universal among Republicans, taken with the liability granted by the Senate Democrats on the intelligence panel, show how successful the telecom industry has been in making its case on Capitol Hill. Leading the lobbying blitz are some of the most well-connected Democrats and Republicans in the business. They include Verizon general counsel William Barr, who served as attorney general under former President Bush, and AT&T's senior vice president James Cicconi, who was the senior Bush's deputy chief of staff. The legion of lobbyists includes Charlie Black, a senior adviser to President Ronald Reagan and the senior Bush; Dan Coats, a former Republican senator who works at Atlanta-based King & Spaulding; and Jamie Gorelick, a deputy attorney general during President Clinton's administration and a member of the Sept. 11 commission.” [Cox News Service, 10/19/07]

2005: Justice Department Approved Verizon-MCI Merger “Without Any Significant Conditions.” “The nation's two biggest local phone companies received approval Thursday from antitrust regulators to buy the two largest long-distance carriers in multibillion-dollar mergers that would change the landscape of the telecommunications industry. The Justice Department cleared the mergers of SBC Communications Inc. with AT&T and of Verizon Communications Inc. with MCI Inc. without any significant conditions, such as the asset sales that critics said were needed to ensure adequate competition.” [Associated Press, 10/28/05]

- FCC Approved Merger, But Required Verizon Freeze Wholesale Prices On Business Lines Leased To Competitors, Guarantee Internet Access Be Sold As Stand-Alone Service. “Government regulators on Monday approved SBC Communications' takeover of AT&T and Verizon Communications' purchase of MCI, removing the final federal hurdle for the multibillion-dollar deals. It allows the nation's two biggest local phone companies to combine with the two largest long-distance carriers. By 4-0 votes, the Federal Communications Commission said yes to the mergers but added several conditions. Among them, it required that SBC and Verizon freeze the wholesale prices they charge competitors to lease high-capacity business lines and to guarantee that they will sell their Internet access as a stand-alone service so customers aren't forced to buy local phone service as well.” [CBS News, 12/17/05]

- Consumers Union Called Merger An “Earth-Shattering Reversal Of Competition Policy.” “Gene Kimmelman, senior policy director at Consumers Union, said the decision will eliminate regional competition, leading to fewer choices for consumers and increasing or inflated prices for local, long-distance, high-speed Internet and wireless service. ‘This is an earth-shattering reversal of competition policy from the agency that 21 years ago broke up the Bell monopoly and today is coddling the dominant Bell companies who seek to re-monopolize each of their regions,’ said Kimmelman. ‘Rubber-stamping these mergers is an embarrassing milestone in this nation because it puts an end to any real hope of head-to-head telephone competition.”’ [CBS News, 12/17/05]

- In May 2005, Barr Thanked Justice Department For Working “Expeditably” On Authorizing Trust For Closing On MCI Shares Purchase Agreement. In a May 2005 press release, Verizon announced “that the Department of Justice has authorized the company to set up a trust to facilitate closing on the company's agreement to purchase approximately 43.4 million shares of MCI, Inc. common stock from eight entities affiliated with Carlos Slim Helu… Once the purchase closes, Verizon will transfer the shares to a trust. The trustee, former U.S. Attorney General Dick Thornburgh, will hold the shares on behalf of Verizon and will vote the shares in support of the proposed merger of Verizon and MCI at a future MCI shareholder meeting. ‘We appreciate the efforts of the Justice Department’s staff
who worked constructively and expeditiously with us to put in place this arrangement for the shares,’ said William Barr, executive vice president and general counsel of Verizon.” [PR Newswire, 5/13/05]

Steven Pearlstein in 2004: “Bully-Boy Barr” Likely Trying To Scuttle Sprint-Nextel Merger. In a December 2004 piece, Washington Post business columnist Steven Pearlstein wrote that a Sprint-Nextel merger “would be the only independent wireless provider with the scale, scope, technology and management heft to give the cable and telephone monopolists a run for their money. No doubt Verizon’s pugnacious general counsel, Bill Barr, has been busy dreaming up ways to try to scuttle the deal – including Verizon making its own bid for Sprint, or making a head-fake in that direction. If FCC Chairman Michael Powell were the consumer champion he fancies himself to be, he’d send back word to bully-boy Barr that any funny business could jeopardize Verizon’s proposed purchase of badly needed spectrum from NextWave, now pending before the commission.” [Washington Post, 12/15/04]

Barr Argued FCC Would Open Itself Up To Criminal Prosecution By Granting Nextel Spectrum To Help Avoid Interference With Public Safety Radios; FCC Chairman Described “Some Of The Most Ruthless Lobbying I Have Ever Encountered.” “Nextel Communications Inc. won a hard-fought battle as federal regulators unanimously approved a plan to award the wireless carrier valuable radio-wave spectrum to help eliminate interference between its phones and public-safety radios of police, firefighters and others… Verizon Wireless, Nextel’s arch rival, labelled the decision ‘bizarre’ and called on Congress to take action… Verizon’s lobbying kicked into high gear as it became apparent that an FCC decision was near. Last week, William P. Barr, the general counsel for Verizon Communications Inc., Verizon Wireless’s majority owner, told the FCC’s commissioners that they could face individual criminal liability if they proceeded with the plan… The FCC’s [Michael] Powell said the proceeding was marked by ‘some of the most ruthless lobbying I have ever encountered,’ and he called on the wireless industry to stop ‘nickel and diming’ the issue. ‘You cannot put a dollar value on life of the men and women who wear the shield,’ he said.” [Total Telecom, 7/9/04]

- **Steven Pearlstein Called Verizon’s Efforts “Political Thuggery.”** “It’s fair to say that yesterday's 5 to 0 vote from the often fractious commission approving the Nextel deal was nothing less than a rebuke for Verizon. And it was delivered by none other than Chairman Michael Powell, normally a Verizon ally, who took the unusual step of departing from his prepared text to characterize Verizon's lobbying as the most ruthless he has encountered in nearly seven years on the commission... Under the deal, Nextel will get its new spectrum, but not without paying at least $3 billion, more than it had previously offered and anticipated. And to put to rest the legal objections raised so ham-handedly in Barr’s letter, nothing will happen until the comptroller general gives the deal his blessing. But none of that was good enough for Verizon, which will accept nothing less than total victory. Its lobbyists were already plotting with congressional allies to try to overturn the commission decision, even as Barr prepares the inevitable legal challenge that will be pursued to the Supreme Court, if necessary. A Verizon spokesman even went so far yesterday as to liken the FCC’s decision to the arms-for-cash swap at the heart of the Iran-contra scandal. As one old FCC hand told me this week, there is a steep price to pay at some point for practicing such political thuggery. Yesterday's 5 to 0 vote suggests that Verizon’s day of reckoning may not be far off.” [Steven Pearlstein, Washington Post, 7/9/04]

- **Charlottesville Deputy Fire Chief Said Verizon Would Be To Blame For Any Deaths Or Injuries If Barr’s Letter Delayed Action: “Verizon... Has Repeatedly Shown Total Disregard For Public-Safety Responders.”** “Charles Werner, deputy fire chief in Charlottesville, Va., said he was not surprised that Verizon would pursue a tactic such as the Barr letter. If a civilian or public-safety officer is injured or killed as a result of any delay caused by the letter, ‘let the blame be clearly and directly pointed to Verizon,’ he said. ‘Verizon, through their repeated actions with at least 10 changes in position on this serious problem, has repeatedly shown total disregard for public-safety responders and - ultimately - the citizens that are served,’ Werner said.” [Mobile Radio Technology, 7/1/04]

- **FCC Commissioner Criticized Barr’s Letter As “Take No Prisoners Mentality.”** “FCC Comr. Michael Copps sharply criticized a letter from Verizon Gen. Counsel William Barr suggesting that commissioners would violate criminal laws if they voted to give Nextel 10 MHz of spectrum at 1.9 GHz as part of the 800 MHz rebanding proposal. Copps told reporters at a press breakfast Wed. he was distressed that ‘the city as a whole just gets closer and closer to this take
no prisoners mentality, ‘gotcha’ mentality.’ Copps added: ‘It really saddens me when we get into policy areas where there are disagreements and it descends to that kind of level.’” [Telecom A.M., 7/1/04]

- **Pearlstein: Barr “The Official Most Responsible For Verizon's Washington Strategy.”** “The official most responsible for Verizon's Washington strategy is general counsel William P. Barr, the former U.S. attorney general who brings the litigator's take-no-prisoners approach to government relations. Maybe it's time for Chairman Ivan Seidenberg to rein in his litigious bullyboy. Rather than playing the role of the old regulated monopoly, scheming endlessly to eliminate rivals and tilt the rules in its favor, maybe Verizon could concentrate on trying to compete the way companies in most other industries do -- by offering better products and services at more competitive prices.” [Steven Pearlstein, Washington Post, 6/2/04]

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Barr Criticized Robert Mueller For Hiring Lawyers Who Had Donated To Democrats. “Robert Mueller was greeted with near-universal praise when he was appointed to lead the investigation into possible coordination between the Trump campaign and Russia during the 2016 election, but as he builds his special counsel team, his every hire is under scrutiny. At least seven of the 15 lawyers Mueller has brought on to the special counsel team have donated to Democratic political candidates, five of them to Hillary Clinton - a fact that President Donald Trump and his allies have highlighted...‘In my view, prosecutors who make political contributions are identifying fairly strongly with a political party,’ said William P. Barr, who served as attorney general under President George H.W. Bush. ‘I would have liked to see him have more balance on this group.’” [Washington Post, 7/11/17]

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Barr: “Frankly, I Don’t Think Prosecutors Should Be Independent.” “As attorney general, Barr was a critic of the independent counsel law, which has since expired. ‘Frankly, I don’t think prosecutors should be independent,’ he said in 1992. ‘That’s the basic difficulty of the statute.’” [MSNBC.com, 4/23/07]

Barr: “There’s No Accountability” In Independent Counsel Statute – “I Think That Any Person Concerned About Civil Liberties Should Be Concerned About That Kind Of A Structure.” In a 1992 interview with the LA Times, when asked about the independent counsel statute, Barr said, “think the problem with the statute now is that there’s no accountability. An individual is set up as a power unto themselves . . . I think there have to be some constraints. Part of the constraints that exist in the Department of Justice are a set of policies, an institutional ethos about the proper role of a prosecutor, and the fact that we have here experienced prosecutors who see many cases and well understand the proper functioning of a prosecutor. What the statute does is set someone outside that milieu, not necessarily controlled by policies, not controlled or influenced by the ethos of the department, and with no accountability. No supervisor or anyone to make sure there’s no abuse of power going on. And unlimited resources. I think that any person concerned about civil liberties should be concerned about that kind of a structure.” [LA Times, 6/21/92]

1992: Barr Rejected Calls To Appoint Independent Counsel To Investigate Bank-Fraud Case Involving Loans To Iraq. “Attorney General William P. Barr today rejected Congressional demands for an independent prosecutor to investigate whether the Government had committed a crime in a bank fraud case involving loans to Iraq. He asserted that the Justice Department had acted properly in every aspect of the politically contentious case. Mr. Barr’s refusal to seek a judicially appointed prosecutor in the case involving the Atlanta branch of the Banca Nazionale del Lavoro followed the recommendation of Frederick B. Lacey, his own counsel. Judge Lacey had submitted a two-volume report that found ‘no reasonable grounds to believe further investigation is warranted with respect to the matters involved here.’ Saying the Justice Department had nothing to hide, Mr. Barr said he fully agreed with Judge Lacey ‘and will not apply to the court for appointment of an independent counsel.’” [New York Times, 12/10/92]

Barr Has Supported, Defended Controversial Trump Actions

**SUMMARY:** Barr has been loyal to the White House, sticking his neck out even when Trump’s actions have faced controversy. Barr supported investigating Hillary Clinton for the Uranium Deal (over investigating collusion between Trump and Russia). And he supported Trump’s calls to fire James Comey and Sally Yates.

**BACKGROUND: BARR’S SUPPORT AND DEFENSE OF THE WHITE HOUSE**

Barr Expressed Openness To Bring Investigations Against Clintons, “Said He Sees More Basis For Investigating The Uranium Deal Than Any Supposed Collusion Between Mr. Trump And Russia.” “President Trump did not need to send a
memo or telephone his attorney general to make his desires known. He broadcast them for all the world to see on Twitter. The instruction was clear: The Justice Department should investigate his defeated opponent from last year’s campaign... Of 10 former attorneys general contacted Tuesday, only one responded to a question about what they would do in Mr. Sessions's situation. ‘There is nothing inherently wrong about a president calling for an investigation,’ said William P. Barr, who ran the Justice Department under President George H.W. Bush. ‘Although an investigation shouldn't be launched just because a president wants it, the ultimate question is whether the matter warrants investigation.’ Mr. Barr said he sees more basis for investigating the uranium deal [approved while Hillary Clinton was secretary of state] than any supposed collusion between Mr. Trump and Russia. ‘To the extent it is not pursuing these matters, the department is abdicating its responsibility,’ he said.” [New York Times, 11/15/17]

- **Barr: “I Do Think That There Are Things That Should Be Investigated That Haven’t Been Investigated.”** “But former attorney general William P. Barr, who served under former Republican president George H.W. Bush, said it would not be automatically inappropriate for a president to ask for possible wrongdoing to be investigated. ‘The president is the chief executive and, if he believes there’s an area that requires an investigation, there’s nothing on its face wrong with that, there's nothing per se wrong about that,’ Barr said. ‘I don't think all this stuff about throwing [Clinton] in jail or jumping to the conclusion that she should be prosecuted is appropriate,’ Barr added, ‘but I do think that there are things that should be investigated that haven’t been investigated.’” [Washington Post, 11/5/17]

**Barr Wrote Column Arguing Trump Made “Right Call” On Firing James Comey.** In May 2017, Barr wrote a piece for the Washington Post headlined “Trump Made The Right Call On Comey.” Barr argued “Comey is an extraordinarily gifted man who has contributed much during his many years of public service. Unfortunately, beginning in July, when he announced the outcome of the FBI investigation into Hillary Clinton’s use of a private email server while secretary of state, he crossed a line that is fundamental to the allocation of authority in the Justice Department... By unilaterally announcing his conclusions regarding how the matter should be resolved, Comey arrogated the attorney general’s authority to himself... Comey’s removal simply has no relevance to the integrity of the Russian investigation as it moves ahead.” [Washington Post, 5/12/17]

- **Barr: Loretta Lynch, “After Her Tarmac Meeting With Bill Clinton,” “Left A Vacuum By Neither Recusing Herself Nor Exercising Supervision Over The Case.”** “It is true, as I pointed out in a Post op-ed in October, that Attorney General Loretta E. Lynch, after her tarmac meeting with Bill Clinton, had left a vacuum by neither formally recusing herself nor exercising supervision over the case. But the remedy for that was for Comey to present his factual findings to the deputy attorney general, not to exercise the prosecutorial power himself on a matter of such grave importance. Until Comey’s recent testimony, I had assumed that Lynch had authorized Comey to act unilaterally. It is now clear that the department’s leadership was sandbagged. I know of no former senior Justice Department official - Democrat or Republican - who does not view Comey’s conduct in July to have been a grave usurpation of authority.” [Washington Post, 5/12/17]

- **October 2016: Barr Said Comey “Did The Right Thing” When Announcing Additional Clinton Email Warrants.** In an October 2016 column, Barr wrote, “The continuing refrain from Hillary Clinton supporters and other observers that FBI Director James B. Comey’s action was ‘contrary’ to Justice Department policy is flatly wrong. Given the particular circumstances facing Comey, it is absurd. While I do not agree with everything done and said over the summer in connection with the email investigation, I think that, last week, Comey had no choice but to issue the statement he did. Indeed, it would have violated policy had he not done so... The claim that Comey’s actions violated a Justice Department policy is just wrong. There is no policy — and never has been — that the department avoid any action that could affect an election... Indeed, if anything would have ‘violated’ Justice Department policy, it would have been to remain mute and fail to correct the record.” [Washington Post, 10/31/16]

**Barr: “Trump Was Right To Fire Sally Yates.”** In a February 2017 piece for the Washington Post, Barr wrote, “While an official is always free to resign if she does not agree with, or has doubts about, the legality of a presidential order, Yates had no authority and no conceivable justification for directing the department’s lawyers not to advocate the president’s position in court. Her action was unprecedented and must go down as a serious abuse of office... Yates’s attempt to justify her action is incoherent and untenable... The absurdity of Yates’s position is self-evident. If it is permissible for
her, based on her own opinion, to direct the president’s subordinates not to carry out or defend a presidential directive, then it would be permissible for her own subordinates to do the same to her." [Washington Post, 2/1/17]

- **Barr: Yates Was Attempting To Advance “Baseless” Narrative That Trump’s Vetting Order Was “Really A Discriminatory Muslim Ban.”** “By her vague reference to the president’s possible hidden motivations, Yates was attempting to advance the narrative that the vetting order, though cast as a national security measure, is really a discriminatory Muslim ban. The very terms of the order expose this claim as baseless... a vetting process means that exclusion will not be based on attributes such as religion, but on the attributes detected through vetting — namely, the violent, hostile ideology that Islamist militants possess. Nor does the indefinite suspension of refugees from Syria suggest anti-Muslim animus. That measure makes perfect sense given the president’s plan to establish ‘safe zones’ that will protect innocent civilians inside Syria.” [Washington Post, 2/1/17]
BARR’S CAREER

CRITICISM OF MUELLER INVESTIGATION

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Barr: “Frankly, I Don’t Think Prosecutors Should Be Independent.” “As attorney general, Barr was a critic of the independent counsel law, which has since expired. ‘Frankly, I don’t think prosecutors should be independent,’ he said in 1992. ‘That’s the basic difficulty of the statute.’” [MSNBC.com, 4/23/07]

Barr: “There’s No Accountability” In Independent Counsel Statute – “I Think That Any Person Concerned About Civil Liberties Should Be Concerned About That Kind Of A Structure.” In a 1992 interview with the LA Times, when asked about the independent counsel statute, Barr said, “think the problem with the statute now is that there’s no accountability. An individual is set up as a power unto themselves . . . I think there have to be some constraints. Part of the constraints that exist in the Department of Justice are a set of policies, an institutional ethos about the proper role of a prosecutor, and the fact that we have here experienced prosecutors who see many cases and well understand the proper functioning of a prosecutor. What the statute does is set someone outside that milieu, not necessarily controlled by policies, not controlled or influenced by the ethos of the department, and with no accountability. No supervisor or anyone to make sure there’s no abuse of power going on. And unlimited resources. I think that any person concerned about civil liberties should be concerned about that kind of a structure.” [LA Times, 6/21/92]

1992: Barr Rejected Calls To Appoint Independent Counsel To Investigate Bank-Fraud Case Involving Loans To Iraq. “Attorney General William P. Barr today rejected Congressional demands for an independent prosecutor to investigate whether the Government had committed a crime in a bank fraud case involving loans to Iraq. He asserted that the Justice Department had acted properly in every aspect of the politically contentious case. Mr. Barr's refusal to seek a judicially appointed prosecutor in the case involving the Atlanta branch of the Banca Nazionale del Lavoro followed the recommendation of Frederick B. Lacey, his own counsel. Judge Lacey had submitted a two-volume report that found ‘no reasonable grounds to believe further investigation is warranted with respect to the matters involved here.’ Saying the Justice Department had nothing to hide, Mr. Barr said he fully agreed with Judge Lacey ‘and will not apply to the court for appointment of an independent counsel.’” [New York Times, 12/10/92]

PREVIOUSLY: MUELLER RAN JUSTICE DEPARTMENT CRIMINAL DIVISION DURING BARR’S TERM AS GENERAL; BARR PRAISED MUELLER’S FBI LEADERSHIP AFTER 9/11.

