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NATIONAL ARCHIVES AND RECORDS ADMINISTRATION
Presidential Libraries Withdrawal Sheet

WITHDRAWAL ID 01474

REASON FOR WITHDRAWAL Donor restriction
TYPE OF MATERIAL Letter(s)
CREATOR'S NAME Thornburgh, Richard L.
RECEIVER'S NAME Buchen, Philip
DESCRIPTION Fernando E. C. De Baca.
CREATION DATE 10/09/1975

COLLECTION/SERIES/FOLDER ID . 001900423
COLLECTION TITLE Philip W. Buchen Files
BOX NUMBER 37
FOLDER TITLE Personnel - Conflict of Interest, A-G

DATE WITHDRAWN 08/24/1988
WITHDRAWING ARCHIVIST LET

NATIONAL ARCHIVES AND RECORDS ADMINISTRATION
Presidential Libraries Withdrawal Sheet

WITHDRAWAL ID 01475

REASON FOR WITHDRAWAL Donor restriction
TYPE OF MATERIAL Memo(s)
CREATOR'S NAME Lazarus, Ken
RECEIVER'S NAME Marsh, Jack
DESCRIPTION Personal matter concerning Rep. Charles
Diggs.
CREATION DATE 10/10/1975

COLLECTION/SERIES/FOLDER ID . 001900423
COLLECTION TITLE Philip W. Buchen Files
BOX NUMBER 37
FOLDER TITLE Personnel - Conflict of Interest, A-G

DATE WITHDRAWN 08/24/1988
WITHDRAWING ARCHIVIST LET

THE WHITE HOUSE

WASHINGTON

May 16, 1975

*Dress,
Margaret*

Dear Ms. Dress:

The Secret Service recently advised this office of the fact that on May 15, 1975, you gave your EOB pass to a non-passholder in an attempt to get that individual into the arrival ceremony for the Shah of Iran.

I am sure that you appreciate the fact that conduct of this sort can compromise the strict standards of security which are applicable to the White House and its environs and trust that you will not repeat this type of activity.

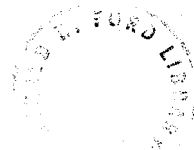
In view of your unblemished record of service on the White House staff, there will be no additional action taken in this regard. I trust that you appreciate my concern.

Sincerely,



William E. Casselman II
Counsel to the President

Ms. Margaret M. Dress
171 Old Executive Office Building
Washington, D. C. 20500



Conflict of
Interest

Dunlop,
John T.

THE WHITE HOUSE
WASHINGTON

Assume you
wanted to
see this
before it goes
to Ken Lazarus

OK Please make
copy & send original
to Lazarus



Dunlop, John T.

JOHN T. DUNLOP

509 PLEASANT STREET BELMONT, MASSACHUSETTS 02178

January 31, 1975.

Dear Phil:

In response to your letter of January 29th I am enclosing answers to the various points on the Personal Data Statement enclosed in your letter. I shall be happy to furnish any further information you may request.

I shall also plan to bring to Washington with me next week (week of February 2) certain additional documents which may be helpful to clear up any points you may wish to develop. I shall plan to give you a ring on Tuesday.

Sincerely yours,

John T. Dunlop
John T. Dunlop

Philip W. Buchen, Esq.
Counsel to the President
The White House
Washington, D. C.



NATIONAL ARCHIVES AND RECORDS ADMINISTRATION
Presidential Libraries Withdrawal Sheet

WITHDRAWAL ID 01476

REASON FOR WITHDRAWAL Donor restriction
TYPE OF MATERIAL List(s)
CREATOR'S NAME Dunlop, John T.
RECEIVER'S NAME Buchen, Philip
DESCRIPTION Personal financial data statement.
CREATION DATE 01/31/1975

COLLECTION/SERIES/FOLDER ID . 001900423
COLLECTION TITLE Philip W. Buchen Files
BOX NUMBER 37
FOLDER TITLE Personnel - Conflict of Interest, A-G

DATE WITHDRAWN 08/24/1988
WITHDRAWING ARCHIVIST LET

THE WHITE HOUSE
WASHINGTON

February 18, 1975

Dunlop, John

Dear Mr. Chairman:

Pursuant to your request, this is to indicate that I have given my approval to the arrangements which have been made by Mr. John T. Dunlop to avoid any conflicts of interest, assuming that he is confirmed by the Senate and appointed Secretary of Labor.