Mueller Reported To Barr During Barr’s Time As Attorney General. “Barr served as Mueller’s boss when he was attorney general in the early 1990s and Mueller led the criminal division at the Justice Department. The former attorney general hasn't shied away from weighing in on Mueller's investigation. He expressed confidence in Mueller early on and suggested the investigation wouldn’t devolve into a ‘witch hunt,’ but he also has shared some disappointment when asked by The Washington Post last year about the donations that some of Mueller's team members made to Democrats.” [CNN, 12/6/18]

Barr Praised Robert Mueller During Testimony Before 9/11 Commission. In his December 2003 testimony before the 9/11 Commission, Barr said, “Clearly there were problems at the FBI, at the CIA and many of the agencies that contributed in one way or another to our failure to detect the imminent attack from al Qaeda... And I think that Attorney General Ashcroft and Director Mueller have made major strides in addressing them. They clearly have reoriented the FBI and made it very clear that the mission is preemption or prevention of terrorist attacks, not the ultimate prosecution of a case. And on the intelligence side they have proceeded -- Director Mueller has proceeded to create collection capabilities at the FBI to create the capacity to diffuse and disseminate intelligence with all other sources of information and creating an analytical capability within the FBI, but also fusing and coordinating and contributing to other analytical infusion centers in the intelligence community... we see developed within the FBI now an approach that allows the extraction of information from the criminal justice side that has intelligence value and its dissemination and ultimately its fusion with all other sources of intelligence.” [Federal News Service, 12/9/03]
BARR HAS REPEATEDLY EXPRESSED SUPPORT FOR CONTROVERSIAL TRUMP ACTIONS

Barr Expressed Openness To Bring Investigations Against Clintons, “Said He Sees More Basis For Investigating The Uranium Deal Than Any Supposed Collusion Between Mr. Trump And Russia.” “President Trump did not need to send a memo or telephone his attorney general to make his desires known. He broadcast them for all the world to see on Twitter. The instruction was clear: The Justice Department should investigate his defeated opponent from last year’s campaign... Of 10 former attorneys general contacted Tuesday, only one responded to a question about what they would do in Mr. Sessions’s situation. ‘There is nothing inherently wrong about a president calling for an investigation,’ said William P. Barr, who ran the Justice Department under President George Bush. ‘Although an investigation shouldn't be launched just because a president wants it, the ultimate question is whether the matter warrants investigation.’ Mr. Barr said he sees more basis for investigating the uranium deal [approved while Hillary Clinton was secretary of state] than any supposed collusion between Mr. Trump and Russia. ‘To the extent it is not pursuing these matters, the department is abdicating its responsibility,’ he said.” [New York Times, 11/15/17]

- Barr: “I Do Think That There Are Things That Should Be Investigated That Haven’t Been Investigated.” “But former attorney general William P. Barr, who served under former Republican president George H.W. Bush, said it would not be automatically inappropriate for a president to ask for possible wrongdoing to be investigated. ‘The president is the chief executive and, if he believes there’s an area that requires an investigation, there’s nothing on its face wrong with that, there’s nothing per se wrong about that,’ Barr said. ‘I don’t think all this stuff about throwing [Clinton] in jail or jumping to the conclusion that she should be prosecuted is appropriate,’ Barr added, ‘but I do think that there are things that should be investigated that haven’t been investigated.’” [Washington Post, 11/5/17]

Barr Wrote Column Arguing Trump Made “Right Call” On Firing James Comey. In May 2017, Barr wrote a piece for the Washington Post headlined “Trump Made The Right Call On Comey.” Barr argued “Comey is an extraordinarily gifted man who has contributed much during his many years of public service. Unfortunately, beginning in July, when he announced the outcome of the FBI investigation into Hillary Clinton’s use of a private email server while secretary of state, he crossed a line that is fundamental to the allocation of authority in the Justice Department... By unilaterally announcing his conclusions regarding how the matter should be resolved, Comey arrogated the attorney general’s authority to himself... Comey’s removal simply has no relevance to the integrity of the Russian investigation as it moves ahead.” [Washington Post, 5/12/17]

- Barr: Loretta Lynch, “After Her Tarmac Meeting With Bill Clinton,” “Left A Vacuum By Neither Recusing Herself Nor Exercising Supervision Over The Case.” “It is true, as I pointed out in a Post op-ed in October, that Attorney General Loretta E. Lynch, after her tarmac meeting with Bill Clinton, had left a vacuum by neither formally recusing herself nor exercising supervision over the case. But the remedy for that was for Comey to present his factual findings to the deputy attorney general, not to exercise the prosecutorial power himself on a matter of such grave importance. Until Comey’s recent testimony, I had assumed that Lynch had authorized Comey to act unilaterally. It is now clear that the department’s leadership was sandbagged. I know of no former senior Justice Department official - Democrat or Republican - who does not view Comey’s conduct in July to have been a grave usurpation of authority.” [Washington Post, 5/12/17]

- October 2016: Barr Said Comey “Did The Right Thing” When Announcing Additional Clinton Email Warrants. In an October 2016 column, Barr wrote, “The continuing refrain from Hillary Clinton supporters and other observers that FBI Director James B. Comey’s action was ‘contrary’ to Justice Department policy is flatly wrong. Given the particular circumstances facing Comey, it is absurd. While I do not agree with everything done and said over the summer in connection with the email investigation, I think that, last week, Comey had no choice but to issue the statement he did. Indeed, it would have violated policy had he not done so... The claim that Comey’s actions violated a Justice Department policy is just wrong. There is no policy — and never has been — that the department avoid any action that could affect an election... Indeed, if anything would have ‘violated’ Justice Department policy, it would have been to remain mute and fail to correct the record.” [Washington Post, 10/31/16]
Barr: “Trump Was Right To Fire Sally Yates.” In a February 2017 piece for the Washington Post, Barr wrote, “While an official is always free to resign if she does not agree with, or has doubts about, the legality of a presidential order, Yates had no authority and no conceivable justification for directing the department’s lawyers not to advocate the president’s position in court. Her action was unprecedented and must go down as a serious abuse of office... Yates’s attempt to justify her action is incoherent and untenable... The absurdity of Yates’s position is self-evident. If it is permissible for her, based on her own opinion, to direct the president’s subordinates not to carry out or defend a presidential directive, then it would be permissible for her own subordinates to do the same to her.” [Washington Post, 2/1/17]

• Barr: Yates Was Attempting To Advance “Baseless” Narrative That Trump’s Vetting Order Was “Really A Discriminatory Muslim Ban.” “By her vague reference to the president’s possible hidden motivations, Yates was attempting to advance the narrative that the vetting order, though cast as a national security measure, is really a discriminatory Muslim ban. The very terms of the order expose this claim as baseless... a vetting process means that exclusion will not be based on attributes such as religion, but on the attributes detected through vetting — namely, the violent, hostile ideology that Islamist militants possess. Nor does the indefinite suspension of refugees from Syria suggest anti-Muslim animus. That measure makes perfect sense given the president’s plan to establish ‘safe zones’ that will protect innocent civilians inside Syria.” [Washington Post, 2/1/17]

Barr Supported Rod Rosenstein’s Confirmation As Deputy Attorney General. “More than a dozen legal luminaries of both parties have written the U.S. Senate Judiciary Committee in support of Maryland U.S. Attorney Rod J. Rosenstein’s confirmation to be deputy U.S. attorney general, citing his integrity, intellect and inattention to political consequences. These supporters include former U.S. Attorneys General Michael Mukasey, Alberto Gonzales and William Barr; former U.S. Solicitors General Theodore Olson and Gregory Garre; Maryland Attorney General Brian E. Frosh and his immediate predecessor, Douglas F. Gansler; former Baltimore City State’s Attorney Gregg L. Bernstein; and Maryland Comptroller Peter V.R. Franchot.” [Daily Record, 3/2/17]

White House Counsel Pat Cipollone Served As Barr’s “Counsel For Communications And Special Projects” In The 1990s. “President Trump is eying Washington litigator Pat Cipollone to replace outgoing White House counsel Donald McGahn, according to two people familiar with the president’s thinking... Cipollone is not a household name, but he is well respected among Washington lawyers for his nuanced work on complex federal investigations and corporate defense. He worked at the Justice Department in the 1990s under then-Attorney General William P. Barr as Barr’s counsel for communications and special projects. ‘He is a lawyer’s lawyer, with great breadth of experience, the utmost integrity and superb judgment,’ Barr said in a statement.” [Washington Post, 9/2/18]

• Cipollone Became White House Counsel In December 2018. “Pat Cipollone will start his new job as White House counsel on Monday, following a nearly two-month delay since his appointment, with dwindling time to prepare for a coming onslaught of House Democratic oversight demands... A commercial lawyer and conservative Catholic activist, Cipollone will oversee four deputies, with responsibility for investigations, judicial nominations, national security, and ethics, respectively.” [Politico, 12/4/18]

Barr’s Daughter Mary Daly Serves As “Trump Administration’s Point Person On The Opioid Crisis,” Would Report Directly To Barr At Justice Department. “President Trump loves a good family business, and it looks like there’s a chance that drug policy at the Justice Department could become a family affair. The Trump administration’s point person on the opioid crisis, Mary Daly, is quite familiar with William Barr, who The Washington Post’s Devlin Barrett, Matt Zapotosky and Josh Dawsey reported Thursday is Trump’s leading candidate to be the next attorney general. Barr is Daly’s dad. Daly and her father seem to share a tough-on-crime philosophy on drug offenses, in line with the ‘War on Drugs’ policies of the 80s and early 90s that sent a disproportionate number of minorities to jail. Barr, who served as President George H.W. Bush’s attorney general, oversaw those policies during his time in office. Daly is a former federal prosecutor and now works in the deputy attorney general’s office, which means she wouldn’t directly report to Barr if he becomes attorney general.” [Washington Post, 12/6/18]
Barr’s Daughter Patricia Barr Straughn Apparently Works As Counsel For U.S. House Agriculture Committee On Agriculture, Husband Works As Federal Lobbyist. A July 2011 New York Times wedding announcement noted that Barr’s daughter Patricia Anne Barr was marrying Pelham Agee Straughn, when both worked for the U.S. House Committee on Agriculture. Patricia Straughn is still listed on an Agriculture Committee staff list as of December 2018; Pelham Straughn is currently a registered lobbyist for several agriculture-focused clients at the 9B Group. [Barr Questionnaire, U.S. Senate Judiciary Committee; House Committee on Agriculture Staff List; Center for Responsive Politics, Accessed January 2019]

Heritage Foundation Cited Barr’s Praise For Brett Kavanaugh During Confirmation Fight. In a July 2018 column, Heritage Foundation founder Ed Feulner wrote, “Kavanaugh’s record shows that the dire warnings being sounded about him are vastly overstated. As Former Attorney General William Barr stated in 2006 when the nominee was being considered for the U.S. Court of Appeals for the D.C. Circuit, Kavanaugh ‘has a keen intellect, exceptional analytical skills, and sound judgment.’” [Argus Observer, 7/24/18]

BARR CRITICIZED TRUMP’S LACK OF SENATE CONFEREES

Barr Called Lack Of Senate-Confirmed Appointees In Trump Administration “Reprehensible.” “Nearly a year into President Trump’s administration, the Justice Department lacks Senate-confirmed appointees in leadership posts running the national security, criminal, civil rights and other key divisions. And the problem shows no sign of abating anytime soon... Some nominations have languished for months - even as Trump’s party controls Congress. Justice Department veterans from both political parties say that void prevents the department from fully implementing its policy goals. ‘To me, what’s happening is reprehensible, not only in the Department [of Justice] but throughout government,’ said William Barr, who was the attorney general under President George H.W. Bush. ‘This is unprecedented. Anyone who has worked in an administration knows how damaging it is.’” [Washington Post, 1/8/18]

PRAISE OF JEFF SESSIONS

Barr Co-Authored “Salute” To Jeff Sessions. In a Washington Post piece co-authored with former attorneys general Edwin Meese II and Michael Mukaskey, Barr wrote, “Jeff Sessions, who resigned at President Trump’s request on Wednesday, has been an outstanding attorney general. Each of us has known Sessions over many years. All of us thought his record — as a U.S. attorney for 12 years, as a state attorney general, as a respected U.S. senator for 20 years — made him a nominee of unexcelled experience. As important, his deep commitment to the Justice Department and its mission made him a nominee of unexcelled temperament. By any measure, he has fulfilled the promise of those qualifications.” [“We Are Former Attorneys General. We Salute Jeff Sessions,” Washington Post, 11/7/18]

- Barr: Obama Administration Policies And “Ferguson Effect” “Undermined Police Morale.” In his Washington Post column on Sessions, Barr wrote, “Sessions took office after the previous administration’s policies had undermined police morale, with the spreading “Ferguson effect” causing officers to shy away from proactive policing out of fear of prosecution. Steep declines in the rate of violent crime from 1992 to 2014 were reversed in the last administration’s final two years, with violent crime generally up 7 percent, assault 10 percent, rape nearly 11 percent and murder 21 percent. Opioid abuse skyrocketed. Many people were concerned that the hard-won progress of earlier years would be lost.” [“We Are Former Attorneys General. We Salute Jeff Sessions,” Washington Post, 11/7/18]

- Barr Praised Sessions For Attacking “Rampant Illegality” In Immigration System. In his Washington Post column, Barr wrote that Sessions “attacked the rampant illegality that riddled our immigration system, breaking the record for prosecution of illegal-entry cases and increasing by 38 percent the prosecution of deported immigrants who reentered the country illegally.” [“We Are Former Attorneys General. We Salute Jeff Sessions,” Washington Post, 11/7/18]
• Barr Praised Sessions For “Refocusing” Justice Department’s Efforts “To Protect The Liberties Of Americans.” In his Washington Post column, Barr wrote, “just as impressive has been the refocusing of the department’s efforts under Sessions’s leadership to protect the liberties of Americans. In statements of interest in four cases, the Justice Department served notice that it would act to fulfill Sessions’s commitment to promote and defend “Americans’ first freedom” — the freedom of speech — at public universities, by opposing efforts to impose unconstitutional limitations on speech and speakers who allegedly offended the sensibilities of some on campus. In October 2017, he issued a memorandum to all executive departments containing guidance for protecting religious expression, and oversaw the department’s participation in cases protecting the right of a religious institution to advertise on public transportation facilities, the rights of vendors not to participate in activities that would violate their religious beliefs and the right not to have the religious beliefs of business owners burdened by a mandate to provide funding for contraceptives.” [“We Are Former Attorneys General. We Salute Jeff Sessions,” Washington Post, 11/7/18]

Barr Was “In Contact With Sessions” During Trump’s Criticism. “Incensed by Sessions’s recusal from the Russia probe, Trump airs his rancor on Twitter, and it rockets across the Internet. Sessions, meanwhile, goes about his work, his counterattacks so muted that it is nearly impossible to identify them as such. ‘He’s dealing with it well, keeping his nose down and doing his job,’ said William P. Barr, a former attorney general who is in contact with Sessions. ‘I think his feeling is, if the president wants him to leave, he can tell him to leave.’” [Washington Post, 6/6/18]

Sessions Served As U.S. Attorney In Alabama During Barr’s Term As Attorney General, Hung Barr’s Portrait In Justice Department Conference Room. “Mr. Barr’s emphasis on keeping undocumented migrants out of the country dovetails with the approach of Mr. Sessions, who was a United States attorney in Alabama when Mr. Barr was attorney general. Mr. Sessions had hung Mr. Barr’s portrait in his conference room as a tribute when Mr. Sessions became attorney general in 2017. Both men also supported the use of tough-on-crime policies to combat rising drug use during the first Bush administration.” [New York Times, 12/8/18]

George W. Bush Administration

Barr Was “Not Interested” In Returning To AG Post When Mentioned As Possible 2007 Nominee Under George W. Bush. “President Bush is expected to choose a successor to Attorney General Alberto Gonzales this week, an official involved in the selection process tells Politico... Officials concluded that another oft-mentioned possibility, Verizon Executive Vice President and General Counsel Bill Barr, who was attorney general under President George H.W. Bush from 1991 to 1993, was not interested.” [Politico, 9/10/07]

Barr Also Declined National Intelligence Director Position In 2005. “At least three candidates approached by the White House about becoming director of national intelligence -- Robert M. Gates, a former director of central intelligence; William P. Barr, a former United States attorney general; and Sam Nunn, a former Democratic senator -- have said they were not interested.” [New York Times, 2/17/05]

Barr Testified In “Strong Support” Of Detaining Al Qaida Suspects At Guantanamo Bay. “[Barr] has testified before the Senate Judiciary Committee in strong support of the current policy of detaining al Qaida suspects at Guantanamo Navy Base.” [MSNBC.com, 4/23/07]

Notable Highlights From Barr’s Guantanamo Testimony [Federal News Service, 6/15/05]:

• “Rarely have I seen a controversy that has less substance behind it. And, frankly, I think the various criticisms that have been leveled at the administration's detention policies are totally without foundation and unjustified.”

• “As the Supreme Court recognized, fighting wars is about destroying the enemy's forces either by killing them or capturing them. And when you capture them, you detain them. And we've been holding enemy combatants, as I say,
for 230 years in various facilities. There is nothing punitive about it. This is not a legal proceeding. There is no need to bring charges.”

- “You know, I hear a lot of pontificating about the Geneva Convention, but I don't see what the issue is. The Geneva Convention applies to signatory powers. Al Qaeda hasn't signed it. They're not covered by the Geneva Convention, period. With all this pontificating, I haven’t heard anyone allege any set of facts that would change that.”

- “I guess we've come a long way, because when the president first put out his order on military tribunals there was all this sturm und drang about, gee, this is a big-end run about Article III courts and that the world is coming to an end and this is unprecedented, and this is a big deal. Well, the debate seems to have re-centered a bit. I haven’t heard any serious argument that these cases belong anywhere else than military tribunals. Now, military tribunals are different than this issue of whether you’re an enemy combatant. As to some set of people in our custody, we will choose to bring prosecutions. That is a punitive action, and we will try them for violations of the laws of war. And historically that has always been done by military courts.”

- “You know, let’s put something in perspective here. The United States has a lot of people that they could charge with war crimes. We’re not under any obligation to try these people when they want to be tried. We can try them when we want to try them. And you know, Rudolph Hess was captured in 1939 and he was tried in 1946. These people are in detention anyway as combatants, so we can take our time and judge who we want to do. And it doesn't surprise me that as an initial matter, in terms of allocating our re-sources, the United States wanted to see if anyone was ready to plead guilty.”

- “Anyone who's gone into a federal maximum security prison -- you know, these violin strings about people being held in segregation, getting out of their cell, 20 minutes a day, I'm sorry. That's our system in our maximum security prisons in the United States for American citizens.”

**Barr “Very Sympathetic To Scooter Libby.”** “The sentence imposed on former White House aide I. Lewis "Scooter" Libby yesterday put President Bush in the position of making a decision he has tried to avoid for months: Trigger a fresh political storm by pardoning a convicted perjurer or let one of the early architects of his administration head to prison... ‘Obviously, there'd be a significant political price to pay,’ said William P. Barr, who as attorney general to President George H.W. Bush remembers the controversy raised by the post-election pardons for several Iran-contra figures in 1992. ‘I personally am very sympathetic to Scooter Libby. But it would be a tough call to do it at this stage.’” [Washington Post, 6/6/07]

**Barr Was Member Of Coalition Formed To Defend Patriot Act.** “Dozens of former criminal justice officials and political leaders sent a letter to Congress supporting the USA Patriot Act, saying it played ‘a vital role’ in protecting the nation against terrorism by removing legal barriers to gathering information. The newly formed Coalition for Security, Liberty and the Law says the act, passed in the wake of the September 11 attacks, allowed police officers, FBI agents, federal prosecutors and intelligence officials to ‘protect our communities by connecting the dots to uncover terrorist plots before they are completed.’ Several sections of the act relating to enhanced foreign intelligence and law enforcement surveillance authority expire on Dec. 31, 2005, unless renewed by Congress. Those who signed Thursday’s letter include three former attorneys general, Edwin Meese, Richard Thornburgh and William P. Barr; two former deputy attorneys general, Larry Thompson and George Terwilliger; two former solicitors general, Robert Bork and Theodore B. Olson; and former New York City Mayors Rudolph W. Giuliani and Ed Koch.” [Washington Times, 9/27/04]
1989: Barr Issued “Apparently Unsolicited” Memo Outlining Ways “In Which Congress Might Try To Intrude On What He Saw As The Rightful Powers Of the President.” “Mr. Barr developed a reputation as a proponent of a sweeping theory of the president’s constitutional authority to act without congressional permission or in defiance of statutes. In July 1989, shortly after his appointment to the Office of Legal Counsel, Mr. Barr sent an apparently unsolicited 10-page memo to top agency and department lawyers across the executive branch urging vigilance in pushing back against ways in which Congress might try to intrude on what he saw as the rightful powers of the president. It covered topics such as ‘attempts to gain access to sensitive executive branch information’ and efforts to limit a president's power to fire a subordinate official without a good cause. ‘It is important that all of us be familiar with each of these forms of encroachment on the executive’s constitutional authority,’ Mr. Barr wrote. ‘Only by consistently and forcefully resisting such congressional incursions can executive branch prerogatives be preserved.’” [New York Times, 12/8/18]

- Law Professor Neil Kinkopf Argued Barr’s Memo Provided “Theoretical And Strategic Foundations” For George W. Bush Administration’s “Torture Memo” 15 Years Later. “[I]n 2005, after the leaking of a secret George W. Bush administration memo blessing the torture of terrorism detainees despite anti-torture laws and treaties, Neil Kinkopf, a Georgia State law professor who worked in the Office of Legal Counsel during the Clinton administration, pointed back to Mr. Barr’s 1989 memo as a precursor to the torture memo's vision of unfettered executive power. ‘Never before had the Office of Legal Counsel, known as the O.L.C., publicly articulated a policy of resisting Congress,’ Mr. Kinkopf wrote in a Legal Affairs essay. ‘The Barr memo did so with belligerence, staking out an expansive view of presidential power while asserting positions that contradicted recent Supreme Court precedent.’ He added, ‘Bridging a 15-year gap, the Barr memo provides the theoretical and strategic foundations for the torture memo.’” [New York Times, 12/8/18]

- Barr: “Congress Cannot Use The Appropriation Power To Control A Presidential Power That Is Beyond Its Direct Control.” “Many proponents of strong presidential powers nevertheless say that Congress can check the presidency through its power over government spending. But at a 1990 symposium, Mr. Barr invoked a con-strained understanding of lawmakers' ability to cut off funds for government actions they oppose, declaring that ‘Congress cannot use the appropriations power to control a presidential power that is beyond its direct control.’” [New York Times, 12/8/18]

- Barr: “All This Nonsense About An Imperial Presidency Is Poppycock.” “Barr believes in a strong presidency that resists judicial and congressional encroachments on its power. ‘All this nonsense about an imperial presidency is poppycock,’ Barr told National Journal in 2006. ‘What has been happening is a radical expansion of judicial power, and the encroachment of judges and the encroachment of Congress on the president.’” [National Journal, 5/17/08]

Barr Supported George H.W. Bush’s Iran-Contra Pardons, Said He Advised Bush To Pardon More Figures Involved In The Scandal. “As attorney general, Barr supported the six pardons that Bush issued related to the Iran-Contra scandal, including one for former Defense Secretary Casper Weinberger. ‘I went over and told the president I thought he should not only pardon Caspar Weinberger, but while he was at it, he should pardon about five others,’ he recalled in 2001 interview for an oral history of the Bush presidency at the University of Virginia’s Miller Center.” [Bloomberg, 12/6/18]

- Barr “Remained Harshly Critical” Of “Prosecutorial Overreach” In Iran-Contra Investigation. “While heading the Justice Department in the early 1990s, Barr oversaw two independent investigations. The first, a sprawling inquiry carried over from the Reagan administration, examined the Iran-Contra affair, a 1980s political scandal involving the secret sale of weapons to the Iranian government and transfer of the proceeds to the U.S.-backed Contra guerrillas in Nicaragua. The seven-year investigation, led by independent counsel Lawrence Walsh, led to the indictment of nearly a dozen people, including former Defense Secretary Caspar Weinberger. But Barr remained harshly critical of what he considered Walsh's prosecutorial overreach. As Walsh recalled in a 1998 book about the investigation, Barr ‘believed some of our defendants should not have been prosecuted.’ ‘People in this Iran-Contra matter have been prosecuted for the kind of crimes that would not have been criminal or prosecutable by the Department of Justice, applying standards that we have applied for decades to every citizen,’ Walsh quoted from a December 1992 interview Barr gave.” [Voice of America, 12/8/18]
Barr Also Appointed Special Prosecutor To Investigate Whether White House Violated Laws In Searching Bill Clinton's Passport Files, Under Independent Counsel Law He'd “Severely Criticized.” “The second investigation was launched in the final weeks of the Bush presidency, when Barr appointed a special prosecutor to investigate whether White House officials had violated the law in connection with searching Bill Clinton's passport files during the presidential campaign. Barr made the appointment under a now-defunct independent counsel law that he'd severely criticized. The inquiry concluded in 1995 without charges against any officials.” [Voice of America, 12/8/18]

Barr “Repeatedly” Advised Bush He Could Deploy American Troops Without Congressional Authorization. “[W]hen issues of war power came up -- like Mr. Bush's 1989 invasion of Panama, the 1990-91 Persian Gulf War or the 1992 deployment of troops to Somalia -- Mr. Barr repeatedly told Mr. Bush that he could deploy American troops without specific prior authorization from Congress.” [New York Times, 12/8/18]

Prior To Panama Invasion, Barr Authored Memo Allowing U.S. Support For “Coup Attempts In Which Assassination Is Not The Intent But May Be The Accidental Byproduct.” “The Bush Administration, with secret congressional approval, has launched a new covert attempt to oust Panamanian strongman Manuel A. Noriega, including ‘high-risk’ tactics that might lead to his injury or death, informed sources said Wednesday. The CIA has been authorized to spend $3 million initially to recruit Panamanian military officers or other dissidents to mount a coup... The way for a bolder U.S. initiative was opened by a recent clarification of the U.S. ban on assassinations. In response to pressure from Capitol Hill as well as interagency debates over what action constitutes an assassination, legal counsel from the State Department, Pentagon, CIA and Justice Department were summoned to the White House last month for deliberations on the controversial issue. The Justice Department was subsequently assigned to write a clarification of a series of executive orders dating back to the Ford Administration. The classified memo, written by William P. Barr, assistant attorney general in charge of legal counsel, was submitted to CIA Director William H. Webster. It was then sent to the House and Senate Intelligence committees earlier this month. The memo opens the way for U.S. support--directly or indirectly, in coup attempts in which assassination is not the intent but may be the accidental byproduct.” [Los Angeles Times, 11/16/89]

Barr’s Office Of Legal Counsel Issued Ruling Limiting Powers Of Inspectors General To Investigate Allegations Not Directly Involving Government Employees Or Public Funds. “A little-noticed Justice Department ruling is threatening to curtail the powers of inspectors general throughout the government to conduct criminal investigations of alleged wrongdoing that does not directly involve government employees or federal funds. The ruling, issued in March by the Justice Department's Office of Legal Counsel (OLC), found that the Labor Department's inspector general lacked authority to investigate private individuals or groups that do not receive federal funds -- for example, cases involving unsafe working conditions, corrupt pension funds or under-payment of wages... Assistant Attorney General William Barr, the head of OLC, said that under the ruling inspectors general 'continue to have full authority to investigate waste, fraud and abuse within the government. Nothing in the opinion suggests otherwise.' He added, 'I think there's been overreaction' to the opinion.” [Washington Post, 9/18/89]

- **OLC Ruling Caused Labor Department’s Inspector General To Halt “About 1,200 Investigations.”** “‘It effectively puts the inspector general out of business as it relates to criminal investigations of these programs,’ said Labor's acting inspector general, Raymond Maria, who has ordered his agents to stop work on about 1,200 investigations as a result of the OLC opinion. Although the memorandum applied directly to the Labor Department, the OLC said the ruling ‘will necessarily have applicability’ to other agencies because it interprets a 1978 law outlining the authority of the Labor inspector general and 23 other inspectors general. ‘When you have allegations of corruption in the generic drug industry, or fraud in the sale of oil and gas leases, or phony visa applications to the U.S., all of a sudden under this opinion the inspector generals can't investigate it,’ said Health and Human Services Inspector General Richard P. Kusserow.” [Washington Post, 9/18/89]

- **OLC Ruling Threatened Investigations Into Fraud In Generic Drug Industry.** “The most immediate area of concern about the impact of the OLC memorandum involves the continuing investigation by the inspector general at HHS into fraud in the generic drug industry... Part of the investigation involves allegations that FDA employees accepted bribes from pharmaceutical companies, an area that clearly would fall under the proper jurisdiction of the inspector
general because it involves misconduct by a government employee. But another aspect involves complaints that
generic drug manufacturers fraudulently obtained FDA approval to market their drugs, a subject of investigation that
would appear from the OLC opinion to be outside the inspector general's mandate because they do not involve
government employees or fund recipients. In an effort to cure the problem, HHS Secretary Louis W. Sullivan formally
delegated his authority to pursue such cases to HHS Inspector General Kusserow.” [Washington Post, 9/18/89]

1992: Mother Jones, Government Accountability Project Accused Barr’s Justice Department Of “Massive Shredding,”
“Wholesale Destruction” Of Documents After Bush Election Loss. “The Justice Department was accused Friday by
Mother Jones magazine and a private interest group of ‘massive shredding’ of documents in the days following President
Bush’s election defeat. The magazine said it was told by department sources there was ‘wholesale destruction’ of
documents for at least two days after the Nov. 3 election. Justice Department spokesman Frank Schultz said any
shredding that took place after the election was routine. ‘The charges are laughable,’ he said. ‘Stuff is shredded all the
time.’” [Associated Press, 11/20/92]

“Shredded Justice,” Mother Jones, Jan/Feb 1993

Virginia Commission On Parole Abolition and Sentencing Reform

Barr Co-Chaired Virginia Gov. George Allen's Commission That Led To End Of Parole. “In 1994, Barr, who served as the
U.S. attorney general from 1991 to 1993, co-chaired former Gov. George Allen's Commission on Parole Abolition and
Sentencing Reform that led to the end of parole and other major changes that came to be known as ‘truth in
sentencing.’” [Roanoke Times, 12/17/18]

Commission Recommended Expanded Privatization Of Prisons, Use Of Inmate Labor. The Commission’s final report in
August 1994 included a recommendation that Virginia should “Pursue privatization and use of inmate labor to reduce
costs,” specifying that “The Commission understands that the Governor’s Commission on Government Reform, the
Stosch Subcommittee on Privatization, and the Department of Corrections have all been actively pursuing the prospect
of savings through private construction, ownership and even operation of prison facilities... While the Commission has
avoided duplicating the extensive efforts already underway in this area, the Commission wishes to acknowledge its
support for these innovations. The Commission also endorses the concept of using inmate labor to assist in prison
construction and hold down construction costs wherever possible... In the Commission’s view, the use of inmate labor
for prison construction in appropriate circumstances is a winning proposition for the inmates, for prison administrators,
and for the taxpayers.” [Governor’s Commission on Parole Abolition & Sentencing Reform, Final Report, August 1994]

2015 Brennan Center Report Concluded Parole Abolition Led To “Large Increases” In Virginia Prison Population, At A
Cost Of Over $1 Billion Per Year. “A 2015 study by the Brennan Center for Justice at New York University School of Law
was critical of Virginia’s truth-in-sentencing program. It noted that while Virginia then had the third-lowest violent crime
rate in the nation, it also had the 13th-highest incarceration rate. The study conceded that prisons played a part in crime
reduction, but said they stopped doing so in Virginia around 2000. Other factors, such as more police officers and an
aging population, also played roles in the drop in crime. The study found that crime across the country steadily declined
over the past two decades, not just in Virginia. The Brennan Center study concluded that truth in sentencing and the end
of parole led to large increases in the incarcerated population at a cost to Virginia of more than $1 billion a year for
prisons.” [Roanoke Times, 12/17/18]

William & Mary Board of Visitors

1999: Barr Clashed With Fellow Board Member Paul Jost, Who Claimed Barr Had Made “Untruthful Statements” Over
President’s Contract. “A meeting of the College of William and Mary’s governing board turned into a one-on-one sparring
match, with a board member angrily rebuking a colleague who had called him a liar. The combatants were Paul C. Jost, a

William & Mary Board of Visitors

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President’s Contract. “A meeting of the College of William and Mary’s governing board turned into a one-on-one sparring
match, with a board member angrily rebuking a colleague who had called him a liar. The combatants were Paul C. Jost, a
Newport News real estate investor, and William P. Barr, a former U.S. attorney general. Jost has criticized W&M’s contract with President Timothy J. Sullivan, saying it ties the board’s hands. This week, Jost issued a letter to board members and the media accusing Barr and a consultant of making “untruthful statements” that swayed the board to back the contract. Barr, who helped draft the contract, shot back Friday, dismissing Jost's contention. ‘I am offended by it,’ Barr said. ‘In my 48 years, I have been called many things. (New York Times columnist) Bill Safire called me criminal because I wouldn’t appoint an independent counsel to investigate George Bush. But I have never been called a liar.’” [AP, 9/11/99]

- **Barr: “Is Your Agenda to Get As Much News Coverage As you Can To Reach Your Dream Of Public Office?”** “After a 30-minute speech in which he reviewed Sullivan's contract and those of other Virginia presidents, Barr concluded: ‘What is the agenda, Paul? Do you want to make this a better institution for the people of Virginia, or is your agenda to get as much news coverage as you can to reach your dream of public office?’” [AP, 9/11/99]

- **Jost Maintained That Barr “Did Not Tell The Truth” About Clause In President’s Contract.** “Jost stood his ground. ‘In the June meeting you did not tell the truth, and today you did not tell the truth,’ he said. After a few minutes, board members shut off discussion on the issue without revisiting the contract, as Jost had requested. Jost complained that Barr had incorrectly said in June that no president of a public college in Virginia has a contract with ‘for-cause termination provisions,’ outlining when the board may fire the president. That, Jost said, allowed Barr to water down the clause for Sullivan. The contract permits the board to fire Sullivan ‘with cause’ for ‘the gross dereliction of his duties.’ A previous version, which Jost preferred, cited ‘willful refusal to follow the (board’s) lawful directives.’ Barr said the state's major colleges don't go into detail in this area.” [AP, 9/11/99]

**1998: Barr Called Administration Rule Requiring Student Groups Submit Guest Lists At Events With Alcohol “Idiotic.”** “A former U.S. attorney general and member of William and Mary's Board of Visitors is taking the administration to task for one of its rules governing student-run parties where alcohol is served. William Barr says the rule requiring student groups to submit guest lists in advance for parties where alcohol will be served is ‘idiotic.’ Barr, the attorney general under George Bush, was joined by board members R. Scott Gregory and Paul C. Jost in his criticism Friday. They said the requirement ruins spontaneity for students and may be causing some students to leave campus to drink, and then drive home.” [AP, 11/21/98]
**BACKGROUND: BARR’S CORPORATE WORK**

**Washington Post: Barr’s Corporate Ties “Particularly Extensive.”** “While prior attorneys general have also represented corporations, Barr’s ties are particularly extensive, ranging over the past 25 years for companies from Verizon to Caterpillar. ‘This is somebody who has been very much entrenched in the Washington environment,’ said Gene Kimmelman, a former Justice Department antitrust official who leads the consumer advocacy organization Public Knowledge. ‘Past business relationships would certainly prevent participation in any decisions involving the relevant companies.’” [Washington Post, 12/8/18]

**Barr “Has Stayed In Touch” With Justice Department “Leaders And Staff,” Spoke To Political Appointees In Summer 2018 Meeting.** “Even though it has been decades since Barr ran the Justice Department, he has stayed in touch with its leaders and staff. This summer, Deputy Attorney General Rod J. Rosenstein invited Barr to speak to the political appointees, and the former attorney general urged them to ignore the political noise and focus on their work, according to a person familiar with the private event.” [Washington Post, 12/9/18]

**Wall Street Journal: Barr Known For His “Forceful Arguments,” “Dogged Approach To Litigation.”** “President Trump’s attorney general pick spent more than 25 years in the corporate world, where his forceful arguments and dogged approach to litigation at times put him at odds with the Justice Department he is expected to lead for a second time. While William Barr’s associates say his experience there and as President George H.W. Bush’s tough-on-crime attorney general will earn him respect, his critics say it could bias his enforcement agenda in favor of the large corporations and telecommunications companies he served.” [Wall Street Journal, 1/6/19]

Barr’s insider transactions as reported to the SEC: [https://www.sec.gov/cgi-bin/own-disp?action=getowner&CIK=0001196111](https://www.sec.gov/cgi-bin/own-disp?action=getowner&CIK=0001196111)

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**Dominion Energy**

**Barr Has Served On Dominion Board Of Directors Since 2009.** According to his official Dominion Energy biography, Barr has served on the company’s board since 2009, and as of May 2017 was Chair of the Compensation, Governance and Nominating Committee. [dominionenergy.com]

**Barr Served On Compensation Committee Since 2013, Chair Since 2017.** Barr was first listed as a member of Dominion’s Compensation, Governance, and Nominating Committee in the company’s 2013 proxy filing, and first appeared as chair of the committee in its 2017 filing. [Dominion Proxy Filings, 3/19/13; 3/20/17]

**Dominion CEO Tom Farrell’s Is Among Highest-Paid CEO In America, Makes 109 Times The Median Dominion Employee’s Salary.** According to a New York Times/Equilar ranking of the 200 highest-paid chief executives in publicly-held American businesses, Dominion’s CEO Thomas F. Farrell II received $14.2 million in compensation in 2016, up 18% from $12.1 in 2016 (when he ranked 63rd). This also exceeded Dominion’s revenue increase of 10% over the same period. Dominion’s median employee pay was listed as $142,758 for 2017, for a CEO pay ratio of 109:1. [New York Times, 5/25/18]

**Anti-Dominion Advocacy Group Clean Virginia Claimed Dominion’s “Executive Compensation Beyond Industry Averages” Contributed To Excess Consumer Rates.** “A new political action group taking aim at Virginia’s biggest utility claims that customers of Dominion Energy pay excess rates of $254 a year because of poor state oversight. Calling it a ‘Dominion Tax,’ the group Clean Virginia released a study Monday that attempts to quantify what consumers pay for electricity beyond the cost of generation, production and delivery... Clean Virginia looked at other Dominion costs that it said were extraneous to the basic monopoly function of generating and delivering power. Those included advertising, executive compensation beyond industry averages, lobbying and travel expenses as laid out in corporate documents and state filings. The group also added up political donations and what it said were excessive costs of the Atlantic Coast...” [Clean Virginia]
natural gas pipeline project. Those totals led to Clean Virginia’s estimate that the average Dominion customer is paying $254 in excess costs per year.” [Washington Post, 12/17/18]

2018 Proxy Statement: Barr’s Committee Gave Hundreds Of Thousands Of Dollars In Incentive Payouts Despite Missed Safety Goals In Nuclear Segment. Barr’s compensation committee report in Dominion 2018 proxy filing (covering 2017) states that the committee again “exercised negative discretion with respect to missed safety goals” for Paul Koonce, chief executive of Dominion’s Power Generation Group, and Diane Leapold, chief executive of Dominion’s Gas Infrastructure Group. Koonce’s nuclear segment “missed its goal of nine or fewer OSHA recordable incidents,” while Leapold’s Gas Infrastructure Group business unit “missed its target preventable motor vehicle rate.” Koonce still received 99% of his payout goal score, for a final AIP payout of $784,035; Leopold received 99.84% of her payout goal score, for $636,293:

Final AIP Payout
The CGN Committee calculated final 2017 AIP payouts as shown below:

<table>
<thead>
<tr>
<th>Name</th>
<th>Base Salary</th>
<th>Target Award Percentage*</th>
<th>Funding Level</th>
<th>Payout Goal Score</th>
<th>Final AIP Payout</th>
</tr>
</thead>
<tbody>
<tr>
<td>Thomas F. Farrell, II</td>
<td>$1,554,992</td>
<td>X 125%</td>
<td>X 125%</td>
<td>X 100%</td>
<td>$2,429,675</td>
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<tr>
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<td>X 100%</td>
<td>1,099,785</td>
</tr>
<tr>
<td>Paul D. Koonce</td>
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<td>X 90%</td>
<td>X 125%</td>
<td>X 99%</td>
<td>784,035</td>
</tr>
<tr>
<td>Diane Leopold</td>
<td>566,500</td>
<td>X 90%</td>
<td>X 125%</td>
<td>X 99.84%</td>
<td>636,293</td>
</tr>
<tr>
<td>Robert M. Blue</td>
<td>566,500</td>
<td>X 90%</td>
<td>X 125%</td>
<td>X 100%</td>
<td>637,313</td>
</tr>
</tbody>
</table>

[Dominion Proxy Filing, 3/23/18]

2017 Proxy Statement: Barr’s Compensation Committee Paid Hundreds Of Thousands Of Dollars In Incentive Payouts Despite Missed Safety Goals. The first compensation committee report from Barr’s time as chair noted “3% base salary increases” for all Dominion named executive officers (NEOs), with “long-term incentive targets awards increased by 15%” for CEO Tom Farrell, CFO Mark McGettrick, Energy Infrastructure Group Chief Executive David Christian, and Dominion Generation Group Chief Executive Paul Koonce. The report later notes, however, that Dominion NEO David Heacock, president of Dominion Nuclear, “did not meet his safety goal,” as “The nuclear segment missed its goal of ten or fewer OSHA recordable incidents.” Heacock still received 94% of his incentive payout, which was equal to $349,184. Koonce still received 98.33% of his incentive payout, $604,838:

Final AIP [Annual Incentive Plan] Payout
The CGN Committee calculated final 2016 AIP payouts as shown below:

<table>
<thead>
<tr>
<th>Name</th>
<th>Base Salary</th>
<th>Target Award Percentage*</th>
<th>Funding Level</th>
<th>Payout Goal Score</th>
<th>Final AIP Payout</th>
</tr>
</thead>
<tbody>
<tr>
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<td>X 125%</td>
<td>X 100%</td>
<td>X 100%</td>
<td>$1,887,126</td>
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<tr>
<td>Mark F. McGettrick</td>
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<td>X 100%</td>
<td>X 100%</td>
<td>X 100%</td>
<td>854,202</td>
</tr>
<tr>
<td>David A. Christian</td>
<td>683,456</td>
<td>X 90%</td>
<td>X 100%</td>
<td>X 100%</td>
<td>615,111</td>
</tr>
<tr>
<td>Paul D. Koonce</td>
<td>683,456</td>
<td>X 90%</td>
<td>X 100%</td>
<td>X 98.33%</td>
<td>604,838</td>
</tr>
<tr>
<td>David A. Heacock</td>
<td>530,674</td>
<td>X 70%</td>
<td>X 100%</td>
<td>X 94%</td>
<td>349,184</td>
</tr>
</tbody>
</table>

[Dominion Proxy Filing, 3/20/17]

During Barr’s Previous Time On Compensation Committee, Executives Received Few Penalties For Repeatedly Missing Safety Goals In Nuclear Segment:
Dominion’s 2016 proxy filing reported that in 2015 its nuclear fleet has “six OSHA recordable incidents,” with one nuclear station reporting “four recordable injuries, missing its target of three or fewer injuries.” Heacock’s payout goal score was reduced by only 0.5%, for a total 2015 AIP payout of $71,770 on top of his $515,217 base salary. [Dominion Proxy Filing, 3/22/16]

Dominion’s 2015 proxy filing reported that “Messrs. Christian, Koonce and Heacock did not fully achieve their safety goals” in 2014, as the nuclear segment “missed its goal of fewer than 13 recordable incidents.” Heacock’s payout score was reduced by 5%, for a total 2014 AIP payout of $332,650 on top of his $500,211 base salary. Christian’s was reduced by 0.75% for a $575,452 payout; Koonce’s was reduced by 0.62% for a $576,206 payout. [Dominion Proxy Filing, 3/23/15]

Barr Reported Holding $2.8 Million In Dominion Stock On Financial Disclosure Report. “According to the documents, Barr owns about $16 million worth of stocks and bonds, as well as another $8 million in private investments and $4.2 million in real estate. As of Dec. 14, he held $2.8 million worth of Dominion Energy Inc stock, his largest holding. Barr served on Dominion’s board of directors, as well. Under federal ethics rules, Barr will be required to divest certain holdings if they conflict with particular matters he is working on at the Justice Department.” [Reuters, 1/10/19]

Barr Appeared To Own Over $3.6 Million Worth Of Dominion Stock As Of May 2018. According to Barr’s most recent Form 4 SEC filings pertaining to Dominion Energy, he held about 42,898 stock shares in the company directly as of May 2018, with an additional 5,150 held by Barr Family LLC. At a December 2018 valuation of about $75 per share, these holdings are worth over $3.6 million. [SEC Form 4, Dominion Energy Inc., 5/10/18, sec.gov; Google Finance]

- “Barr Family LLC” Appears To Be A Delaware LLC Formed In 2000. According to a search of the Delaware Department of State’s Division of Corporations, a Barr Family LLC was registered in March 2000 with the state through the Corporation Services Company. [DE Department of State, File No. 3201470]

- 99% Of Barr Family LLC Held By Barr’s Adult Children. According to another of Barr’s Form 4 filings pertaining to Warner Media, Barr is the manager of Barr Family LLC, but he and his wife jointly own only a 1% interest in the entity, while his “adult children collectively own a 99% interest.” [SEC Form 4, Warner Media, LLC, 6/18/18, sec.gov]

Dominion Spent Over $2.5 Million In Federal Lobbying in 2017, Spent Over $2 Million In 2018. According to the Center for Responsive Politics, Dominion had spent $2,085,000 on federal lobbying efforts as of the third quarter of 2018, and spent $2,589,000 in 2017. Just over $2 million of that amount went to in-house lobbyists with Dominion Energy, while outside firms included D Squared Tax Strategies, McGuireWoods LLP, WilmerHale LLP, Lawler Strategies, and ML Strategies. Dominion subsidiaries also used SPECTRUM Group and National Environmental Strategies for lobbying efforts. [Center for Responsive Politics, Accessed January 2019]

Dominion Lobbed At Least 20 Federal Agencies In 2018. According to lobbying filings, Dominion reported lobbying 20 federal agencies as of the third quarter of 2018, including the U.S. Senate and House of Representatives. Besides Congress, Dominion reported the most lobbying activity with the Department of Agriculture, the Department of the Interior, the EPA, U.S. Fish and Wildlife Service, the National Park Service, the Bureau of Land Management, the National Economic Council, and the Office of Management & Budget. [Center for Responsive Politics, Accessed January 2019]

ATLANTIC COAST PIPELINE

Dominion Is The Lead Partner On Atlantic Coast Pipeline Project To Transport Fracked Shale Gas To Coastal Virginia. “Atlantic Coast Pipeline LLC can begin actual construction of the up to $6.5 billion project in specific parts of West Virginia, according to a “notice to proceed” from the Federal Energy Regulatory Commission... The Atlantic Coast Pipeline is designed to transport shale gas mined by fracking from the Marcellus and Utica fields in New York, Pennsylvania, Ohio and West Virginia southeast to coastal Virginia and along the Interstate 95 corridor in North Carolina as far south as Lumberton. Dominion is the dominant partner, owning 48% of the project. Charlotte-based Duke owns
47%, including a portion owned by subsidiary Piedmont Natural Gas, and Southern owns 5% of the project. The project was initially forecast to cost $4.5 billion to $5 billion, when it was first proposed in 2014.” [Charlotte Business Journal, 5/14/18]

**December 2018: Trump Administration’s Proposed EPA Rule Rollback Could Open “Thousand Of Miles Of Streams And Wetlands” To Pipeline Construction.** “The Trump administration laid out plans Tuesday to roll back Obama-era rules protecting isolated streams and wetlands from industrial pollution, a move that conservation groups said could harm creeks and impact drinking water in the Bay Area and throughout California. The move by the Environmental Protection Agency to roll back the 2015 Waters of the U.S. rule, known as WOTUS, was hailed by farmers and industry, which have long sought to rewrite the rules. Environmental groups, however, denounced the proposal as an attempt by the Trump administration to dodge the Clean Water Act and open up thousands of miles of streams and wetlands throughout the U.S. to development, including pipeline construction.” [San Francisco Chronicle, 12/11/18]