As you know, these arrangements would continue in existence a "blind trust" established under date of January 23, 1973, governing all securities of the nominee and those of his wife.

I trust this satisfies your inquiry.

Sincerely,

Philip W. Buchen

Philip W. Buchen
Counsel to the President

Honorable Harrison A. Williams, Jr.
Chairman, Labor and Public Welfare Committee
United States Senate
Washington, D. C.

cc: Senator Jacob Javits



Conflict of
Interest

2/18/75

Jane Dannenhauer's file on John Dunlop
returned to Ken Lazarus.

(by hand)

Jva



THE WHITE HOUSE
WASHINGTON

February 10, 1976

Conflict
Eckerd
Jack
(H.M.)

Dear Mr. Stallings:

Your letter of January 9, 1976 asks a reconsideration of my advice on October 9, 1975 that Jack Eckerd resign as a trustee of the Jack Eckerd Trust. Your letter stresses the absence of a conflict of interest because only cash and Eckerd Corporation stock is held by the trust, and Mr. Eckerd is permitted to retain stock in that corporation.

My recommendation that Mr. Eckerd resign as trustee was not based upon technical conflict of interest problems, but to relieve him of all of his outside business responsibilities, so that he would be free, in both fact and appearance, to devote full time to his official duties. This purpose remains unchanged. Moreover, the agreement to resign this position was stated to the Senate Committee as part of a package designed to resolve all questions arising out of his former business connections. It would be undesirable to go back on such a commitment to the Congress, and it could lead to a reopening of the entire "package" that all parties had agreed upon. My advice continues to be that Mr. Eckerd should resign this position.

I am sorry that we cannot be more helpful, but do believe that this course is in the best interest of Mr. Eckerd as well as of this Administration.

With best regards,

Sincerely,

Philip W. Buchen
Philip W. Buchen
Counsel to the President

Mr. Norman Stallings
Shackleford, Farrior, Stallings & Evans
P. O. Box 3324
Tampa, Florida 33601

LEX FARRIOR
RMAN STALLINGS
NE LITSCHGI
EX FARRIOR, JR.
MAS C. MACDONALD, JR.
MAS P. EVANS
D. HENRY PALERMO
ID G. HANLON
RISON C. THOMPSON, JR.
DONALD FRALEY
NALD A. PLEASANTS
REN FRAZIER
NN WADDELL
ARLES A. ZINN
HN I. VAN VORIS
JAMIN H. HILL, III
IUS M. DYAL, JR.
HAEL T. TROCKE
RY H. ROOT, III
ERT R. VAWTER, JR.
LIAM E. SIZEMORE
HN W. PUFFER, III
PHEN F. MYERS
OTHY F. PRUGH
LIAM A. GILLEN, JR.
SEPH M. MASON, JR.
NALD A. GIFFORD
SEPH G. THRESHER
SEPH W. CLARK
ID T. KNIGHT
RMAN STALLINGS, JR.
ARK R. HOLMES
NCIS H. COBB
RANK WINKLES

LAW OFFICES OF

SHACKLEFORD, FARRIOR, STALLINGS & EVANS

PROFESSIONAL ASSOCIATION

FIRST FINANCIAL TOWER • POST OFFICE BOX 3324

TAMPA, FLORIDA 33601

TELEPHONE (813) 228-7621

7

T. M. SHACKLEFORD, JR.
(1884-1973)

R. W. SHACKLEFORD
(1890-1964)

January 9, 1976

IN REPLY REFER TO:
Norman Stallings

Philip W. Buchen, Esquire
Counsel to the President
The White House
Washington, D. C.