**December 2018: Dominion Halted Atlantic Coast Pipeline Construction Over Court Stay On Environmental Permit.** “Dominion is suspending all Atlantic Coast Pipeline construction along the entire 600-mile route of the $5.5 billion project, according to a notice Dominion filed with the Federal Energy Regulatory Commission Friday… The project, which is set to cross 57 miles in Augusta County, had to stop construction due to the U.S. Court of Appeals for the Fourth Circuit placing a stay on the U.S. Fish and Wildlife Service’s revised permit for the project. The court’s action halts any further legal process to continue on the permit.” [Staunton News Leader, 12/7/18]

- **Dominion Filing Motion For “Emergency Clarification” On Scope Of Court Decision.** “Dominion is filing a motion for emergency clarification on the scope of the court’s decision, said Aaron Ruby, spokesman for Dominion Energy. ‘We respectfully but strongly disagree with the court’s decision,’ he said in an email. ‘We believe this stay is not only unwarranted, but overly broad.’ Ruby said Dominion will have more clarity on the scope of the court’s decision and its impact on the project when the court responds to its motion. He added that the issues in this case involve ‘only four species and roughly 100 miles in West Virginia and Virginia.’” [Staunton News Leader, 12/7/18]

- **Southern Environmental Law Center Attorney Criticized Government Agencies For “Rushing Out Ill-Considered Permits” For Pipeline.** “‘This is yet another instance of government agencies rushing out ill-considered permits for this project,’ said Patrick Hunter, an attorney for the Southern Environmental Law Center, which asked the court for the stay on behalf of the Sierra Club and two other environmental organizations. Dominion, lead partner in the pipeline project, cited the ‘expansive impacts’ of the stay and asked the court to narrow its decision.” [News & Advance, 12/11/18]

- **Forest Service Had Previously Authorized Pipeline Construction Through Monongahela And George Washington National Forests, Beneath Appalachian Trail.** “The 4th Circuit also has stayed a permit issued by the U.S. Forest Service to allow construction of the project through the Monongahela and George Washington national forests, as well as beneath the Appalachian Trail on national forest land. The court is expected to rule soon on an appeal of the Forest Service permit.” [News & Advance, 12/11/18]

**Dominion’s Atlantic Coast Pipeline Project Still Awaiting Final Approval From Federal Energy Regulatory Commission.** “ACP has not started full construction in Virginia yet and is awaiting approval from the Federal Energy Regulatory Commission. Felix Sarfo-Kantanka Jr., external affairs manager for Dominion, lead partner of the ACP, said it plans on starting construction in early 2019.” [Roanoke Times, 12/5/18]

- **Federal Approval Would Allow Dominion To Recover Costs And “A Return On Investment Up To 14 Percent Through The Rates It Charges Customers.”** “Dominion Resources Inc. is keeping its controlling share of the company that proposes to build the Atlantic Coast Pipeline, despite a corporate consolidation by Duke Energy with its purchase of Piedmont Natural Gas… Dominion said it will exercise its right to purchase an additional 3 percent of the company’s shares to retain a controlling interest at 48 percent, compared with 47 percent for Duke… The transactions represent a further consolidation of control by big energy conglomerates over the company proposing to build the $5.1 billion, 600-mile pipeline, with most of the natural gas reserved for electric utilities owned by
Dominion and Charlotte, N.C.-based Duke... if the Federal Energy Regulatory Commission approves the project, investors in the pipeline company would be allowed to recover their costs and a return on investment up to 14 percent through the rates it charges customers.” [Richmond Times-Dispatch, 10/3/16]

- **Southern Environmental Law Center: FERC Approval Would Allow Dominion To Shift Risk To “Utility Customers Who Will Pay Billions In Project Costs And The Lavish Profit Back To Shareholders In Their Power Bills.”** In a November 2018 op-ed, SELC senior attorney Greg Buppert wrote, “Dominion Energy CEO Tom Farrell is trying to hide the ball when it comes to the Atlantic Coast Pipeline. He’s leaving out the most important part of the story— that the Federal Energy Regulatory Commission allows Dominion shareholders to recover their investment in full and collect a guaranteed 15 percent return on the pipeline, while shouldering none of the risk. That risk falls on the backs of Dominion’s utility customers who will pay billions in project costs and the lavish profit back to shareholders in their power bills.” [SELC, 11/19/18]

- **Analysis: Pipeline Would Cost Dominion Customers “$1.61 Billion To $2.36 Billion.”** “Virginia regulators are considering the estimate from a natural gas industry analyst that the Atlantic Coast Pipeline will increase costs for Dominion Energy ratepayers by more than $1 billion. The analysis suggests the proposed pipeline will cost Dominion customers $1.61 billion to $2.36 billion. The energy company wanted the State Corporation Commission to throw out that report, which was filed in response to Dominion's Integrated Resource Plan. Monday, March 12, the commission ordered Dominion to include the analysis in its final long-term plan which is due May 1.” [NBC29, 3/27/18]

*Virginia Department Of Environmental Quality Authorized Atlantic Coast Pipeline In October 2018.* “Virginia's Department of Environmental Quality on Friday gave state authorization for construction to begin on the Atlantic Coast Pipeline, subject to final approval by the Federal Energy Regulatory Commission. DEQ said it had approved engineering designs to protect water quality during and after construction of the $6.5 billion natural gas pipeline, spearheaded by Dominion Energy.” [News & Advance, 10/19/18]

*Virginia League Of Conservation Voters: Pipeline Would “Impact More Than 300 Miles Of Virginia Mountainside, Heartland And Hundreds Of Waterways.”* “The Virginia League of Conservation Voters said DEQ had issued a "license to pollute" for the 42-inch-diameter pipeline, which it said ‘will impact more than 300 miles of Virginia mountainside, heartland and hundreds of waterways.’ ‘Even as their on-the-ground safeguards for pipeline construction have failed Southwest Virginia, today state regulators saw it fit to allow an even larger, more complicated and environmentally destructive pipeline project to move forward, despite clear evidence that these pipelines can’t be built safely,’ said Lee Francis, deputy director of the Virginia League for Conservation Voters.” [News & Advance, 10/19/18]

### EPA MERCURY REGULATIONS

**June 2017: Department Of Energy Issued Emergency Order Allowing Dominion To Keep Two Coal-Burning Units At Yorktown Power Plant Open.** “Two months after being shut down, Dominion Energy Virginia’s two coal-burning units at the Yorktown power plant have received new life, a life that Dominion and its electric grid manager assure is temporary. Thanks to an emergency order by the Department of Energy, the two coal-burning units will be available to supply the Peninsula with electricity during "critical situations" this summer. PJM Interconnections, which manages the electrical grid in 13 states, requested the plants be used to maintain reliability of power on the Peninsula, according to the DOE order. Secretary of Energy Rick Perry signed the order June 16, immediately allowing operation of the units. The order extends through the hottest months of the year and until Sept. 14. Approaching that date, PJM may request renewal of the order, and the Department of Energy will evaluate the request.” [Daily Press, 6/20/17]

**Dominion Cited EPA Mercury Rule As An Environmental Matter Of Note In SEC Filings.** In its September 2018 quarterly SEC report, Dominion that it was monitoring developments on MATS, the Utility Mercury and Air Toxic Standards Rule: “The MATS rule requires coal- and oil-fired electric utility steam generating units to meet strict emission limits for mercury, particulate matter as a surrogate for toxic metals and hydrogen chloride as a surrogate for acid gases.
Following a one-year compliance extension granted by the VDEQ and an additional one-year extension under an EPA Administrative Order, Virginia Power ceased operating the coal units at Yorktown power station in April 2017 to comply with the rule... In August 2018, the EPA announced that it will move ahead with a draft proposal to reconsider the MATS rule and determine whether it is appropriate and necessary to regulate toxic emissions from power plants. At this time, it is uncertain whether the EPA will repeal the rule in its entirety, establish new, less stringent emission standards or retain the standards at current levels. Although litigation of the MATS rule and the outcome of the EPA’s rulemaking are still pending, the regulation remains in effect and Virginia Power is complying with the applicable requirements of the rule and does not expect any adverse impacts to its operations at this time.” [SEC Form 10-Q, Dominion Energy, Inc., 11/2/18, sec.gov]

September 2018: New York Times Reported Trump Administration Pursuing “Major Weakening” Of EPA Regulations Covering Mercury. “The Trump administration has completed a detailed legal proposal to dramatically weaken a major environmental regulation covering mercury, a toxic chemical emitted from coal-burning power plants, according to a person who has seen the document but is not authorized to speak publicly about it. The proposal would not eliminate the mercury regulation entirely, but it is designed to put in place the legal justification for the Trump administration to weaken it and several other pollution rules, while setting the stage for a possible full repeal of the rule... The move is the latest, and one of the most significant, in the Trump administration’s steady march of rollbacks of Obama-era health and environmental regulations on polluting industries, particularly coal. The weakening of the mercury rule — which the E.P.A. considers the most expensive clean air regulation ever put forth in terms of annual cost to industry — would represent a major victory for the coal industry. Mercury is known to damage the nervous systems of children and fetuses.” [New York Times, 9/30/18]

- **Proposal Would “Hand A Victory To Former Clients Of William Wehrum,” Plan’s Chief Author And Former Attorney For Coal-Fired Power Plants.** “The proposal would also hand a victory to the former clients of William Wehrum, the E.P.A.’s top clean air official and the chief author of the plan. Mr. Wehrum worked for years as a lawyer for companies that run coal-fired power plants, and that have long sought such a change... Supporters and opponents of the proposal believe that the Supreme Court is likely to uphold it, particularly if Judge Kavanaugh is confirmed. In his 2014 dissent to the mercury ruling, he wrote, ‘The benefits of this rule are disputed.’” [New York Times, 9/30/18]

- **Wehrum Listed Dominion As A Former Client On Recusal Letter, But Still Attended December 2017 Meeting With The Company.** “Sen. Sheldon Whitehouse, D-Rhode Island, is raising concerns about the EPA's assistant administrator for the Office of Air and Radiation, Bill Wehrum, who before joining the agency worked as an attorney representing the oil, gas and coal industries... Trump's ethics pledge says appointees must abstain for two years from participating in ‘any particular matter involving specific parties that is directly and substantially related to my former employer or former clients, including regulations and contracts.’ [...] CNN reviewed Wehrum’s calendars, obtained by Whitehouse’s office, that show Wehrum had several scheduled meetings with his former employer and clients. Meetings include a December 7, 2017 speaking engagement where Wehrum spoke at the offices of his former employer, Hunton & Williams, to several energy companies including Duke Energy, Dominion Energy, a subsidiary of Dominion Resources Services, Inc., and the Utility Air Regulatory Group a trade association representing electric utilities. The group and all three companies are listed on Wehrum’s recusal letter as former clients.” [CNN, 10/20/18]

- **Huffington Post Obtained Emails Showing Wehrum “Continued To Communicate Regularly” With His Former Firm.** “[T]he relationship between Wehrum and his former colleagues at Hunton did not end [with the December 2017 meeting], according to the emails obtained by HuffPost through an open records request. Those messages show that both sides continued to communicate regularly after Wehrum’s transition to the EPA... While several exchanges show more casual interactions between Wehrum and lobbyists for companies like ExxonMobil and Koch Industries, others reveal former colleagues seeking inside information. In June, Hunton attorney David Landin — who previously lobbied for one of Wehrum’s former clients, the National Stone, Sand and Gravel Association — emailed Wehrum to ‘catch up’ on asbestos regulations, including a ‘problem formulation document; systematic review document; transparency rule.’ Landin added, ‘NSSGA wants to be supportive.’ [...] In an email earlier this year, under
the subject line ‘Strengthening regulatory transparency rule,’ Landin asked Wehrum, ‘How do I best get insight of what is driving this and the goals?’” [Huffington Post, 10/23/18]

December 2018: EPA Said Mercury Limits, Other Coal- And Oil-Fired Power Plant Emissions Should Not Be Considered “Appropriate And Necessary.” “In another proposed reversal of an Obama-era standard, the Environmental Protection Agency Friday said limiting mercury and other toxic emissions from coal- and oil-fired power plants is not cost-effective and should not be considered ‘appropriate and necessary.’ The EPA says it is keeping the 2012 restrictions in place for now, in large part because utilities have already spent billions to comply with them. But environmental groups worry the move is a step toward repealing the limits and could make it harder to impose other regulations in the future. In a statement, the EPA said it is ‘providing regulatory certainty by transparently and accurately taking account of both costs and benefits.’ The National Mining Association welcomed the move, calling the mercury limits ‘punitive’ and ‘massively unbalanced.’” [NPR, 12/28/18]

ENVIRONMENTAL/REGULATORY VIOLATIONS AND LITIGATION

September 2018: Appeals Court Reversed Ruling That Dominion Violated Clean Water Act With Arsenic Discharge From Coal Ash Storage. “Dominion Energy's discharge of arsenic from a coal ash storage site through groundwater into surrounding waters does not violate the U.S. Clean Water Act, a federal appeals court ruled Wednesday. A three-judge panel of the 4th U.S. Circuit Court of Appeals reversed a ruling by a lower court judge who found that Virginia's largest electric utility had violated the federal law.” [Daily Progress, 9/12/18]

• Appeals Court Agreed Arsenic Had Leached From Landfill, But Disagreed It Came From Identifiable Source. “U.S. District Judge John Gibney Jr. ruled in 2017 in a lawsuit filed by the Sierra Club that arsenic is illegally flowing from a landfill and ponds where Dominion stores coal ash, the heavy metal-laden byproduct of burning coal to produce electricity, from a retired power plant in Chesapeake. But the appeals court found that Gibney was wrong when he found that the pollution came from a ‘point source’ — an identifiable source covered by the act — such as a pipe, conduit, well or channel... ‘We conclude that while arsenic from the coal ash stored on Dominion’s site was found to have reached navigable waters — having been leached from the coal ash by rainwater and groundwater and ultimately carried by groundwater into navigable waters ... that simple causal link does not fulfill the Clean Water Act's requirement that the discharge be from a point source,’ Judge Paul Niemeyer wrote for the panel in the 3-0 ruling.” [Daily Progress, 9/12/18]

• Appeals Court Rejected New Hearing On Case. “A federal appeals court has rejected a request from the Sierra Club to hold a new hearing to reconsider a ruling that Dominion Energy’s discharge of arsenic from a coal ash storage site does not violate the U.S. Clean Water Act. The Sierra Club’s lawsuit alleged that arsenic is illegally flowing from a landfill and ponds where Dominion stores coal ash to produce electricity, from a retired power plant in Chesapeake. It alleged that arsenic flowed from the site through groundwater into surrounding waters. A judge found in 2017 that Dominion had violated the law, but that ruling was reversed last month by a three-judge panel of the 4th U.S. Circuit Court of Appeals. The Sierra Club asked for a rehearing before the full court. On Wednesday, the appeals court rejected that request.” [AP, 10/10/18]

2018: Dominion Noted Ongoing FERC Investigation In Quarterly Report. In its September 2018 quarterly SEC report, Dominion stated that “[Federal Energy Regulatory Commission] staff in the Office of Enforcement, Division of Investigations, is conducting a non-public investigation of Virginia Power's offers of combustion turbines generators into the PJM day-ahead markets from April 2010 through September 2014. FERC staff notified Virginia Power of its preliminary findings relating to Virginia Power's alleged violation of FERC's rules in connection with these activities. Virginia Power has provided its response to FERC staff's preliminary findings letter explaining why Virginia Power's conduct was lawful and refuting any allegation of wrongdoing. Virginia Power is cooperating fully with the investigation; however, it cannot currently predict whether or to what extent it may incur a material liability.” [SEC Form 10-Q, Dominion Energy, Inc., 11/2/18, sec.gov]
2017: Dominion Shareholders Rejected Proposals To Issue Assessment Of Impact Of Climate Change-Related Policies On Its Operations, Report On Methane Emissions. “Dominion’s shareholders approved a company name change today but rejected proposals related to lobbying disclosures, nominating a board member with environmental expertise, preparing a report on methane emissions and publishing a risk assessment of the company’s investment in fossil-fuel power generation, among other actions at the yearly shareholder meeting. Effective Wednesday, the company’s official name changed from Dominion Resources to Dominion Energy.” [Richmond Times-Dispatch, 5/10/17]

2016: Virginia Department Of Environmental Quality Proposed Fining Dominion $260,000 For Oil Spills In Potomac River, Waterfowl Sanctuary. “The Virginia Department of Environmental Quality has proposed fining Dominion Virginia Power about $260,000 for two oil spills that fouled public waters in January, including a 13,500-gallon spill that flushed from a Crystal City substation into a waterfowl sanctuary and the Potomac River. The environmental agency recommended on Monday that the utility pay a fine of $259,535 and reimburse the state $5,883 for its investigative costs related to both the Crystal City spill and a 9,000-gallon spill in Staunton in Augusta County... The Crystal City incident began Jan. 24 when mineral oil spilled from a transformer at Dominion’s substation in Arlington. About a week later, oil was seen in the nearby Roaches Run Waterfowl Sanctuary and the Potomac River near Reagan National Airport. An oil sheen on the Potomac was spotted as far south as Dyke Marsh, south of the Woodrow Wilson Bridge.” [Washington Post, 10/31/16]

- Fine Could Have Reached $1.3 Million. “The proposed fine could have reached $1.3 million. [DEQ spokesman Bill] Hayden said the recommended amount was determined based on investigation and analysis of the impact of the spill... The utility’s investigation into the incident, submitted to the state in August, said most of the spill was contained in an underground vault or troughs, but those vessels were not completely sealed. The oil leaked through a storm drain system into Roaches Run and from there into the Potomac River. Some 11,120 gallons of oil were recovered, Dominion said, and the utility spent $4.2 million for response, remediation and restoration in Arlington. Twenty-one birds, mostly Canada geese, died after the oil coated their feathers, and more were treated by a wildlife rescue team. Recreational fishermen were urged not to consume fish they caught in the vicinity during the two-week period when the spill was under investigation by a U.S. Coast Guard-led team.” [Washington Post, 10/31/16]

- District Of Columbia Fined Dominion An Additional $75,000. “Dominion Virginia Power has agreed to pay a $75,000 fine for spilling more than 13,000 gallons of mineral oil into the Potomac River last winter... D.C.’s Department of Energy and Environment announced today that the power company has been ordered to pay a civil penalty of $25,000 and an additional $50,000 to the agency to fund a stream survey and registry.” [DCist, 12/28/16]

2015: Nuclear Regulatory Commission Fined Dominion For Security Violation At Kewaunee Nuclear Power Plant. “Responding to a $17,500 civil penalty that the Nuclear Regulatory Commission has proposed against Dominion Energy Kewaunee Inc. for a security violation at its Kewaunee Nuclear Power Plant, the company this week admitted that it had made some changes to the station security plan as it took steps to decommission the facility... The company admits that it misunderstood how to implement the security plan change requirements that apply to permanently shutdown reactors, Zuercher said.” [Green Bay Press Gazette, 4/10/15]

2013: Dominion Paid $3.4 Million Civil Penalty, Agreed To Spend $9.8 Million On Environmental Mitigation Projects To Resolve Clean Air Act Violations. In April 2013, the Department of Justice and EPA announced that Dominion Energy had “agreed to pay a $3.4 million civil penalty and spend approximately $9.8 million on environmental mitigation projects to resolve Clean Air Act (CAA) violations. The settlement will result in reductions of nitrogen oxides, sulfur dioxide and particulate matter by more than 70,000 tons per year, across three of the utility’s coal-fired power plants, located in Kincaid, Ill., State Line, Ind., and Somerset, Mass... Under the settlement, Dominion must install or upgrade pollution control technology on two plants, and permanently retire a third plant. Dominion will be required to operate the new and existing pollution controls continuously, and will be required to comply with stringent emission rates and annual tonnage limitations.” [Dept of Justice, 4/1/13]

Virginia State Regulators Ordered Dominion To Share Federal Tax Savings With Customers By Cutting Requested Transmission Rates By $131 Million. “State regulators have trimmed Dominion Energy Virginia’s requested transmission
rates by almost $131 million, ordering the company to immediately share federal tax savings with customers. The State Corporation Commission dismissed the utility’s argument that it should wait up to two years to credit $118 million in savings from a 14 percentage point cut in the corporate income tax rate, citing decisions by Appalachian Power Co. and other utilities to reflect those savings in transmission rates now. ‘Importantly, this is customers’ money, not Dominion’s, as Dominion’s only basis to collect it is to pay its actual corporate taxes,’ the SCC said in its order on Thursday.” [Richmond Times-Dispatch, 8/2/18]

**Dominion’s Merger With South Carolina-Based SCANA Corp Could Take “Months” To Gain Approval From State, Federal Agencies.** “Virginia-based Dominion Energy is buying SCANA Corp. in a $14.6 billion deal that offers $1.3 billion in refunds to SCE&G power customers who unwittingly helped bankroll SCANA’s failed nuclear expansion project. In a news release announcing the deal, contingent on a myriad of regulatory and shareholder approvals, Dominion pledged cash refunds of about $1,000 per household to customers of SCE&G, SCANA’s Cayce-based electric utility... Many S.C. leaders were more cautious in evaluating the proposal, which could take up to nine months to gain approval from state and federal agencies.” [The State, 1/3/18]

- **South Carolina Lawmakers Expressed Concern Customers “Would Still Be Charged Higher Electricity Bills To Pay Off Debt For Two Abandoned, Unfinished Nuclear Reactors Over The Next Two Decades.”** “But the proposal has a major weakness in the eyes of S.C. lawmakers: Those customers still would be charged higher electricity bills to pay off debt for two abandoned, unfinished nuclear reactors over the next two decades. SCANA had said it would pay off that debt over the next 60 years... ‘Dominion Energy’s proposal to acquire SCANA is an interesting starting point,’ said S.C. House Speaker Jay Lucas, R-Darlington, whose chamber has introduced legislation that would halt the $27 a month that SCE&G is charging its customers for the failed nuclear project. ‘However, I believe more can be done to provide ratepayers with the relief and protections they deserve. As negotiations continue, the House will press forward with certain provisions in our ratepayer protection package to increase safeguards so that SCE&G consumers no longer feel the burden of the VC Summer collapse.’” [The State, 1/3/18]

- **U.S. Department Of Justice Among Agencies Needed To Approve Merger.** “The deal needs the approval of SCANA’s shareholders; the U.S. Federal Trade Commission; the U.S. Department of Justice; the Nuclear Regulatory Commission; the Federal Energy Regulatory Commission; and the public service commissions of South Carolina, North Carolina and Georgia.” [The State, 1/3/18]

**Time Warner**

**Barr Elected To Time Warner Board In 2009.** A July 2009 release from Time Warner announced that “its Board of Directors has elected William P. Barr to join the Board, effective today... Mr. Barr said: ‘I’m honore[d] to join Time Warner's Board of Directors. This is a great company, and I’m looking forward to working with management and my new colleagues on the Board to help the company build value for its stockholders.’” [ENP Newswire, 7/27/09]


**2017: Time Warner CEO Jeff Bewkes Was 8th Highest-Compensated CEO In America.** According to a New York Times/Equilar ranking of the 200 highest-paid chief executives in publicly-held American businesses, Time Warner CEO Jeff Bewkes received $49 million in compensation in 2017, the 8th-highest of those listed. That figure marked a 50% increase over his 2016 compensation of $32.6 million, despite Time Warner’s revenue dropping 4% over the same period.” [New York Times, 5/25/18]

**Time Warner Also Had One Of The Nation’s Largest CEO-Employee Pay Disparities, With Bewkes Earning 651 Times Time Warner’s Median Pay.** “[A]t Time Warner, where the median compensation is a relatively handsome $75,217, an
employee earning that much would still need to work for 651 years to earn the $49 million that Jeffrey Bewkes, the chief executive, earned in just 12 months... This year, publicly traded corporations in the United States had to begin revealing their pay ratios — comparisons between the pay of their chief executive and the median compensation of other employees at the company. The results were predictably striking. ‘It’s grotesque how unequal this has become,’ said Louis Hyman, a business historian at Cornell University. ‘For C.E.O.s, it’s like they are winning the lottery year after year. For a lot of Americans, they don’t have any savings. When they lose their job, they lose everything.’ Live Nation and Time Warner did not reply to requests for comment.” The Times’ ranking listed Bewkes’ CEO pay ratio as the 22nd biggest in their listing. [New York Times, 5/25/18; full list]

Barr Reported Holding $1.2 Million In AT&T Stock After Time Warner Acquisition. “Among [Barr’s] holdings are $1.2 million worth of shares in telecommunications and media company AT&T Inc. He served on the board of Time Warner, which was acquired by AT&T last year, from 2009 until 2018.” [Reuters, 1/10/19]

Barr’s Senate Questionnaire Mentioned $270,000 In AT&T Stock Options. In his Senate questionnaire, Barr wrote, “I have vested unexercised AT&T stock options valued at approximately $270,000.” [Barr Questionnaire, U.S. Senate Judiciary Committee]

Barr’ Role With Time Warner Ended When The Company Became An AT&T Entity. “Barr’s role with Time Warner ended earlier this year, when the company became an entity of AT&T called WarnerMedia, a company spokesman said.” [Washington Post, 12/8/18]

- **Under Merger, WarnerMedia “One Of Four Distinct Business Units” Operating Under AT&T; Runs HBO, Turner, Warner Bros. Divisions.** According to the WarnerMedia web site as of December 2018, “WarnerMedia is comprised of HBO, Turner and Warner Bros. Together, these business units are leaders in the industry in creating premium content, operate one of the world’s largest TV and film studios and own a vast library of entertainment. WarnerMedia is one of four distinct business units operating under AT&T Inc... Turner Ad Sales has a portfolio of advertising solutions offering creative innovation and value for advertisers. Turner provides a full suite of capabilities that deliver demonstrably greater results for advertisers than traditional methods and practices.” [warnermediagroup.com, Accessed 12/13/18]

Justice Department Filed New Appeal Challenging Time Warner Merger With AT&T In July 2018. “The federal government on Thursday mounted a new effort to unravel AT&T’s deal with Time Warner, a blockbuster merger that has already started to reshape the media industry. The deal was finalized a month ago, after a federal judge rejected the government’s argument that the $85.4 billion agreement would harm competition and consumers... The Department of Justice filed its notice of appeal on the same day that Netflix beat out HBO for the most Emmy nominations — ending the premium channel’s 17-year run as the most-nominated outlet. The Justice Department declined to comment. But experts say the appeal sends a clear signal that the government, despite its court loss, will be aggressive on deals between companies with complementary businesses, known as vertical mergers. Immediately after the AT&T-Time Warner merger was approved last month, Comcast entered a bidding war with the Walt Disney Company for the entertainment assets of 21st Century Fox.” [New York Times, 7/12/18]

Justice Department Was Still Litigating Merger Appeal As Of December 2018. “The Justice Department urged a federal appeals court Thursday to reconsider AT&T’s $85 billion acquisition of Time Warner, arguing that the judge who approved the deal in June misunderstood fundamental economic principles and ignored how AT&T could unfairly extract higher fees from rivals by threatening to black out popular TV channels. The Department of Justice delivered oral arguments in its appeal of a lower court decision that handed the agency a major defeat in one of the most closely followed antitrust trials in decades. The blockbuster case — the first time since the Nixon era that the government has gone to court to challenge this type of deal — was seen as a landmark legal dispute because it signaled how regulators and courts might treat mergers between companies that don’t compete with each other.” [Washington Post, 12/6/18]

Barr Voted For, Strongly Advocated For AT&T Merger. “Barr, who joined the Time Warner board in 2009, voted for the merger with AT&T and was a strong advocate for it. The merger was proposed in October 2016 as an $85 billion
combination that would create a giant media and telecom enterprise. Trump promptly turned the proposal into an issue on the campaign trail, saying, ‘We will not approve’ the merger ‘in my administration because it’s too much concentration of power in the hands of too few.’” [Washington Post, 12/8/18]

Barr Joined Time Warner Officials At Justice Department Meeting In 2017, Regarding Concerns That Opposition To Merger Was Motivated By Trump’s Distaste For CNN. “Thirteen months before he was picked Friday by President Trump to be attorney general, William P. Barr was sharply at odds with the Justice Department he hopes to oversee. Barr served on the board of Time Warner, which was seeking to merge with AT&T. He joined other Time Warner officials at a meeting with the antitrust officials at the Justice Department who were seeking to block the merger. A key issue was whether the officials were motivated by Trump’s dislike of Time Warner-owned CNN.” [Washington Post, 12/8/18]

- Barr Said It Was “Disturbing” If Opposition To Merger Was “To Serve A Political End,” Questioned If Justice Department Had “Political Or Other Motivation.” “Thirteen months before he was picked Friday by President Trump to be attorney general, William P. Barr was sharply at odds with the Justice Department he hopes to oversee. Barr served on the board of Time Warner, which was seeking to merge with AT&T. He joined other Time Warner officials at a meeting with the antitrust officials at the Justice Department who were seeking to block the merger. A key issue was whether the officials were motivated by Trump’s dislike of Time Warner-owned CNN. Barr, in an affidavit filed as part of litigation over the merger, said he was dismayed by the ‘inexplicable’ opposition to the merger expressed by Justice antitrust head Makan Delrahim. Barr highlighted what he called Trump’s ‘prior public animus towards CNN and this merger.’ He then questioned whether the merger was being opposed ‘to serve a political end’ and whether Justice officials had a ‘political or other motivation.’ ‘As a former Attorney General,’ concluded Barr, who served in that position under President George H.W. Bush, ‘that is disturbing to me.’” [Washington Post, 12/8/18]

- Barr Declined To Comment For Washington Post Report; Justice Department Antitrust Head Makan Delrahim Called Him “A Friend And An Excellent Choice By The President.” “Barr declined to comment for this story. In a statement to The Washington Post, Delrahim did not address the dispute that the clashing affidavits revealed, but he said he has known and admired Barr for many years, adding that Barr ‘is a friend and an excellent choice by the President to continue the strong law and order policies of this Administration.’” [Washington Post, 12/8/18]

- Justice Department Officials Said Barr Appeared “Uncomfortable” During Meeting, Got Up From Chair After Time Warner General Counsel Said Opposing Merger Would Be “A Shitshow” Akin To Jimmy Hoffa Disappearance Or Comey Firing. “If the Trump administration went ahead with the antitrust action, Time Warner general counsel Paul Cappuccio told Justice officials, the case would be ‘a sh*tshow like you’ve never seen,’ comparing it to the disappearance of Teamsters President Jimmy Hoffa and the firing of FBI Director James B. Comey, according to an affidavit from Delrahim… Barr appeared ‘uncomfortable,’ got up from his chair, and the meeting soon ended, according to Delrahim. Andrew C. Finch, the principal deputy assistant attorney general, attended the meeting and, in his affidavit, corroborated the account given by Delrahim.” [Washington Post, 12/8/18]

- Barr Called Delrahim And Finch’s Accounts “Inaccurate” In Affidavit. “In response, Barr signed a separate affidavit contradicting the recollection of the two Justice officials. He said he had no memory of Cappuccio referencing Hoffa or Comey. Barr said the accounts given by Delrahim and Finch were ‘inaccurate and incomplete.’ In addition to stating that Delrahim ‘would not engage in a meaningful discussion’ about potential remedies to avoid a trial regarding the merger, he said that ‘no reasonable person could have misinterpreted Mr. Cappuccio’s comments as a threat that the companies would personally attack Mr. Delrahim or anyone else in the event of litigation.’” [Washington Post, 12/8/18]
Caterpillar Hired Barr As Outside Counsel In March 2017. In a March 2017 release, Caterpillar Inc. announced “it has retained former U.S. Attorney General William P. Barr as outside counsel. Jim Umpleby, who became Chief Executive Officer of Caterpillar on January 1, 2017, has tasked Mr. Barr, currently of counsel to the law firm of Kirkland & Ellis LLP, with reviewing matters relating to the search warrants executed at Caterpillar facilities on March 2, 2017, and assisting the company in appropriately addressing those matters.” [PR Newswire, 3/16/17]

Federal Agents Had Previously Raided Caterpillar Over Investigation Into Offshore Tax Practices. “Federal agents raided three Caterpillar buildings near its Illinois headquarters on Thursday, company and law enforcement officials said, in an escalation of an inquiry into the heavy equipment manufacturer’s offshore tax practices. Caterpillar has been dogged by accusations that it slashed its domestic tax bill by shifting corporate profits from the United States to a subsidiary in Switzerland. A 2014 congressional investigation concluded that a scheme to move cash between the company’s American and foreign subsidiaries cut its tax bill in the United States by $2.4 billion over 13 years. The United States attorney’s office for the Central District of Illinois, the Internal Revenue Service criminal investigation division, and two other agencies led the search of Caterpillar buildings near Peoria, Ill., where Caterpillar is based, said Sharon Paul, a spokeswoman for the United States attorney.” [New York Times, 3/2/17]

Government Report Accused Caterpillar Of Tax And Accounting Fraud. “For years, federal investigators have been scrutinizing Caterpillar’s overseas tax affairs with no resolution to the examinations of the complex maneuvers involving billions of dollars and one of the company’s Swiss subsidiaries. Now, a report commissioned by the government and reviewed by The New York Times accuses the heavy-equipment maker of carrying out tax and accounting fraud. It is extremely rare to accuse a big multinational company of tax fraud, which could result in high penalties. ‘Caterpillar did not comply with either U.S. tax law or U.S. financial reporting rules,’ wrote Leslie A. Robinson, an accounting professor at the Tuck School of Business at Dartmouth College and the author of the report. ‘I believe that the company’s noncompliance with these rules was deliberate and primarily with the intention of maintaining a higher share price. These actions were fraudulent rather than negligent.’” [New York Times, 3/7/17]

Caterpillar “Vigorously” Contesting $2.3 Billion In Taxes And Penalties Proposed By IRS. “According to the company’s annual 10-K report filed Thursday with the U.S. Securities and Exchange Commission, Cat now faces $2.3 billion worth of back taxes and penalties as the result of Internal Revenue Service audits of its 2007-2012 tax returns, including a loss carryback to 2005. In the report, the company says that it is ‘vigorously contesting’ the penalties. However, based on the company’s statement that it has not changed the way it files taxes in the ‘years after 2012,’ Cat might be in for more penalties before the federal government’s investigation into Cat’s tax strategy is all said and done.” [Equipment World, 2/15/18]

Government Investigation Stemmed From Caterpillar Accountant Who Alleged The Company Used Switzerland And Bermuda Shell Companies To Avoid Taxes. “The government’s frustration with the company’s tax dealings boiled over into a full-blown investigation following accusations from whistleblower Daniel Schlicksup, a once highly-trusted member of Cat’s corporate accounting team. Schlicksup filed a wrongful termination lawsuit in 2009 alleging that he had been warning Cat executives of the illegality of the company’s tax scheme since 2007. Schlicksup alleged the company used what he referred to as a ‘Swiss structure’ and a ‘Bermuda structure’ to avoid paying taxes by moving select profits to offshore shell companies located in Switzerland and Bermuda. Much of the investigation—and these increased tax penalties—centers around Caterpillar SARL (CSARL), a Switzerland-based parts subsidiary. Cat has allegedly attributed 85 percent of its parts sales to CSARL even though the vast majority of those sales happen in the U.S. where they would be taxed at a higher rate.” [Equipment World, 2/15/18]

Barr “Declined To Comment” On His Role In Caterpillar Case. “Barr previously declined to comment on his role in the tax dispute.” [Bloomberg, 12/6/18]

September 2018: Caterpillar Won Dismissal Of Shareholder Lawsuit Relating To Case. “Caterpillar Inc on Wednesday won the dismissal of a lawsuit accusing the heavy machinery manufacturer of misleading shareholders about risks it allegedly took on by using foreign subsidiaries to avoid paying U.S. taxes. U.S. District Judge Sharon Johnson Coleman in Chicago said plaintiffs led by Société Générale Securities Services failed to show that Caterpillar intended to defraud
them, or knowingly made false statements about criminal and civil probes into its tax practices. The lawsuit was filed on March 3, 2017, one day after Caterpillar’s market value sank more than $2.4 billion as agents from the Department of Commerce, Federal Deposit Insurance Corp and Internal Revenue Service raided three of its facilities, including its former headquarters in Peoria, Illinois.” [Reuters, 9/26/18]

**Barr Argued Caterpillar Investigation Should Be A Civil Case, Justice Department Review Still Pending As Of January 2019.** “After leaving Verizon in 2008, Mr. Barr took a job at the law firm Kirkland & Ellis, eventually representing a range of big corporations such as Caterpillar Inc. In March 2017, federal agents executed search warrants at several Caterpillar facilities in Illinois as part of a wide-ranging investigation into the company’s tax and export filings. Company officials, spooked by the raids, brought in Mr. Barr. He challenged the Justice Department’s decision to frame the probe as a criminal matter, saying it should be a civil case instead and arguing that any potential discrepancies in Caterpillar’s export filings were unintentional, according to people familiar with the case. The company is awaiting a review by Justice Department officials, one of these people said.” [Wall Street Journal, 1/6/19]

**Verizon/GTE**

**Barr Retired As General Counsel With Verizon In 2008 After “14-Year Career,” Played “Central Role” In Mergers.** “William P. Barr announced he is retiring as general counsel of Verizon Communications Inc., after a 14-year career in which he helped steer the telecom company through a period of industry deregulation and consolidation. Mr. Barr, 58 years old and a former U.S. Attorney General under President George H.W. Bush, was general counsel at GTE Corp., which merged with Bell Atlantic Corp. to create Verizon in 2000... Mr. Barr has played a central role in Verizon’s acquisitions, including that of MCI Communications in 2006. ‘We’ve gone through a very tumultuous time and have ended up a winner in the sector,’ Mr. Barr said in an interview.” [Wall Street Journal, 9/30/08]

**Barr’s Final Year Compensation With Verizon Was Worth Nearly $16 Million.** According to Verizon’s 2009 proxy statement, Barr earned total compensation of $15,911,560 in 2008. The majority of that amount came from the terms of his employment agreement; a footnote specified that “The Company determined that under the terms and conditions of his employment agreement, upon his departure on December 31, 2008, Mr. Barr was entitled to receive a separation payment of $10,380,000, which will be payable to Mr. Barr on or about July 1, 2009.” [Schedule 14A, Verizon Communications Inc., 3/23/09, sec.gov]

**Barr Held Millions Of Dollars’ Worth Of Verizon Stock Upon His Departure, Either Directly Or Indirectly.** According to Barr’s final Form 4 SEC filings pertaining to Verizon, in December 2008 he acquired an additional 44 shares of common stock at $33.19 per share as deferred compensation, leaving his final reported holdings as 13,119 shares of common stock (indirectly held). A footnote further explained that “in addition,” as of the end of 2007 Barr held an additional 10,655 shares directly, along with several forms of indirect holdings: 3,527 shares in “Savings Plan,” 93,748 in 2006 performance stock units (“PSUs”), 71,714 in 2007 PSUs, 73,750 in 2008 PSUs, 62,499 in 2006 restricted stock units (“RSUs”), 47,813 in 2007 RSUs, and 49,170 in 2008 RSUs. [SEC Form 5, Verizon Communications Inc, 12/30/08, sec.gov]

**Shareholder Raised Concerns With Barr’s Pay, Noting Independent Research Firm Had Given Verizon A “D” Rating In Part Because Of “Very High Concern” For Executive Pay.** An item in the 2010 Verizon proxy card included a proposal from Kenneth Steiner of New York, who called for a shareholder right to call a special meeting. Steiner specifically pointed out that “The Corporate Library... an independent investment research firm rated our company ‘D’ with ‘High Governance Risk’ and ‘Very High Concern’ in executive pay – $18 million for Ivan Seidenberg, $15 million for William Barr and $11 million for Dennis Strigl.” [Schedule 13A, Verizon Communications Inc, 3/22/10, sec.gov]

**Barr Was One Of The Highest-Paid General Counsels In The Country.** A 2006 Inside Counsel survey ranked Barr as the 11th highest-paid general counsel in the country, based on 2004 SEC filings. Barr’s total cash compensation of $1,847,800 ranked behind only attorneys from Lehman Brothers, Time Warner, Viacom, AT&T, Altria, Disney, FedEx, WellPoint, News Corp., and MGM Mirage. [Inside Counsel, April 2006]
Legal Week: Post-Enron Regulatory Clampdown Sent In-House Counsel Salaries “Soaring.” “The post-Enron governance clampdown sent pay for top US in-house lawyers soaring last year, according to new research that shows take-home pay for general counsel at the US' largest companies rocketed by more than 15%... The pay hikes have been put down to the added watchdog role that general counsel have assumed following the Sarbanes-Oxley Act, which handed them rafts of responsibilities within a company to prevent fraud and regulatory breaches... general counsel in the list to receive more than $1m in bonuses included Verizon Communications' William Barr, FedEx's Kenneth Masterson, Walt Disney's Alan Braverman and United States Steel's Dan Sandman.” [Legal Week, 7/28/05]

Verizon CEO Ivan Seidenberg Praised Barr For “Leading The Charge To Deregulate Telecommunications Companies,” “Enabling A New Era Of Consolidation And Growth.” In the Verizon press release on Barr’s retirement announcement, Chairman and CEO Ivan G. Seidenberg said, “Bill's leadership and impact on Verizon and our entire industry have been extraordinary... He has set the standard for what it means to be a superior general counsel, paving the way for the restructuring of the communications marketplace, leading the charge to deregulate telecommunications companies following the Telecom Act of 1996, and enabling a new era of consolidation and growth. That, combined with his exemplary service to our nation and his prowess as an attorney, make Bill's legacy exceptional. We have valued his advice and counsel greatly, and we will miss him, knowing his contributions to society are no doubt far from over.” [PR Newswire, 9/29/08]

• Barr: “I Will Always Be Proud Of Being Part Of The Verizon Family.” In his retirement press release, Barr commented, “It has been a rare privilege to work under Ivan's leadership as he has led Verizon's historic transformation, redefining the telecommunications space while making Verizon the premier broadband and wireless provider in the U.S. Because of his vision, the skills of his superior leadership team and the remarkable efforts of all Verizon employees, the future of our company as an industry leader is assured. I will always be proud of being part of the Verizon family. With the foundation for our continued success well established, this is a logical time for me to retire.” [PR Newswire, 9/29/08]

Seidenberg Credited “Variety Of Acquisitions” To Barr, Said He “Had A Lot Of Influence” At Verizon. “Mr. Barr became GTE’s general counsel in 1994, where he gained a reputation as a quick study of a convoluted industry. The company won regulatory approval for a variety of acquisitions during his tenure, an accomplishment former Verizon chief executive Ivan Seidenberg attributes largely to Mr. Barr. ‘He had a lot of influence in the company,’ Mr. Seidenberg said.” [Wall Street Journal, 1/6/19]

2000: Barr Blamed Government Regulations For Lack Of Telephone Service Competition. “Consumers don't have a choice for telephone service because there has been too much government regulation, the vice president of a large telecommunications company told 200 people gathered here Monday. 'The greatest danger to competition is the regulators,' William Barr, vice president of Verizon Communications said at the annual Progress and Freedom Foundation Technology Summit. At least 200 corporate executives, government leaders and lobbyists converged here Monday to debate government regulation of telecommunications and the Internet.” [Denver Post, 8/22/00]

• Barr: “It’s Time For The FCC To Get Out OF The Way.” “Barr, former vice president of GTE, said regulators imposed too many rules on local telephone companies as conditions for them to move into the long-distance market. 'Markets, not the all-knowing regulators, create competition,' he said. 'I think it's time for the FCC to get out of the way and let the strong, vibrant players that are in the market get to it.'” [Denver Post, 8/22/00]

Barr “Lashed Out At The FCC’s Public Interest Test Imposed On Merging Telecommunications Companies” In Telecommunications Act Of 1996. “Finding out how the Telecommunications Act of 1996 is working is about the same as asking around to see how the big game went last night - it depends on who you talk to. The act and the Federal Communications Commission (FCC) took their licks today at the Aspen Summit, but some praise was dished out as well, though the positives were lukewarm compared to some of the remarks from the act’s detractors. William P. Barr, executive vice president and general counsel of Verizon Communications, lashed out at the FCC's public interest test imposed on merging telecommunications companies. ‘What they really do in the practical world is use it to extort
concessions from anyone who’s unlucky enough to have a merger over which they have jurisdiction,’ said Barr, ‘because they will say, ‘You can’t get the votes unless you do this and this and this.’” [Newsbytes, 8/21/00]

Barr Was “Widely Credited” With Leading Telecommunications Industry Charge Against Telecommunications Act Of 1996. “Mr. Barr spent much of his post-government career as top lawyer for GTE, the telecommunications company that became today’s Verizon Communications Inc. He was widely credited with leading the industry’s charge against the federal government’s implementation of the Telecommunications Act of 1996.” [Wall Street Journal, 1/6/19]

Barr Successfully Lobbied Congress To Give GTE Right To Offer Long-Distance Service In Telecommunications Act, While Regional Bell Companies Remained Barred From The Market. “One of GTE’s greatest strengths, however, is its legal and lobbying clout, thanks in no small part to the savvy of its chief counsel, former U.S. Attorney General William Barr. Barr helped persuade Congress, in the 1996 Telecommunications Act, to give GTE the right to offer long-distance service, while regional Bell companies remain barred from that market until they prove to federal regulators that their local markets are fully open to competition.” [San Francisco Chronicle, 10/24/97]