Re: Jack M. Eckerd

Dear Mr. Buchen:

You will recall that under date of October 9, 1975, you wrote a letter to Mr. Eckerd confirming oral advice as to the actions he should take to avoid actual or apparent conflicts of interest. By letter dated October 24 Mr. Eckerd confirmed to you his intention after confirmation to proceed with the items set forth in your letter. He has asked me to assist him.

Item 6 of your letter provides, in part, for his resignation as a trustee of the Jack Eckerd Trust. Since such resignation seems neither necessary nor desirable, Mr. Eckerd has asked me to write to you for the purpose of obtaining a waiver of this requirement.

The Jack Eckerd Trust is the revocable trust established by Mr. Eckerd with the Chemical Bank and Mr. Eckerd as trustees. The trust provides for the granting of stock options to employees of Jack Eckerd Corporation and its subsidiaries. At

Handwritten notes:
off for me
in file
H. M. Stallings
1/11/76



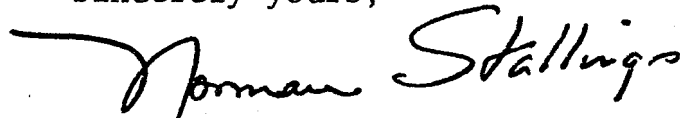
January 9, 1976

the time this trust was established the Chemical Bank, because of its provisions for employees, specifically requested that Mr. Eckerd be one of the trustees. The corpus of the trust consists of stock in the Jack Eckerd Corporation and, until distributed, cash received from dividends and cash received from employees upon the exercise of stock options. To date the cash until distributed has been invested in short term bills or certificates of deposit. It is not the intention of Mr. Eckerd to invest these monies in stocks or bonds but instead he would undertake to distribute the monies received in the Jack Eckerd Trust either in cash to himself or to the blind trust which is being established.

Since your letter of October 9 specifically excluded the Jack Eckerd Corporation stock from being placed in a blind trust and since the Jack Eckerd Trust will consist only of this stock and cash or its equivalent, it seems clear that there would be no danger of an actual or apparent conflict of interest. Under these circumstances it is respectfully requested that Mr. Eckerd be relieved of the requirement that he resign as a trustee of the Jack Eckerd Trust.

If you need any additional information in this connection, please advise me. I shall appreciate hearing from you concerning this.

Sincerely yours,


Norman Stallings

NS:lh

cc: Mr. Jack M. Eckerd
Administrator
General Services Administration
Washington, D. C. 20405



THE WHITE HOUSE
WASHINGTON

October 9, 1975

*Conflict
Interest*

MEMORANDUM FOR: DOUG BENNETT
FROM: PHIL BUCHEN *P.W.B.*
SUBJECT: Jack Eckerd/Conflicts Review

The attached letter should be sent to Jack Eckerd when you announce his nomination.

The only matter of potential embarrassment of which we are aware stems from Mr. Eckerd's unsuccessful campaign for Governor against Claude Kirk in 1970.

Two allegations may be made. One is that his total campaign expenses exceeded the statutory limit of \$350,000. A suit was brought against Eckerd on the basis of this allegation but was dismissed as moot when he lost the election. Unfortunately, Mr. Eckerd failed to advise us of the litigation in response to our questionnaire and we only learned of it through our interview with him and the FBI file, which has delayed our final action. We have reviewed the file which appears to bear out his contention that there was no violation of the spending limit because the law was enacted in the middle of the campaign and was not intended to have retroactive effect. The alleged excess expenditures were based on cumulating expenses prior to the effective date of the act with those made afterward. This does not appear to be a problem.

The second allegation appears to have more substance. During that campaign, his campaign manager, without his knowledge, commissioned a book that was highly derogatory to Claude Kirk. When Eckerd learned of it, and read the book, he barred its sale at all of his drug stores. The problem arises from the failure to



report its cost as a campaign expense. Eckerd's campaign manager took the position that the book was an investment rather than a campaign expense and therefore did not report it as a campaign expenditure. Eckerd, himself, signed the statement of expenses -- presumably after he knew of the book -- apparently on the same theory. (We have not had a chance to discuss this with him because of his vacation.)

There is some conflict between the FBI interviews and the facts as related by Eckerd's lawyer, Norman Stallings, as to the precise amount of money that came from each of the different sources that financed the book. It appears undisputed, however, that the total cost of the book was financed in part by an anonymous person who treated it as an investment and did in fact recover his principal, but no profit, from the revenues of the book. Additional funds were supplied by the campaign manager, without Eckerd's knowledge, from Eckerd's private campaign fund which the manager was authorized to draw upon. Part, but not all, of the investment from Eckerd's own funds was recovered from revenues. The fund itself appears to have been entirely legal under Florida law. The failure to report the expense of the book as a campaign expenditure, however -- on the theory that it was an investment -- appears highly questionable. The statute of limitations has run on any offense that might arise from this reporting failure, but the subject has obviously potential for embarrassment during the hearings. Kirk has indicated his intention to raise the issue.

I suggest you discuss this with Eckerd. You should also mention to the President the controversial religious ad in his 1974 Senate campaign, which will undoubtedly receive some publicity.



THE WHITE HOUSE

WASHINGTON

October 9, 1975

Dear Mr. Eckerd:

The following will confirm our oral advice to you during our meeting of October 1, 1975 as to the actions you should take to avoid actual or apparent conflicts of interest in the performance of your duties as Administrator of the General Services Administration.

- (1) Resign as Chairman of the Board, Director and consultant to the Jack Eckerd Corporation.
- (2) Resign as Director of Southeast Banking Corporation.
- (3) Resign as Director of the Jack Eckerd Corporation employee pension and profit sharing plan.
- (4) Except for your holdings in the Jack Eckerd Corporation, place your personally held stocks, bonds and notes in a blind trust.
- (5) Except for her Jack Eckerd Corporation holdings, place your wife's stocks and bonds in a blind trust.
- (6) Resign as trustee of the Jack Eckerd Trust, the Nancy Eckerd Trust, the Kennedy Richard Eckerd Trust, and the J. Milton Eckerd Trust, and instruct the professional trustee to tell you nothing about the assets of these trusts just as if it were a blind trust for your own benefit.
- (7) Once in office, you should disqualify yourself from any matters coming before you that could impact on:
 - (a) the Jack Eckerd Corporation;
 - (b) your real estate holdings;
 - (c) the holders of your outstanding notes;
 - (d) the persons whose notes you hold;
 - (e) the Jack and Ruth Eckerd Foundation.
 - (f) Eckerd College



October 9, 1975

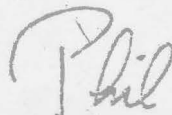
Page Two

This can be accomplished by a memorandum to a deputy specifying all such interests and instructing him to act in your place with respect to them. This memorandum can be drawn up by the GSA General Counsel. In addition, you should consult with the General Counsel prior to any changes in your investments once you are in office.

If either my staff or I can be of further assistance to you, please do not hesitate to call upon us.

With best wishes.

Sincerely,

A handwritten signature in cursive script that reads "Phil".

Philip W. Buchen
Counsel to the President

Mr. Jack M. Eckerd
Jack Eckerd Corporation
2120 U. S. Highway 19 South
Clearwater, Florida 33518



THE WHITE HOUSE
WASHINGTON

October 6, 1975

*Conflict of
Interest
Foster, Dr John S. Jr
see
PFIAB*

MEMORANDUM FOR: DOUG BENNETT
FROM: PHIL BUCHEN *P.W.B.*
SUBJECT: Appearance of Conflict of Interest in
appointment of Dr. John S. Foster, Jr.,
to be Chairman of PFIAB.

Mr. J. Robert Burnett, a senior Vice President of TRW, and Mr. James J. McKee, Vice President and Senior Counsel of TRW, came to my office at their request on October 2 to discuss questions in connection with prospective appointment of Dr. John S. Foster, Jr., as Chairman of the President's Foreign Intelligence Advisory Board (PFIAB). At Mr. Burnett's request, Mr. Wheaton B. Byers, Executive Secretary of the PFIAB, attended the meeting.