• GTE Was Signing Up As Many As 6,0000 New Long-Distance Customers A Day After Telecommunications Act Became Law. “In 1994, Mr. Barr accepted an offer to join GTE, the largest provider of local phone service, with 17 million customers and more than $20 billion in revenues. Despite its size, GTE has not developed a strong image in an industry dominated by AT&T, MCI Communications, and ambitious Bell companies like Bell Atlantic. GTE is based in Stamford, Conn. But for a lawyer seeking to take on the regulators, GTE does have one crucial advantage: Unlike the Baby Bells, it was allowed to expand into long distance as soon as the telecommunications act became law last February. GTE has already attracted nearly 850,000 long-distance customers -- and is signing them up at a rate of 6,000 a day. The Bells, by contrast, have to satisfy a checklist of requirements before they can get into the market -- chief among them, that there is genuine competition in their local market. It is up to the F.C.C. to decide when a Bell company has met the checklist.” [New York Times, 1/20/97]

• GTE Was Also Among First Phone Companies to Ask For Rate Increases In Wake Of Telecommunications Act. “GTE also is among the first phone companies in the nation to ask for rate increases in the aftermath of federal legislation, which lawmakers promised consumers would lead to more competition and lower rates. GTE first asked to raise rates for Virginia customers in June 1995, but amended its request this year amid public outcry. Its current plan is to raise rates from a range of $ 6.69 to $ 13.83 to a new range of $ 12.98 to $ 16.83. The extra money is needed, GTE says, to help it ‘rebalance’ its revenue sources in the face of competition.” [Washington Post, 10/23/96]

Barr Filed Successful Lawsuits Blocking FCC Decrees “Aimed At Making GTE And Other Phone Companies More Open To Competition.” “Barr has also filed successful lawsuits blocking decrees by the Federal Communications Commission aimed at making GTE and other local phone companies more open to competition. These victories have competitors fuming. AT&T and MCI, for example, complain that GTE resisted letting them into its local markets, contrary to the intent of the 1996 act. In California, GTE began switching customers over to AT&T only this month, and at a rate of only 10 per day, said Lois Hedgpeth, president of AT&T’s Pacific region. She said GTE is about a year behind Pacific Bell in opening its markets. ‘GTE is world class at obstructing local competition,’ she charged. ‘Getting them to open up their markets is as hard as getting a 2-year-old to sit still for a day.’” [San Francisco Chronicle, 10/24/97]

Barr Crafted “Aggressive Legal Strategy” To Help GTE “Capitalize More Than Any Other Company” On 1996 Telecommunications Act. “While GTE was the nation’s largest local phone company until Southwestern Bell-PacTel and Bell Atlantic-Nynex mergers far eclipsed it this year, it has traditionally been No. 2 in the 29 states where it operates. Serving mainly rural and suburban markets, and with a satisfaction rating that lagged behind most competitors’, it labored under a generally minor-league reputation. But an aggressive legal strategy, crafted by former U.S. Attorney General William Barr, has helped GTE capitalize more than any other company on the 1996 law that opened local phone markets. GTE won favorable pricing rules in a series of court cases. As a No. 2 competitor, it also faces fewer regulatory restrictions. So, while most big local phone companies can’t yet sell long-distance service to their customers, GTE has picked up 1.5 million subscribers from around the country.” [Dallas Morning News, 10/16/97]
New York Times: Barr Led “Landmark Legal Assault” On Telecommunications Act’s Implementation. “When William P. Barr is prepping for a big legal case, he brooks no interruptions. And this week, Mr. Barr was holed up in a hotel room here preparing for one of the biggest cases of his career: the GTE Corporation’s challenge of the Federal Government’s rules on opening up the $100 billion local telephone business. So when he received a call from GTE’s chairman, Charles R. Lee, Mr. Barr told him, ‘You have 60 seconds.’ Normally, a company’s general counsel would not treat his chairman like a junior associate at a law firm. But Mr. Barr is not a normal general counsel; he is a former United States Attorney General under President George Bush. He is also leading a landmark legal assault on how the Government plans to carry out the Telecommunications Act of 1996.” [New York Times, 1/20/97]

- **Barr: “My Basic Philosophy Is That You Don't Get Anywhere By Kowtowing To Regulators.”** “The United States Court of Appeals for the Eighth Circuit is not expected to rule on the case until spring. But Mr. Barr’s campaign may have already had an effect: The F.C.C. has softened its stance toward the local phone companies in subsequent proceedings. And Mr. Barr has become a standard bearer for those who believe the Government is shackling GTE and the Bells in its zeal to unshackle the rest of the industry. ‘I’m not a bomb thrower by any means,’ Mr. Barr said in an interview after he completed his oral argument, ‘but my basic philosophy is that you don’t get anywhere by kowtowing to regulators.’” [New York Times, 1/20/97]

- **FCC Official Called Barr’s Tactics Incendiary, “He Has Turned This Into A Sort Of Holy War.”** “Officials at the F.C.C., however, said Congress directed them to open up the local telephone market. They said Mr. Barr’s tactics were downright incendiary. ‘He has turned this into a sort of holy war,’ one top official said, speaking on condition of anonymity. ‘The problem with holy wars is that they take you where you don’t want to go.’ If GTE prevails in its case, the F.C.C. fears, the competition promised by the telecommunications act will be strangled by countless other legal challenges. Officials say that allowing the states to dominate the process, as Mr. Barr proposes, would result in a crazy-quilt of regulations that could deter potential new competitors like AT&T or Time Warner.” [New York Times, 1/20/97]

2008: Congress Provided “Retroactive Legal Immunity” To Telecomm Companies On Warrantless Wiretapping After Lobbying By Industry, Bush White House. “Telecom companies including Verizon have been sued for their alleged role in the Bush administration’s warrant-less surveillance program. After lobbying by the industry and the White House, legislation providing retroactive legal immunity to telecom companies passed Congress this year.” [Wall Street Journal, 9/30/08]

- **Barr Helped Lead “Lobbying Blitz” On Immunity Legislation.** “The Senate Intelligence Committee approved a measure Thursday that includes liability protection for tele-phone companies that can show a court that they aided the government under a legal directive from the attorney general. The measure has strong bipartisan support... Smith’s views, almost universal among Republicans, taken with the liability granted by the Senate Democrats on the intelligence panel, show how successful the telecom industry has been in making its case on Capitol Hill. Leading the lobbying blitz are some of the most well-connected Democrats and Republicans in the business. They include Verizon general counsel William Barr, who served as attorney general under former President Bush, and AT&T’s senior vice president James Cicconi, who was the senior Bush’s deputy chief of staff. The legion of lobbyists includes Charlie Black, a senior adviser to President Ronald Reagan and the senior Bush; Dan Coats, a former Republican senator who works at Atlanta-based King & Spaulding; and Jamie Gorelick, a deputy attorney general during President Clinton’s administration and a member of the Sept. 11 commission.” [Cox News Service, 10/19/07]

Barr Said He Would Continue Employing Outside Law Firms Even If They Represented Guantanamo Bay Detainees. “Pentagon official Charles ‘Cully’ Stimson rattled off a list of firms representing Guantánamo Bay detainees — such as Mayer, Brown, Rowe & Maw; Jenner & Block; WilmerHale; and Covington & Burling — predicting that businesses would shun their outside counsel for making the companies foot terrorists’ legal bills... Instead of Fortune 500 companies such as Microsoft, DaimlerChrysler, and Pfizer dumping their outside counsel in a fit of political protest, firms have largely gotten support from corporate America and from within their partnership ranks... ‘I intend to continue to use the firms that regularly represent us. The fact that they engage in pro bono work or work for other clients that I don’t necessarily..."
agree with doesn’t affect my decision,’ says William Barr, general counsel of Verizon Communications and former attorney general under President George H.W. Bush. Debevoise & Plimpton and WilmerHale have both represented Verizon and are active in representing detainees.” [Legal Times, 1/22/07]

2005: Justice Department Approved Verizon-MCI Merger “Without Any Significant Conditions.” “The nation's two biggest local phone companies received approval Thursday from antitrust regulators to buy the two largest long-distance carriers in multibillion-dollar mergers that would change the landscape of the telecommunications industry. The Justice Department cleared the mergers of SBC Communications Inc. with AT&T and of Verizon Communications Inc. with MCI Inc. without any significant conditions, such as the asset sales that critics said were needed to ensure adequate competition.” [Associated Press, 10/28/05]

- **FCC Approved Merger, But Required Verizon Freeze Wholesale Prices On Business Lines Leased To Competitors, Guarantee Internet Access Be Sold As Stand-Alone Service.** “Government regulators on Monday approved SBC Communications' takeover of AT&T and Verizon Communications' purchase of MCI, removing the final federal hurdle for the multibillion-dollar deals. It allows the nation's two biggest local phone companies to combine with the two largest long-distance carriers. By 4-0 votes, the Federal Communications Commission said yes to the mergers but added several conditions. Among them, it required that SBC and Verizon freeze the wholesale prices they charge competitors to lease high-capacity business lines and to guarantee that they will sell their Internet access as a stand-alone service so customers aren't forced to buy local phone service as well.” [CBS News, 12/17/05]

- **Consumers Union Called Merger An “Earth-Shattering Reversal Of Competition Policy.”** “Gene Kimmelman, senior policy director at Consumers Union, said the decision will eliminate regional competition, leading to fewer choices for consumers and increasing or inflated prices for local, long-distance, high-speed Internet and wireless service. ‘This is an earth-shattering reversal of competition policy from the agency that 21 years ago broke up the Bell monopoly and today is coddling the dominant Bell companies who seek to re-monopolize each of their regions,’ said Kimmelman. ‘Rubber-stamping these mergers is an embarrassing milestone in this nation because it puts an end to any real hope of head-to-head telephone competition.”” [CBS News, 12/17/05]

- **In May 2005, Barr Thanked Justice Department For Working “Expeditiously” On Authorizing Trust For Closing On MCI Shares Purchase Agreement.** In a May 2005 press release, Verizon announced “that the Department of Justice has authorized the company to set up a trust to facilitate closing on the company's agreement to purchase approximately 43.4 million shares of MCI, Inc. common stock from eight entities affiliated with Carlos Slim Helu... Once the purchase closes, Verizon will transfer the shares to a trust. The trustee, former U.S. Attorney General Dick Thornburgh, will hold the shares on behalf of Verizon and will vote the shares in support of the proposed merger of Verizon and MCI at a future MCI shareholder meeting. ‘We appreciate the efforts of the Justice Department’s staff who worked constructively and expeditiously with us to put in place this arrangement for the shares,’ said William Barr, executive vice president and general counsel of Verizon.” [PR Newswire, 5/13/05]

Verizon Hired Four Outside Law Firms – “All Based In Washington” - To Help Clear MCI Merger. “How many antitrust law firms does it take to smooth the way for a multibillion-dollar telecommunications merger? John Thorne, senior vice president and deputy general counsel for Verizon Communications Inc., is betting on the number four. That’s how many big-name firms -- each with battalions of lawyers -- Thorne has hired to help Verizon clear the antitrust review of its bid for MCI Inc. Most companies attempting large mergers hire one or two firms, so a team of four might look a bit like overkill, especially given the size and expertise of the firms tapped by Verizon. Among their ranks are a former chairman of the Federal Trade Commission and two former assistant U.S. attorneys general for antitrust matters... Verizon's expanded team includes a mix of experts known for their political connections as well as their sharp minds on antitrust matters. The four firms, all based in Washington, are: O'Melveny & Myers LLP, led by former Federal Trade Commission Chairman Timothy J. Muris, who stepped down last year to return to teaching at George Mason University School of Law. Howrey Simon Arnold & White LLP, led by former Assistant Attorney General for Antitrust Jim Rill. Appointed by President Reagan, he has a long-standing relationship with William Barr, Verizon's general counsel. Wilmer Cutler Pickering Hale and Dorr LLP, led by former Acting Assistant Attorney General for Antitrust A. Douglas Melamed, also known in the broader legal community for his seminal work on property theory with Guido Calabresi (now a judge),
Steven Pearlstein In 2004: “Bully-Boy Barr” Likely Trying To Scuttle Sprint-Nextel Merger. In a December 2004 piece, Washington Post business columnist Steven Pearlstein wrote that a Sprint-Nextel merger "would be the only independent wireless provider with the scale, scope, technology and management heft to give the cable and telephone monopolists a run for their money. No doubt Verizon’s pugnacious general counsel, Bill Barr, has been busy dreaming up ways to try to scuttle the deal -- including Verizon making its own bid for Sprint, or making a head-fake in that direction. If FCC Chairman Michael Powell were the consumer champion he fancies himself to be, he’d send back word to bully-boy Barr that any funny business could jeopardize Verizon’s proposed purchase of badly needed spectrum from NextWave, now pending before the commission.” [Washington Post, 12/15/04]

Barr Argued FCC Would Open Itself Up To Criminal Prosecution By Granting Nextel Spectrum To Help Avoid Interference With Public Safety Radios; FCC Chairman Described “Some Of The Most Ruthless Lobbying I Have Ever Encountered.” “Nextel Communications Inc. won a hard-fought battle as federal regulators unanimously approved a plan to award the wireless carrier valuable radio-wave spectrum to help eliminate interference between its phones and public-safety radios of police, firefighters and others... Verizon Wireless, Nextel's arch rival, labelled the decision ‘bizarre’ and called on Congress to take action... Verizon's lobbying kicked into high gear as it became apparent that an FCC decision was near. Last week, William P. Barr, the general counsel for Verizon Communications Inc., Verizon Wireless's majority owner, told the FCC's commissioners that they could face individual criminal liability if they proceeded with the plan... The FCC's [Michael] Powell said the proceeding was marked by ‘some of the most ruthless lobbying I have ever encountered,’ and he called on the wireless industry to stop ‘nickel and diming’ the issue. ‘You cannot put a dollar value on life of the men and women who wear the shield,’ he said.” [Total Telecom, 7/9/04]

- Steven Pearlstein Called Verizon’s Efforts “Political Thuggery.” “It’s fair to say that yesterday’s 5 to 0 vote from the often fractious commission approving the Nextel deal was nothing less than a rebuke for Verizon. And it was delivered by none other than Chairman Michael Powell, normally a Verizon ally, who took the unusual step of departing from his prepared text to characterize Verizon’s lobbying as the most ruthless he has encountered in nearly seven years on the commission... Under the deal, Nextel will get its new spectrum, but not without paying at least $3 billion, more than it had previously offered and anticipated. And to put to rest the legal objections raised so ham-handedly in Barr’s letter, nothing will happen until the comptroller general gives the deal his blessing. But none of that was good enough for Verizon, which will accept nothing less than total victory. Its lobbyists were already plotting with congressional allies to try to overturn the commission decision, even as Barr prepares the inevitable legal challenge that will be pursued to the Supreme Court, if necessary. A Verizon spokesman even went so far yesterday as to liken the FCC’s decision to the arms-for-cash swap at the heart of the Iran-contra scandal. As one old FCC hand told me this week, there is a steep price to pay at some point for practicing such political thuggery. Yesterday’s 5 to 0 vote suggests that Verizon’s day of reckoning may not be far off.” [Steven Pearlstein, Washington Post, 7/9/04]

- Charlottesville Deputy Fire Chief Said Verizon Would Be To Blame For Any Deaths Or Injuries If Barr’s Letter Delayed Action: “Verizon... Has Repeatedly Shown Total Disregard For Public-Safety Responders.” “Charles Werner, deputy fire chief in Charlottesville, Va., said he was not surprised that Verizon would pursue a tactic such as the Barr letter. If a civilian or public-safety officer is injured or killed as a result of any delay caused by the letter, ‘let the blame be clearly and directly pointed to Verizon,’ he said. ‘Verizon, through their repeated actions with at least 10 changes in position on this serious problem, has repeatedly shown total disregard for public-safety responders and - ultimately - the citizens that are served,’ Werner said.” [Mobile Radio Technology, 7/1/04]

- FCC Commissioner Criticized Barr’s Letter As “Take No Prisoners Mentality.” “FCC Comr. Michael Copps sharply criticized a letter from Verizon Gen. Counsel William Barr suggesting that commissioners would violate criminal laws if they voted to give Nextel 10 MHz of spectrum at 1.9 GHz as part of the 800 MHz rebanding proposal. Copps told reporters at a press breakfast Wed. he was distressed that ‘the city as a whole just gets closer and closer to this take
William P. Barr, executive vice president and general counsel of GTE, said. “The official most responsible for Verizon's Washington strategy is general counsel William P. Barr, the former U.S. attorney general who brings the litigator's take-no-prisoners approach to government relations. Maybe it's time for Chairman Ivan Seidenberg to rein in his litigious bullyboy. Rather than playing the role of the old regulated monopoly, scheming endlessly to eliminate rivals and tilt the rules in its favor, maybe Verizon could concentrate on trying to compete the way companies in most other industries do -- by offering better products and services at more competitive prices.” [Steven Pearlstein, Washington Post, 6/2/04]

**Barr Argued MCI Should Have Been Liquidated After WorldCom Bankruptcy.** “AT&T Corp. yesterday agreed to drop a lawsuit against MCI in which it had accused its rival of cheating it out of fees for handling phone calls by using an elaborate scheme to route calls through Canada... Verizon, one of MCI's most outspoken opponents, never filed a lawsuit against MCI. But last spring, the company's general counsel, William Barr, said MCI had operated as 'a criminal enterprise', referring to the company's accounting fraud. Mr. Barr also argued that the company should be liquidated rather than allowed out of bankruptcy. Mr. Barr could not be reached for comment. Commenting on the settlement, Verizon spokesman Peter Thonis said that 'we understand that this is still under criminal investigation and nothing has changed in that regard.'” [Globe and Mail, 2/24/04]

**Barr: “Bankruptcy Is A Refuge For Honest Companies... Not For A Criminal Enterprise That Collapsed Under The Weight Of Its Own Deceptions.”** “As WorldCom - now called MCI - seeks to come out of bankruptcy, new details emerging from those probes are complicating the company's bid for survival - and potentially jeopardizing the jobs of the 55,000 people worldwide, including 320 in the Philadelphia region, who still work there. Competitors and critics, including individual retirees and pension fund managers who lost billions, are suggesting the company's history of corruption is so great that perhaps it ought not to survive... ‘Bankruptcy is a refuge for honest companies that failed in business, not for a criminal enterprise that collapsed under the weight of its own deceptions,’ says William Barr, counsel of the telephone company Verizon, and a former U.S. Attorney General.” [Philadelphia Inquirer, 10/19/03]

**Barr Argued Government Should Take More Severe Action Against WorldCom: “Unless Government Enforcers Do Their Job, They Are Using The Bankruptcy Process To Get Away With Their Crime.”** “A federal bankruptcy judge approved WorldCom Inc.'s reorganization plan yesterday, a breakthrough for a telecommunications company that has been controlled by its creditors and beset by financial scandal for more than a year. The decision by Judge Arthur J. Gonzalez in New York allows the nation's second-largest long-distance company to keep virtually all its assets while eliminating more than $35 billion in debt... WorldCom's current leadership hopes that by completing the bankruptcy process, the focus will shift from the company's tarnished past to its efforts to win customers in a highly competitive industry. It is already doing business informally as MCI, the name of its better-known long-distance subsidiary. The name change will soon be official... Two chief rivals, AT&T Corp. and Verizon, charged that WorldCom continued to act unethically after it disclosed its accounting problems last year. They accused WorldCom of trying to evade paying fees to local phone providers by improperly routing long-distance calls. AT&T said the practice forced it to pay millions of dollars in fees that WorldCom should have paid. WorldCom has denied any wrongdoing. AT&T and Verizon said yesterday that they would continue to lobby the government to take more severe action against WorldCom. ‘Unless government enforcers do their job, they are using the bankruptcy process to get away with their crime,’ said William P. Barr, Verizon executive vice president and general counsel.” [Washington Post, 11/2/03]

**As GTE General Counsel, Barr Had Sued To Halt MCI-WorldCom Merger On Antitrust Grounds.** “The GTE Corporation, which lost a bidding war for the MCI Communications Corporation last year, said yesterday that it had filed a Federal antitrust lawsuit to block MCI's $37 billion acquisition by Worldcom Inc. GTE said the suit, filed in United States District Court in Washington late Thursday, concerned the MCI-Worldcom merger's threat to competition, and was not an attempt to win MCI for itself. The suit says the combined company would monopolize the Internet and threaten competition in long-distance telephone markets. ‘GTE has consistently opposed this merger as highly anti-competitive,’ William P. Barr, executive vice president and general counsel of GTE, said.” [New York Times, 5/9/98]
1999: Justice Department Cleared GTE-Bell Atlantic Merger. In a May 1999 release, Bell Atlantic announced that “the U.S. Department of Justice (DOJ) gave its approval to the merger of Bell Atlantic and GTE. The two companies and DOJ agreed to a consent decree to dispose of the companies' overlapping wireless properties. No other conditions were imposed on the merger. After an exhaustive review of the transaction, DOJ carefully considered and rejected all of the other various competitive arguments raised by opponents of the merger, including many of the arguments still being considered at the Federal Communications Commission and various state commissions. ‘The decision by DOJ today underscores that this merger will strengthen competition and deliver to consumers a new, top-tier telecommunications provider that will rival existing and emerging national and global carriers,’ said William P. Barr, executive vice president and general counsel for GTE. ‘This merger promises a new era in consumer choice for telecommunications products and services, fulfilling the pro-competitive vision embodied in the Telecommunications Act of 1996.”’ [PR Newswire, 5/7/99]

Barr Clashed With Recording Industry Over Their “Aggressive Use Of Subpoenas” To Combat Piracy. “The top attorneys for Verizon Communications and SBC Communications, the nation's largest providers of high-speed Internet services, directly confronted the recording industry in a Wednesday Senate hearing for its aggressive use of subpoenas to obtain personal information about Internet users. ‘We ourselves hold intellectual property rights that we try to enforce’ through lawsuits, said William Barr, executive vice president and general counsel for Verizon. ‘But that doesn't justify sweeping, invasive access to individuals' personal information.’ Verizon and SBC support a bill by Sen. Sam Brownback, R-Kan., who chaired the Senate Commerce Committee hearing. Brownback said a recent federal court ruling gave the RIAA more sweeping subpoena powers than the attorney general, and his bill would undo that.” [CongressDaily, National Journal, 9/18/03]

NET NEUTRALITY

Barr Has Opposed Net Neutrality Rules “For More Than A Decade.” “Corporations that have spent millions to gut Obama-era net neutrality laws may soon get more influential help to thwart state measures aimed at protecting consumers from having to pay extra for internet ‘fast lanes.’ William P. Barr, nominated today to become the nation’s top law enforcement official in the Trump administration, is a former chief lawyer for Verizon Communications who has opposed net neutrality rules for more than a decade.” [Fast Company, 12/7/18]

2006: Barr Claimed Net Neutrality Would Constrain High-Speed Internet Construction. “A top Verizon Communications lobbyist warned Thursday that network neutrality regulations would discourage construction of high-speed Internet lines that telephone and cable giants are spending tens of billions of dollars to deploy. ‘These very regulations deter the building of new networks by severely constraining’ the ability of broadband providers to innovate, differentiate content ‘and earn an adequate return,’ said William Barr, executive vice president and general counsel at Verizon... Verizon, which merged with MCI earlier this year, and AT&T are the strongest proponents of a Senate deregulatory telecommunications bill.” [Technology Daily, 11/16/06]

- Barr Pledged Verizon Would Not “Block, Degrade, Or Interfere” With Consumers’ Access To Web Content. “Barr, who spoke during a telecom panel discussion at an event sponsored by the Federalist Society, pledged that Verizon would not impede any Web content. ‘We do not, and will not, block, degrade or interfere with the consumers’ access to those Web sites,’ he said. ‘If a problem arises, there are rules in place that are sufficient to deal with them.’” [Technology Daily, 11/16/06]

- Barr Argued Net Neutrality Would Result In “Intense Regulatory Oversight,” Tariffed Prices. “Furthermore, [Barr] warned that mandating net neutrality would result in ‘intense regulatory oversight’ and regulated, tariffed prices. He said no phone or cable company has the market power to dominate the Internet.” [Technology Daily, 11/16/06]

2018: California Firefighters Blamed Net Neutrality Repeal For Verizon Throttling Data Services To Santa Clara County Firefighters During Wildfires. “After the revelation this week that Verizon throttled data service to Santa Clara County firefighters who recently were battling the Mendocino fires, Verizon quickly said it was a mistake and a customer-service
issue that had nothing to do with the hot-button issue of net neutrality. That’s not what firefighters think. This week, they threw their support behind SB 822, the net neutrality bill that’s making its way through the California legislature... ‘By implementing net neutrality, SB 822 will help prevent internet service providers from throttling, thereby preventing data speeds to be manipulated and, in turn, avoid crippling, or worse, deadly outcomes,’ CPF said... In an addendum to a Monday court filing seeking to overturn the FCC's repeal of net neutrality rules, Santa Clara County Fire Department Chief Anthony Bowden said Verizon slowed internet speeds for firefighters who needed to access information that showed crucial information as they fought the fire.” [Mercury News, 8/24/18]

• **Former FCC Chairman Tom Wheeler Agreed With Firefighters.** “Verizon said the firefighters’ data plan calls for a reduction in internet speed after a certain threshold is reached, but that it makes exceptions for emergencies. That exception was mistakenly not applied in this case, the company said. Because of that rationale — that the firefighters simply had the wrong type of data plan — some of the lawmakers who are holding a hearing on the matter have been quoted as saying this is not a net neutrality issue. Former FCC Chairman Tom Wheeler, who wrote the 2015 net neutrality rules that were repealed by the Trump administration’s FCC, disputed that in an interview with this news organization Friday. ‘What we did was specifically put in the rule the ability to review activities,’ Wheeler said. ‘We called it the general conduct rule. It was based on the concept that you never really know what technology is going to do next, what the marketplace is going to do next. In this era of rapid change, you want to have flexibility to respond to new situations.’ [...] He added that ‘the bigger issue here is: Is there oversight over the most important networks of the 21st century? The Trump FCC has washed their hands of any responsibility for this.’” [Mercury News, 8/24/18]

**Santa Clara Counsel: “Verizon’s Throttling Has Everything To Do With Net Neutrality.”** “[Heidi] Flato, Verizon’s spokesperson, insisted, ‘This situation has nothing to do with net neutrality or the current proceeding in court.’ But Santa Clara County Counsel James Williams — representing the county’s fire department — countered in a press release Wednesday, saying, ‘Verizon’s throttling has everything to do with net neutrality. It shows that the ISPs will act in their economic interests, even at the expense of public safety,’ Williams said. ‘That is exactly what the Trump Administration’s repeal of Net Neutrality allows and encourages.’” [Mercury News, 8/24/18]

**Under Net Neutrality, Verizon Had Been Barred From Throttling Data Plans Except For “Reasonable Network Management” Reasons.** “Verizon was prohibited to throttle data plans barring, except for “reasonable network management” reasons, under the old net neutrality rules, according to Gigi Sohn. She worked for former Democratic FCC Chairman Tom Wheeler, who was the FCC chair when the 2015 net neutrality regulations were adopted. The FCC’s new rules require internet service providers to publicly disclose how they manage traffic but charge the Federal Trade Commission — not the FCC — with handling complaints. Sohn argued that this change leaves the public exposed. ‘(The FCC) abdicated its role in protecting the public,’ Sohn said. ‘What the FCC may tell you is that the Federal Trade Commission is now taking care of this. But if Verizon reserves the right to throttle you in their terms of service, the FTC can’t do anything because the agency only can go after unfair and deceptive trade practices.’” [Mercury News, 8/24/18]

**Sohn Essay: “Verizon Couldn’t Have Restricted Santa Clara County’s Internet Service... Under Net Neutrality.”** In an August 2018 piece for NBC News, former FCC counselor Gigi Sohn wrote, “Verizon’s actions demonstrate plainly why net neutrality rules are needed: In the absence of rules, Verizon and other broadband providers will put profits over people even when it comes to matters of life and limb... even assuming that Verizon’s actions were not technically a violation of the 2015 net neutrality rules’ express prohibition against throttling internet traffic, the company’s actions may still have violated the 2015 rules. Those rules permitted complaints to be filed pursuant to what was called the “general conduct rule,” which prohibited broadband providers from unreasonably interfering or disadvantaging “end users’ ability to select, access, and use broadband internet access service or the lawful internet content, applications, services, or devices of their choice.” Certainly, the FPD could have made a persuasive case that Verizon was unreasonably interfering with its ability to use broadband internet access service. But, since the repeal of net neutrality, that avenue was not available.” [NBC News, 8/24/18]

**PolitiFact: Under Net Neutrality, Firefighters Could Have Filed Complaint Against Verizon To FCC, Repealing Rules Removed FCC As “Cop On The Beat.”** “Under net neutrality, the firefighters could have filed a complaint against Verizon
to the FCC, which at the very least would have launched an investigation, experts said. Repeal of the rules removed that avenue, thereby sideling the FCC from serving as a ‘cop on the beat.’” [PolitiFact, 9/7/18]

U.S. Justice Department Sued California Over State Net Neutrality Law, Case Currently On Hold Pending D.C. Circuit Case. “Supporters of the Obama-era net neutrality rules -- which were intended to prevent internet providers from blocking, slowing or selectively speeding up apps and services -- have taken the FCC to court to overturn its repeal decision. That case goes to oral arguments in early February... The D.C. Circuit’s decision is expected to set the tone for other court fights over net neutrality, in particular the Trump administration's legal efforts to block California from enforcing its own net neutrality legislation. The state law, which is regarded as the strongest in the nation because it prohibits some ISP activities the FCC's original rules did not, was passed last year. But moments after it was signed by Democratic Gov. Jerry Brown, the Justice Department announced it would sue the state. A month later, the two sides agreed to a truce: The legislation still took effect on Jan. 1, but California is not enforcing the law; the Justice Department is suspending its litigation until the D.C. Circuit case is resolved.” [Washington Post, 1/2/19]

- **Case Resolution Could Take Months In Light Of Government Shutdown.** “That resolution, however, could take more time than anticipated: The partial government shutdown is expected to close the FCC's doors Thursday, forcing the agency to send home all but its most critical support personnel. Meanwhile, the federal court system has enough money to operate through Jan. 11. While oral arguments at the D.C. Circuit will continue through January, according to the court's website, there is no word on whether the Feb. 1 oral argument on net neutrality will be postponed.” [Washington Post, 1/2/19]

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**Och-Ziff Capital Management Group**

**Och-Ziff Founded By Daniel Och In 1994, Was One Of The First Hedge Funds To Go Public.** “[Daniel Och] founded Och-Ziff in 1994 with financial support from the Ziff family, founders of Ziff Davis Media, whom he got to know at Goldman Sachs... Och-Ziff was among the first hedge funds to go public, in November, 2007, the beginning of what some saw as a wave of such IPOs. Its shares soon reached an all-time high of $30.65. Mr. Och became a billionaire.” [Wall Street Journal, 3/23/18]

**Barr Joined Och-Ziff Board In August 2016, Served As Member Of Audit Committee And Compensation Committee.** According to SEC filings, Barr was appointed to the Och-Ziff Board of Directors effective August 9, 2016, and was also appointed to serve as a member of the Board’s Audit Committee and Compensation Committee. [Form 8-K, Och-Ziff Capital Management Group LLC, 8/2/16, sec.gov]

- **Barr Received $300,000 Worth Of Class A Restricted Shares Upon His Appointment.** [Form 8-K, Och-Ziff Capital Management Group LLC, 8/2/16, sec.gov]

- **Barr Praised “Professionalism And Integrity” Of Och-Ziff In Appointment Announcement.** In the Och-Ziff press release announcing Barr’s appointment, Barr said “I am proud to join an organization of such professionalism and integrity... The management, Board and employees of Och-Ziff have built an exceptional company, and I look forward to working with them.” [Och-Ziff Release, 8/2/16]

**Barr Resigned From Och-Ziff Effective January 31, 2018.** In January 2018, Barr resigned from the Board of Directors over a “disagreement over CEO succession, as well as business and governance plans for the Company,” according to SEC filings. [Form 8-K, Och-Ziff Capital Management Group LLC, 1/29/18, sec.gov]

- **Barr Apparently Split With Och Over CEO Succession Plan.** According to a Wall Street Journal report shortly before Barr’s resignation, the “CEO succession” issue in the company’s filings apparently referred to a clash between Daniel Och and his chosen successor James Levin that had soured: “In the late 1990s, Mr. Levin was working at a summer
camp in Wisconsin, teaching Mr. Och’s son how to water ski. By last year, the younger man was in line to succeed Mr. Och as chief executive of Och-Ziff Capital Management LLC, the largest publicly traded hedge fund in the U.S. with $33 billion in assets under management. To entice him to stick around, Mr. Och handed Mr. Levin, who is 34 years old and goes by Jimmy, nearly $300 million in cash and Och-Ziff stock. Over Christmas weekend, Och-Ziff rushed out a letter to investors revealing that the 57-year-old Mr. Och had changed his mind, overruling others in the process. “After extensive discussion with the board of directors, including the company’s independent directors, who support transitioning to Jimmy in the near future, it was the conclusion of Dan Och...that now is not the right time to transition to Jimmy.” [Wall Street Journal, 1/23/18]

During 2017, Barr Earned At Least $259,000 From Och-Ziff In Board Compensation. According to SEC filings, during 2017 Barr earned $115,000 in fees paid in cash and $144,318 worth of stock from Och-Ziff. [Schedule 14A, Och-Ziff Capital Management Group LLC, 4/24/18, sec.gov]

- **Barr Appears To Still Own Nearly 200,000 Class A Och-Ziff Shares.** According to Barr’s most recent Form 4 filing with the SEC pertaining to Och-Ziff, as of January 2018 he held 198,660 Class A shares in the company (after acquiring an additional 46,642 on January 2, 2018 for $0). [Form 4, Och-Ziff Capital Management Group LLC, 1/3/18, sec.gov]

Former Och-Ziff Executive Michael Cohen Was Charged With Defrauding UK Charity Shortly Before Barr’s Resignation. “A former hedge fund executive faces federal charges for defrauding a UK-based charity over investments in Africa, according to a grand jury indictment made public Wednesday. Michael Cohen, formerly the head of European operations for Och Ziff Capital Management, was indicted on fraud and conspiracy, among other charges, in the scheme, according to the document, filed in October and unsealed Wednesday by the U.S. District Court in Brooklyn. Och Ziff is a publicly traded fund company with $33 billion of assets under management in various funds. Africa was once seen as a ripe area of opportunity for the firm, which set up two ventures in 2008 to invest in African mining and oil and mineral interests. That year, the unidentified UK charitable foundation agreed to invest $200 million in one of those investment funds.” [CNBC, 1/3/18]

- **Indictment Claimed Cohen Had Concealed Conflict Of Interest He Had With African Mining Venture, Some Shared Had Been Sold “By An Unnamed Co-Conspirator Who Owed Cohen $18 Million Connected To The Purchase Of A Luxury Yacht.”** “Among other charges, Cohen concealed a conflict of interest he had connected with an investment in a mining company, according to the indictment. Some of the shares in that mining company had been sold to the Och Ziff African investing venture by an unnamed co-conspirator who owed Cohen $18 million connected to the purchase of a luxury yacht. This person was going to use proceeds from the sale those shares to partially pay back that personal loan. Cohen and the unnamed co-conspirator faked and backdated a letter to conceal the scheme, prosecutors said, and Cohen later lied about it to law enforcement.” [CNBC, 1/3/18]

SEC Had Previously Accused Cohen And Another Former Och-Ziff Executive Of “Long-Running Bribery Scheme” In Africa. “The Securities and Exchange Commission on Thursday accused two former executives of Och-Ziff Capital Management OZM -11.61% LLC of spearheading a long-running bribery scheme that funneled tens of millions of dollars to high-level officials in Africa. In a civil lawsuit filed Thursday in federal court in Brooklyn, the regulator accused Michael L. Cohen, who headed the hedge-fund’s European office, and Vanja Baros, an executive for Africa-related deals, of fashioning and profiting from bribes that secured mining assets and other deals... The SEC’s claims against Messrs. Cohen and Baros involve at least six instances of alleged bribery from 2007 to 2012 to win business in Libya, Chad, Niger, Guinea and the Democratic Republic of the Congo. The commission said cash was paid using investors’ funds, not the hedge-fund firm’s own capital. In one case, the SEC accused Mr. Cohen of hiring an agent who paid more than $3 million in bribes to Libyan government officials who could direct $300 million into Och-Ziff hedge funds. The regulator claimed that Mr. Cohen ‘spearheaded and participated in all of the corrupt transactions.’” [Wall Street Journal, 1/26/17]

Och Agreed To “Personally Pay” $2.2 Million Civil Sanction To SEC For Record-Keeping Violation, Firm Paid $412 Million Fine To Settle Foreign Corrupt Practices Act Charges. “Mr. Och wasn’t alleged to have been aware of the actions, but he agreed to personally pay a civil sanction of $2.2 million to the SEC for a record-keeping violation. The firm paid a fine of $412 million to settle to settle criminal and civil charges it violated provisions of the Foreign Corrupt

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Practices Act. Mr. Och personally pledged what amounted to a $349 million interest-free loan to the company to cover most of the cost of the settlement. Clients responded by pulling record amounts of money from the firm. Today, Och-Ziff, still one of the world’s largest hedge funds, manages about $33 billion, down from almost $50 billion in 2005, and its shares traded at $2.69 Tuesday.” [Wall Street Journal, 1/23/18]

**Och-Ziff Has Recently Focused On Real Estate, Had Formed A $150 Million Affordable-Housing Investment Pool.** “Och-Ziff Capital Management Group LLC is seeking to raise its largest real estate fund ever after a period of change for the firm, including new leadership. Billionaire Dan Och’s hedge fund firm is targeting $2 billion for its fourth fund focused on opportunistic property investments as soon as the end of the year, according to people familiar with the matter. New York-based Och-Ziff has also raised about $750 million for a real estate debt strategy and is gathering a $150 million affordable-housing investment pool, which would be exempt from taxes, said the people, who asked not to be identified because the information is private... The real estate group, under the leadership of Steve Orbuch, has been a relative bright spot for Och-Ziff, which has been trying to renew investor confidence two years after the firm settled a bribery probe with regulators. The firm’s two most recent real estate funds produced net internal rates of return of 23.5 percent and 21.8 percent, respectively, from inception through June 30, according to a regulatory filing.” [Bloomberg, 9/17/18]

- **Och-Ziff Touts Historical Real Estate Allocations In Distressed Residential, Senior Housing, Gaming.** Och-Ziff’s web site notes that the company has “completed more than 115 transactions across 20 diverse real estate classes,” including 20% in gaming, 9% senior housing, 6% multifamily, 4% distressed residential, and 2% affordable housing. [ozm.com, Accessed 12/10/18]

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**Holcim US and Aggregate Industries Management**

**Barr Served As Director Of Holcim US From 2008 – 2013.** According to his Dominion biography, Barr was a director of Holcim US and Aggregate Industries Management from 2008 – 2013. [dominionenergy.com]

**Holcim US Was “Wholly-Owned Subsidiary” Of Switzerland-Based Holcim Ltd.** According to an archived version of the Holcim website, “Headquartered in Waltham, Massachusetts, Holcim (US), Inc. is one of the largest manufacturers and suppliers of cement and mineral components in the United States with 15 manufacturing facilities and more than 76 distribution terminals. Holcim (US) Inc. is a wholly-owned subsidiary of Holcim Ltd., of Switzerland, one of the biggest cement companies in the world.” [Holcim.us; archive.org, 1/13/15]

**Holcim Became World’s Biggest Cement Maker After Announcing Merger With Lafarge In 2014.** “Holcim of Switzerland unveiled a deal to buy France’s Lafarge on Monday to create the world’s biggest cement maker, with $44 billion (26 billion pounds) of annual sales, and launch asset sales worldwide to steer it over antitrust hurdles. The partners billed the industry’s biggest ever tie-up as a merger of equals, under which Lafarge shareholders receive one Holcim share for every Lafarge held and Holcim investors end up with 53 percent of the new group. The merged business will be based in Switzerland and listed in Zurich and Paris.” [Reuters, 4/7/14]

- **June 2018: Lafarge Under Investigation In France For Financing Islamic State, Aiding And Abetting “Crimes Against Humanity” In Syria.** “One of France’s biggest companies was placed under formal investigation on Thursday over allegations that it financed terrorist groups, including the Islamic State, and aided and abetted crimes against humanity in a bid to continue operating in Syria as a civil war raged there. In a rare move against a major French corporation, a panel of French judges appointed by the Paris High Court also charged the company, Lafarge SA, with violating a European Union embargo on oil purchases. The judges said they would investigate the company for endangering the lives of its employees, as well, in order to keep its Syrian cement plant running as the conflict worsened... All of those officials have resigned from Lafarge, which merged with the Swiss cement giant Holcim in 2015, after the activity in Syria took place... The case centers on Lafarge’s operations in Syria in the years after 2011, when protests against the rule of the Syrian leader Bashar al-Assad erupted, eventually leading to a civil war. While
2013: Holcim Agreed To $700,000 EPA Fine Over Clean Air Act Violations At Maryland Cement Plant. “The current and former owners of the Holcim cement plant east of Hagerstown have agreed to pay $700,000 in civil penalties to resolve violations of the federal Clean Air Act that included sulfur-dioxide emissions, according to the U.S. Environmental Protection Agency. Holcim also has agreed to spend at least $150,000 on a mitigation project to reduce emissions of nitrogen oxide, carbon monoxide and other pollutants through the replacement of an outdated loader with a newer model that complies with EPA standards, an EPA news release said. The EPA announced it had reached the settlement with Holcim (US) Inc. and the plant’s previous owner, St. Lawrence Cement Co. A proposed consent decree was filed Thursday in U.S. District Court in Baltimore. It is subject to a 30-day public comment period and final court approval, the EPA said.” [Herald-Mail, 7/12/13]

2012: Holcim Agreed To Pay $36,500 Penalty For Clean Water Act Violations In Colorado. In an April 2012 release, the EPA announced it had “entered into a Combined Complaint and Consent Agreement (CCCA) with Holcim (US), Inc. (Holcim) in response to alleged violations of the Clean Water Act at its limestone and silica quarry and Portland cement plant located in Florence, Fremont County, Colorado. EPA alleges that Holcim had unauthorized ground water discharges at the facility, failed to comply with sampling requirements, failed to comply with inspection requirements, and failed to develop an adequate stormwater management plan for its operations, in violation of its permit and the Clean Water Act. As a result, Holcim has agreed to pay a penalty of $36,500.” [EPA Release, 4/11/12]

2011: Holcim Agreed To Pay $50,000 Penalty For Unpermitted Discharges Into The Weber River In Utah. In a February 2011 release, the EPA announced it has entered into a consent agreement with Holcim US in which “Holcim will pay a $50,000 penalty for unpermitted discharges to the Weber River at the Devil’s Slide Quarry in Morgan, Utah... The agreement resolves an EPA complaint alleging that runoff from the quarry entered the river without a required Clean Water Act permit from the Utah Department of Environmental Quality (UDEQ). The complaint was a follow-up to an earlier order issued by EPA. In May 2008, EPA inspected Devil's Slide Quarry and found evidence of a discharge to the Weber River from an impoundment built to store storm water and/or process water runoff from rain or snowmelt. At the time of the inspection, Holcim had not sought or obtained a permit from UDEQ to discharge storm water from the facility. EPA has authorized UDEQ to implement the storm water permitting program under the Clean Water Act.” [EPA Release, 2/10/11]

Holcim Plant Was One Of The Largest Polluters In North Texas As Of 2011. “Ash Grove’s facility in Midlothian, an Ellis County city about 30 miles southeast of Fort Worth, was the largest emitter of nitrogen oxide, or NOx, in North Texas as of 2011, according to data at the Texas Commission on Environmental Quality. NOx is a precursor to ozone, or smog, and 10 counties in the region are out of compliance with EPA limits on ozone. Two other cement facilities in Ellis County, owned by Dallas-based Texas Industries and Swiss-owned Holcim US, were the No. 2 and No. 4 emitters of NOx in North Texas. Devon Energy’s Bridgeport natural gas processing plant was No. 3.” [Fort Worth Star-Telegram, 6/20/13]

2009: Holcim Opened Largest Cement Plant In U.S. In Missouri. “The largest cement plant in the United States is now operating along the Mississippi River near Festus. The facility, which ranks among the world’s largest such structures, is owned and operated by Switzerland-based Holcim Inc. The massive project required several years and several thousand construction workers to build... The plant, which includes a harbor on the Mississippi and several enormous silos, is expected to produce four million metric tons of cement each year.” [St. Louis Post-Dispatch, 8/25/09]

- St. Genevieve County Filed Suit Claiming Holcim Owed $230,000, Was In Default Of Tax Abatement Agreement. “As Holcim (US) Inc. hosts dignitaries Friday at what it terms an inaugural celebration of its nearly year-old cement plant, it faces charges by Ste. Genevieve County officials that the plant is in default on its agreement with the county. Holcim opened the nation’s largest cement plant near Bloomsdale, Mo., in August 2009. The more than $1 billion plant, in planning for nearly a decade, resulted in more than 2,500 construction jobs and employs 250 people with an annual payroll of about $20 million. St. Genevieve County says that Holcim is in default of the agreement it signed with the county when Holcim received a tax abatement. The County Commission says that Holcim owes
what's known as ‘additional rent’ of more than $230,000 as of mid-April, plus interest. The county sued Holcim in November, saying the company owed the county taxes on project costs over $1 billion, and that Holcim hasn’t been allowed to view company records related to the project’s tax assessment, among other claims. It asked the court for a binding interpretation of certain provisions of the 2006 lease and performance agreement.” [St. Louis Business Journal, 6/4/10]