Dr. Foster is a senior corporate officer of TRW and, while his responsibilities are in the field of energy, the corporation has contracts with agencies and organizations in the intelligence community totaling \$118 million annually (TRW gross annual revenues are approximately \$2.6 billion, of which 20% is from government business, principally with DOD).

Mr. Burnett and Mr. McKee took no position with respect to the conflict of interest question, but wished to make a matter of record the extent of TRW's contractual arrangements with the intelligence community. Mr. Burnett explained that TRW intelligence-related contracts range from the production of intelligence collection systems hardware to the analysis of complex intelligence data, and that other contracts relate to strategic military weapons systems. He anticipates that these contracts will continue at the current level.

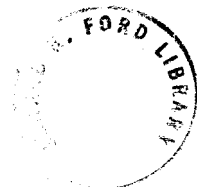
A general discussion of conflict of interest as it might arise with respect to members of the PFIAB recognized the Board's role as advisory only, although it was recognized that there is substantial insulation between the advice tendered to the President and the



actual procurement of hardware or services by elements of the intelligence community or the armed services. It also recognized that the appearance of conflict of interest pertains to a number of members of the Board, and that there was thus a general dilemma: those best qualified to serve the President as part-time advisors on intelligence matters are not professional eunuchs.

In my view, the appearance of conflict of interest as it pertains to the Chairman of the PFIAB must be avoided with even greater certainty than in the cases of other board members, because of the expectation that he will devote substantial time to the position, and will have a predominant influence in framing Board recommendations. The President has decided to enlarge the responsibilities of the PFIAB to include compliance with statutory authority and he has publicly announced his determination that the intelligence community will be directed and managed in a manner which will restore public confidence. In these circumstances, much importance will be placed by the public on the qualifications of the Chairman to carry out these responsibilities in a judicious and impartial manner.

I believe it will be difficult to defend publicly appointing as Chairman of the President's Foreign Intelligence Advisory Board a man whose employer has close and extensive contractual arrangements with the foreign intelligence community in particular and the Defense Department generally which could be affected by recommendations of the Board.



THE WHITE HOUSE
WASHINGTON

Please clip and
pass to Phil A.
P.



N.Y. Times 10/10/74

Risks for Executives on Loan

*Sibson
Andrew*

By EDWARD COWAN

...tigated by two Federal agencies, found himself explaining his actions under oath before the House Small Business

...flict-of-interest problems? Would a thicker type of insulation be preferable?

...tended to protect Mr. Bowen and the Treasury from Mr. Bowen's running afoul of the conflict-of-interest law.

...pated in Mr. Simon's decision-making, they said. This nuance led to their in-

...was that Mr. Bowen consciously had contrived the "double-dip" provision to

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FOR IMMEDIATE RELEASE

NOVEMBER 12, 1974

Office of the White House Press Secretary

THE WHITE HOUSE

EXCHANGE OF LETTERS BETWEEN THE PRESIDENT
AND ANDREW E. GIBSON

November 12, 1974

Dear Andy:

I have your letter asking that your name be withdrawn as a candidate for Administrator of the Federal Energy Administration, and I accept it with the deepest regret. As you recognize in your letter, the national interest requires that the Federal Energy Administration have new leadership as swiftly as possible. The energy problems we confront are of such a magnitude as to render unacceptable any undue delays in the nomination and confirmation process. It is therefore my intention to announce a new nominee for this important post very soon.

I want you to know of my continuing high regard for your abilities. You did not seek the post of the Federal Energy Administration Administrator; we sought you out because of your proven record as a superior government manager during your tenure at the Commerce Department. You agreed to serve, if nominated and confirmed, out of a spirit of patriotism and a desire to serve the public interest.

It would be unfair to you to leave unanswered the charges made against you. I, therefore, intend to have the FBI investigation, which was routinely begun on the date that you were announced, run to its completion and, when appropriate, to appoint you to another responsible position in government. We need people in public service of your ability and your experience.