- **Agreement Raised Holcim’s Tax Authorities Additional $2 Million, With Increasing Payments In Future Years.** “Ste. Genevieve County and Holcim (US) have reached a tentative agreement that will resolve pending litigation between the two parties. The agreement will give the county taxing authorities more money than was originally stipulated in the original Chapter 100 contract. The agreement was announced Wednesday at the county’s 911 dispatch center. The agreement also includes a provision that raises the estimate cost of the cement plant from $1 billion to over $1.5 billion. The agreement raises the 2010 payment from Holcim to the taxing entities and foundations from $3 million to $5 million. The county's attorney told the Ste. Genevieve Herald that the payments are expected to increase over the next 11 years.” [Daily Journal, 6/26/10]

- **Holcim Plant’s “Anticipated Emissions” Preemptively Figured Into Missouri Air Conservation Commission Decision Deeming Counties In Violation Of EPA Clean Air Rules.** “Perry and Ste. Genevieve counties are one step closer to acquiring a dirty air status following a decision Tuesday by the Missouri Air Conservation Commission. The commission approved a recommendation from the Missouri Department of Natural Resources to classify the counties in ‘nonattainment’ of new federal standards for ozone, also known as urban smog... Department data suggest that Ste. Genevieve’s ozone problem is homegrown and indicates two lime kilns and a cement plant as the primary sources of nitrogen oxides. The cement plant, owned by Holcim (US) Inc., has yet to go online, but its anticipated emissions were factored into the decision. ‘There’s a lot of talk about ozone, which really is a national issue,’ said Chauncy Buchheit, director of the Southeast Missouri Regional Planning and Economic Development Commission. ‘We’ve got three major sources here and they are all using best available technology to reduce their emissions. There's just not more they can do.’” [St. Louis Post-Dispatch, 2/4/09]

**2009: Holcim Accused New Jersey Department Of Environmental Protection Of “Scientifically Flawed” Pollution Study.** “Under fire from residents for polluting their South Camden neighborhood, Holcim US criticized the New Jersey Department of Environmental Protection on Thursday for unfairly fueling the debate with ‘scientifically flawed’ information. Results of a study released this month by the DEP state that approximately 10 percent of the dust collected from neighborhood porch railings and window sills can be traced to Holcim -- formerly known as the St. Lawrence Cement Co. Holcim said the study was supposed to analyze the source of all dust particles found in the neighborhood, including that generated by tens of thousands of vehicles, said Keith Depew, vice president of manufacturing. DEP wasted ‘precious public funds and resources’ to produce faulty data that led to ‘speculative and inaccurate conclusions,’ Depew said in a printed statement.” [Courier Post, 8/21/09]

**2008: Holcim Signed Nationalization Agreement With Venezuelan Government Granting State 85 Percent Ownership.** According to an August 2008 press release from Holcim, “In April 2008, the Venezuelan government announced the nationalization of at least 60 percent of all foreign cement producers operating in the country. On June 18, the respective decree has been published. On August 18, a basic agreement was signed between the Venezuelan government and Holcim. This agreement stipulates that the State of Venezuela will purchase 85 percent of Holcim Venezuela and the Holcim Group will keep a stake of 15 percent. The two parties also reached an agreement in principle on the compensation which is subject to a financial due diligence. The final contract should be prepared and signed in the following weeks. In the negotiations, Holcim was determined to safeguard the interests of Holcim and its local employees in accordance with the bilateral investment protection agreements in place between Switzerland and Venezuela.” [Holcim Release, 8/19/08]

**Holcim Previously Took Majority Stake In Partially State-Owned Chinese Cement Company.** In a March 2006 release, Holcim announced, “Huaxin Cement Co. Ltd (HCC) - a leading Chinese cement producer - has decided to increase its share capital through a private placement. Holcim will take up the newly created shares. As a consequence, Holcim's participation in HCC increases from 26.1 percent to 50.3 percent... The shares are traded on the Shanghai Stock
Exchange. Currently, the largest shareholders apart from Holcim are the City of Huangshi and an industrial holding company owned by the City of Huangshi with 27.1 percent. Other state companies hold 3.9 percent A shares while the general public holds 19 percent of A shares and 23.9 percent of B shares... HCC has developed its strategy together with Holcim and will also be supported by the City of Huangshi. The far-sighted and competent management of HCC will implement these plans together with Holcim.” [Holcim Release, 3/7/06]

Clipper Fund (2014 – 2016)
Selected Funds (1994 – 2016)

Clipper And Selected Funds Are Mutual Funds Managed By Davis Advisors. Clipper Fund and Selected Funds (which specifically consists of the “Selected American Shares” and “Selected International Fund”) are mutual funds advised by Davis Selected Advisers, L.P. [clipperfund.com; selectedfunds.com]

- **Davis Chosen To Manage Clipper Fund In 2005.** “In a surprise move, the board of Beverly Hills-based Clipper is expected today to announce that it is severing ties with the fund’s management company and instead hiring a firm that has had no connection to the fund... After interviewing several finalists, the Clipper directors chose Davis Selected, headed by Christopher C. Davis and Kenneth C. Feinberg, which manages such value-oriented funds as Selected American Shares... Davis Selected and the [James H.] Gipson team have similar ‘contrarian’ styles, Davis said in an interview. He noted that several of his funds’ top holdings, such as American Express Co., food and cigarette maker Altria Group Inc. and manufacturing conglomerate Tyco International Ltd., overlapped with Clipper’s recent favorites.” [Los Angeles Times, 11/30/05]

Barr Served As Selected Funds Director From 1994 – July 2016. According to SEC filings, Barr served as an independent director of Selected Funds from 1994 through July 2016, overseeing three portfolios within the fund (these appear to have been Selected American Shares, Selected International Fund, and Clipper Fund, which commenced joint operations in January 2015 and were considered part of the same “Fund Complex”). [Form N-CSR, Selected American Shares, Inc., 9/2/16, sec.gov]

- **Barr Held Over $100,000 In Selected American Shares As Of End Of 2015.** According to SEC filings, as of December 31, 2015, he held “over $100,000” in Selected American Shares, with none in the Selected International Fund. [Form N-1A, Selected American Shares, Selected International Fund, 4/28/16, sec.gov]

- **Barr Earned $81,441 In Compensation From Selected Funds In 2015.** According to SEC filings, during 2015 Barr was paid $64,418 from Selected American Shares and $1,300 from Selected International Fund, for a total of $81,441 in aggregate fund compensation. He served on the Selected Funds executive committee, audit committee, and nominating committee. [Form N-1A, Selected American Shares, Selected International Fund, 4/28/16, sec.gov]

Barr Served As Clipper Fund Trustee From 2014 – July 2016. According to SEC filings, Barr served as a trustee of Clipper Fund from 2014 through July 2016. His funds appear to have been entirely held in the Selected Funds, as SEC filings do not show any investments or compensation from Clipper Fund. [SEC Form N-CSRS, Clipper Funds Trust, 9/1/16; SEC Form 485BPOS, Clipper Funds Trust, 4/30/15, sec.gov]

Barr Apparently Left Funds Shortly After Selected Funds Invested In Dominion Competitor. According to the annual reports of Selected American Shares and Selected International Fund, both first invested in EQT Corp. in June 2016, the last investments reported before Barr’s resignation in July 2016. The new positions made up 0.93% of both funds’ net assets by the end of the year. EQT is currently developing a 303-mile Mountain Valley Pipeline, which would run a similar route as Dominion’s Atlantic Coast Pipeline, stretching “from northwestern West Virginia to south of Roanoke before ending in Chatham in southern Virginia.” [SEC Form N-CSR, Selected American Shares, 3/3/17, sec.gov; SEC Form N-CSR, Selected International Fund, 3/3/17, sec.gov; Winchester Star, 8/21/17]
New Positions Added (01/01/16-12/31/16)
(Highlighted positions are those greater than 2.00% of the Fund's 12/31/16 net assets)

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<td>Health Care Equipment &amp; Services</td>
<td>09/15/16</td>
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<td>Materials</td>
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<td>08/15/16</td>
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[SEC Form N-CSR, Selected American Shares, 3/3/17, sec.gov]

Selected American Shares Top Holdings as of 12/31/2016

- Alphabet Inc. * Software & Services 6.91%
- Amazon.com, Inc. Retailing 6.10%
- JPMorgan Chase & Co. Banks 5.83%
- Wells Fargo & Co. Banks 5.69%
- Apache Corp. Energy 5.45%
- Berkshire Hathaway Inc., Class A Diversified Financial Services 4.97%
- Bank of New York Mellon Corp. Capital Markets 4.63%
- American Express Co. Consumer Finance 4.04%
- United Technologies Corp. Capital Goods 3.65%
- Encana Corp. Energy 2.84%

[SEC Form N-CSR, Selected American Shares, 3/3/17, sec.gov]

Selected International Fund Top Holdings as of 12/31/2016

- Alphabet Inc. * Software & Services 6.91%
- Amazon.com, Inc. Retailing 6.10%
- JPMorgan Chase & Co. Banks 5.83%
- Wells Fargo & Co. Banks 5.69%
- Apache Corp. Energy 5.45%
- Berkshire Hathaway Inc., Class A Diversified Financial Services 4.97%
- Bank of New York Mellon Corp. Capital Markets 4.63%
- American Express Co. Consumer Finance 4.04%
- United Technologies Corp. Capital Goods 3.65%
- Encana Corp. Energy 2.84%
Clipper Fund Top Holdings as of 12/31/2016

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Mastiff Mhor, LLC

In addition to the “Barr Family LLC” mentioned in his SEC filings, according to the Virginia State Corporation Commission Barr is also the registered agent of “Mastiff Mhor, LLC,” which was formed in August 2018 and lists his home address as its principal office. Articles of incorporation name a Katherine W. Henngs as the organizer. [Virginia State Corporation Commission]

LexisNexis and web searches did not return any further results on Mastiff Mhor.
BACKGROUND: BARR ON THE ISSUES

Criminal Justice Reform

Barr “Spent Decades Opposing Some Of The Criminal Justice Charges” Signed By Donald Trump. “Attorney General nominee William Barr spent decades opposing some of the criminal justice changes that President Donald Trump signed into law last month — putting him at odds with senators responsible for his confirmation and raising concerns about how he will implement the reforms. As attorney general under President George H.W. Bush, Barr frequently called for a ‘tougher on crime’ mentality at the height of the ’90s crime wave, advocating for tougher sentencing and effectively giving up on reforming some offenders. Speeches released as part of his confirmation process show him tying increases in crime to a ‘moral crisis’ in America, a rise in poverty and single-parent households.” [Law360, 1/6/19]

Barr Opposed Sentencing Reform Legislation, Praised Mandatory Minimums. “In 2015, Barr signed a letter to then-Senate leaders Mitch McConnell (R-Ky.) and Harry M. Reid (D-Nev.) urging them not to bring up a sentencing-reform bill. ‘Our system of justice is not broken. Mandatory minimums and proactive law enforcement measures have caused a dramatic reduction in crime over the past 25 years, an achievement we cannot afford to give back,’ the letter read.” [Washington Post, 12/6/18; Letter, 12/16/15]

Barr Argued In 1994 ALEC Report “Increasing Prison Capacity Is The Single Most Effective Strategy For Controlling Crime.” “The relationship between crime and punishment has long been debated. Barr, a Fairfax County resident, has been a proponent of tough prison sentences. In the forward to a 1994 report by the conservative American Legislative Exchange Council, Barr wrote, ‘This study makes a strong case that increasing prison capacity is the single most effective strategy for controlling crime.’” [Roanoke Times, 12/17/18]

1992 Justice Department Report: “We Are Incarcerating Too Few Criminals.” “[Barr] mostly drew a hard line on crime and incarceration, arguing that the U.S. should build more prisons. ‘Ask many politicians, newspaper editors, or criminal justice ‘experts’ about our prisons, and you will hear that our problem is that we put too many people in prison,’ the Justice Department said in a report published under Barr in 1992. ‘The truth, however, is to the contrary; we are incarcerating too few criminals, and the public is suffering as a result.’” [Bloomberg, 12/7/18]

“The Case for More Incarceration,” U.S. Department of Justice, 10/28/92

Barr On Racial Disparities In Justice System: “I Think Our System Is Fair... If A Black And A White Are Charged With The Same Offense, Generally They Will Get The Same Treatment In The System, And Ultimately The Same Penalty.” In a 1992 interview with the LA Times, Barr was asked how he accounted for the “large number of blacks in prisons.” Barr answered, “My view is that, overall, I think our system is fair and does not treat people differently. Obviously, our national criminal-justice system is a diverse broad one, and incorporates state systems and county systems. I’m not suggesting that somewhere in the system there are not people who are biased. But I’m saying, taken in its totality, the system seems to operate fairly. We should be vigilant and look for potential discrimination, and you can always make improvements in the system. But the empirical studies I see suggest that people are treated equally in the system. That is, if a black and a white are charged with the same offense, generally they will get the same treatment in the system, and ultimately the same penalty.” [LA Times, 6/21/92]

1992: Barr Defended Disparity In Powder/Crack Cocaine Sentencing: “It’s Not Because Of Discriminatory Intent.” In his LA Times interview, Barr said, “There are some laws that may have a disparate impact on minorities—laws that are not intentionally discriminatory, but as a practical matter, impact minority populations more than others. Let me give you two examples. One would be the mandatory minimum for crack cocaine, which is a very low threshold. Five grams of crack cocaine gets you a five-year mandatory minimum sentence. Because of the use patterns and distribution patterns of crack cocaine, that penalty falls heavily on minority populations. But it’s not because of discriminatory intent. It has a disparate impact.” [LA Times, 6/21/92]
Death Penalty

1991: Barr Wrote Op-Ed Arguing For Expanding Death Penalty, Limiting Appeals To “Send A Message To Drug Dealers And Gangs.” In a September 1991 piece for the New York Times, Barr wrote, “[W]e need a death penalty to deter and punish the most heinous Federal crimes such as terrorist killings. That penalty would send a message to drug dealers and gangs. The need for a death penalty was highlighted by the recent hostage crisis at the Federal prison at Talladega, Ala. Detainees, faced with deportation to Cuba, seized control of the prison and held 10 Federal officers hostage. The prisoners threatened to kill them unless the Justice Department granted their demands to remain in the U.S. Fortunately, no one was killed, and the prisoners were deported. If the crime bill had been law, the prisoners would have faced the death penalty for killing a hostage, increasing the chances our personnel would be recovered safely... Death-row inmates use repetitive habeas corpus filings to effectively nullify their sentences through delays that now average more than eight years. The bill limits these inmates to one round of Federal review and requires that due deference be paid to decisions by state judges and juries: the petitioner would have to show that a clearly established Federal right had been violated.” [New York Times, 9/24/91]

Immigration

As Attorney General, Barr Pushed Efforts To Limit Asylum Claims. “As Mr. Bush's term progressed, he elevated Mr. Barr to deputy attorney general and then to the top job in the department. Among other things, that put Mr. Barr in charge of the nation’s immigration enforcement agencies, and he pushed to take a harder line. As he recalled in the oral history, Mr. Barr waged bureaucratic battles to station immigration officers at major foreign airports to screen passengers bound for the United States before they boarded planes, hoping to curtail people’s ability to claim asylum -- a process that he, like Mr. Trump, has criticized as flawed and subject to abuse. ‘People would get on the airplane, they’d come to the United States, and then they’d claim asylum as soon as the airplane touched down,’ he said. ‘Under our laws, we have this very robust process that they have to go through. They’d be put out on parole pending their asylum hearing, and then they’d disappear.’” [New York Times, 12/8/18]

1991: Barr Pushed To Detain Fleeing Haitian Refugees At Guantánamo Bay, “Screen Out” Those Infected By HIV Or Those “Not Deemed To Be Legitimate Political Refugees.” “After a 1991 coup in Haiti, Mr. Barr pushed to detain at the American naval base at Guantánamo Bay, Cuba, fleeing Haitians who had been intercepted at sea en route to Florida. Mr. Barr wanted to screen out those who were not deemed to be legitimate political refugees or who were infected with the virus that causes AIDS. That led to tensions with military leaders. ‘Their position was, “Guantánamo is a military base, and why were all these people here, the H.I.V. people, all these other people? How long are you going to be on our property with this unseemly business?”’ Mr. Barr recalled in the oral history. ‘I’d say, “Until it's over. But we're not bringing these people into the United States.”’” [New York Times, 12/8/18]

1992: Barr Question Value Of Mexican Border Wall, Calling It “Overkill.” “President Donald Trump’s pick for attorney general, William Barr, once questioned the value of a wall along the Mexican border similar to the one the president has advocated, describing the idea as ‘overkill.’ Barr was attorney general under President George H.W. Bush when he was asked in a Feb. 24, 1992, interview whether he supported a proposal from Republican presidential challenger Pat Buchanan to erect a barrier of ditches and fences along the border to stop illegal immigration. ‘I don’t think it’s necessary. I think that’s overkill to put a barrier from one side of the border to the other,’ Barr replied on ‘The MacNeil/Lehrer NewsHour’ on PBS. ‘In fact, the problem with illegal immigration across the border is really confined to major metropolitan areas. Illegal immigrants do not cross in the middle of the desert and walk hundreds of miles,’ instead choosing more ‘certain specified routes.’” [Associated Press, 12/31/18]
1995: Barr Bemoaned Greater Tolerance For “Homosexual Movement” Than Religious Community, “Particularly Catholicism.” “[Barr] once made anti-gay comments expressing concerns about greater tolerance for the ‘homosexual movement’ in the United States than the religious community. ‘It is no accident that the homosexual movement, at one or two percent of the population, gets treated with such solicitude while the Catholic population, which is over a quarter of the country, is given the back of the hand,’ Barr once wrote. ‘How has that come to be?’ Barr expressed those views in a 1995 article for ‘The Catholic Lawyer,’ a conservative Catholic publication for St. John’s University School of Law, in an article titled, ‘Legal Issues in a New Political Order.’ ‘We live in an increasingly militant, secular age,’ Barr wrote. ‘We see an emerging philosophy that government is expected to play an ever greater role in addressing social problems in our society. It is also expected to override various private interests as it goes about this work. As part of this philosophy, we see a growing hostility toward religion, particularly Catholicism. This form of bigotry has always been fashionable in the United States.’” [Washington Blade, 12/7/18]

Barr Criticized D.C. Appeals Court Ruling Requiring Georgetown University Recognize LGBT Student Group. “As evidence of the subordination of religious attitudes to the will of the government, Barr pointed to a D.C. Circuit Court of Appeals ruling in 1987 requiring Georgetown University to give an LGBT student group equal rights to the organizations on campus despite the school’s Catholic views. (Georgetown University has since embraced the school’s LGBT student body.) ‘Another example was the effort to apply District of Columbia law to compel Georgetown University to treat homosexual activist groups like any other student group,’ Barr wrote. ‘This kind of law dissolves any form of moral consensus in society. There can be no consensus based on moral views in the country, only enforced neutrality.’” [Washington Blade, 12/7/18]

BACKGROUND: BARR’S CAMPAIGN ACTIVITY

Overview Of Campaign Positions

POLITICAL POSITIONS:

Catholics for Romney National Advisory Committee, 2012
Reaganites for Romney Member, 2011
Romney Advisory Committee on Law Enforcement Member, 2011 - 2012
McCain 2008 Justice Advisory Panel Co-Chair, 2008
National Catholics for McCain Committee Member, 2008
Bush for President. Vice Presidential Candidate Screening Team, 1988
D.C. Lawyers for Reagan-Bush Vice Chairman, 1984

[Barr Questionnaire, U.S. Senate Judiciary Committee]

PRESS HIGHLIGHTS FROM CAMPAIGN WORK

Barr Household Was Virginia’s Top Donor To Mitt Romney As Of Early 2012. “As of the start of the year, likely Republican presidential nominee Mitt Romney had outraised President Barack Obama by $2.74 million to $2.25 million in donations of $200 or more from Virginians… Romney’s top donor in the state is former U.S. Attorney General and Verizon executive William P. Barr, whose household had contributed $8,000. Just behind Barr's family was that of Bruce C. Gottwald, chairman of Richmond-based NewMarket Corp., which had contributed $7,500.” [Richmond Times-Dispatch, 4/11/12]

- Barr Co-Chaired Romney’s Law Enforcement Advisory Group, Was Mentioned As Possible Homeland Security Secretary. “Romney would have a variety of choices among the experts in law enforcement and security who have homeland-security experience, several of whom were schooled in the ranks of DHS during the George W. Bush administration. The possibilities include Frances Townsend, Bush's outspoken former homeland-security coordinator; Michael Hayden, the former Air Force general who headed the National Security Agency and CIA under Bush; Kris Kobach, the Kansas secretary of state who has advised Romney on homeland security; Thaddeus Allen, the retired Coast Guard commander who was credited for his response to Hurricanes Katrina and Rita during the Bush administration; and former Attorneys General William Barr and Michael Mukasey, who cochair the Romney campaign's law-enforcement advisory group.” [National Journal, 10/19/12]

- Barr Was Also On “Catholics For Romney” Coalition, “Reaganites For Romney.” In September 2012, Barr was named as a member of the National Advisory Committee of “Catholics for Romney” in a Romney campaign press release. A December 2011 news release named his a member of “Reaganites for Romney.” [States News Service, 9/24/12; States News Service, 12/15/11]

2008: Barr Served On John McCain’s “Justice Advisory Council.” “McCain's Justice Advisory Council has rock-solid conservative credentials on judicial matters. At his key speech on judicial appointments on May 6, McCain made sure that he was flanked by Sen. Richard Burr, R-N.C., former Sen. Fred Thompson, R-Tenn., and former Solicitor General Theodore Olson--each a figure who assuages concerns about McCain's commitment to conservative principles… The group also includes former Attorney General William Barr, former Sen. Phil Gramm of Texas, Miguel Estrada (whose confirmation to a federal Appeals Court was blocked), and UCLA law professor Eugene Volokh.” [National Journal, 5/17/08]
• Barr Was Previously Member Of Fred Thompson’s “Lawyers For Fred Coalition.” In November 2007, the Fred Thompson presidential campaign announced the formation of a “Lawyers for Fred Coalition. This distinguished group of attorneys is led by a National Steering Committee, a Congressional Leadership Committee, and a Law Professors Committee.” Barr was named as a member of the National Steering Committee. [Christian Newswire, 11/16/07]

### Federal Campaign Contributions

**BARR HAS MADE OVER $580,000 IN FEDERAL CAMPAIGN CONTRIBUTIONS:**

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