With warm regards,

Sincerely,

GERALD R. FORD



(MORE)

November 12, 1974

Dear President Ford:

The existence of the agreement between myself and Interstate Oil Transport Company under which I resigned as President in April of this year has raised the question of whether this contract would impair my ability to discharge impartially my responsibilities as Federal Energy Administrator. A review of this contract will show that the obligations of the company to me are specific and unconditional and I therefore believe that this contract would not inhibit the discharge of my official responsibilities as Federal Energy Administrator. Nevertheless, because of its existence it seems apparent that any hearing on my confirmation will be a lengthy matter. Believing as I do that the energy problems facing our nation are critical and require prompt and effective leadership, I am reluctantly compelled to conclude that a lengthy confirmation hearing would not be in the best interests of the nation. Accordingly, I request that my name not be transmitted to the Senate for the position of Federal Energy Administrator.

Other questions have been raised with respect to the propriety of my conduct during the course of my tenure as Assistant Secretary of Commerce for Maritime Affairs. I have every confidence that the FBI investigation now underway will demonstrate the complete absence of any substance to such allegations. Indeed, were such allegations the only obstacle to my confirmation, I should feel quite differently about the withdrawal of my name. Therefore, I respectfully request that the FBI investigation continue and be completed promptly.

I greatly appreciate the confidence you have shown in selecting me for the position as Administrator of the Federal Energy Administration. It would be an honor to have the opportunity of serving the nation in some other position.

Sincerely,

ANDREW E. GIBSON

###

Gibson
Andy

11/8/74

To: Mr. Areeda

From: Eva

George Saunders said they interviewed
Andy Gibson last night. He asked
for a copy of the severance contract,
and Jane gave him a copy.

2887

Mr. Saunders said -- in view of all
that's going on -- if it's decided
the White House won't proceed on this,
he would like to know immediately
so they can stop.

He may want to touch base to see how
far you want to go in checking. In
the case of Presidential appointments,
they don't go as far as they have to for
Vice Presidential appointments.

Would appreciate knowing if it's
decided to drop the whole thing.



THE WHITE HOUSE

WASHINGTON

October 29, 1974

MEMORANDUM FOR:

PHILIP W. BUCHEN

FROM:

WILLIAM N. WALKER *Walker*

SUBJECT:

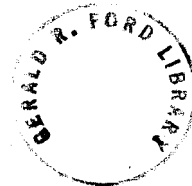
Waiver of Conflict of
Interest and Security
Investigation for Pur-
poses of Announcement.
Andrew E. Gibson

The President wishes to announce the nomination of Andrew E. Gibson (resume attached) as the Administrator of FEA. He is the former Assistant Secretary of Commerce for Domestic and International Business and the former Assistant Secretary for Maritime Affairs and Maritime Administrator. His three years in these jobs and past successful clearances should make him a reasonable risk for waiver of normal procedures. For the purposes of announcement only, please waive the subject clearances.

15/ PWB Agree

_____ Disagree

Attachment



ANDREW E. GIBSON

ADDRESS: 8315 Seminole Avenue
Philadelphia, Pennsylvania 19118
Residence Telephone: 215-242-4971
Box 294
Ashfield, Mass. 01330

EDUCATION: HARVARD BUSINESS SCHOOL
Advanced Management Program 1974

NEW YORK UNIVERSITY
Degree: Master in Business Administration - 1959

BROWN UNIVERSITY
Degree: Bachelor of Arts - 1951
Honors: Cum Laude with High Honors in Economics

MASSACHUSETTS MARITIME ACADEMY
Graduated: 1942 (2 Year Curriculum)

EXPERIENCE: INTERSTATE OIL TRANSPORT CO. (Philadelphia, Pa.)
President (1973 - 1974)

Interstate Oil Transport Co., was incorporated in 1928 and until June 1974 was engaged exclusively in the operation of tank vessels in Coastal Transportation. Recent construction included ten vessels of 16,000 dead weight tons and three of 31,000 DWT, operating on the Atlantic Coast and in the Gulf of Mexico. In 1972, Interstate moved more than 25 million tons of petroleum products. A subsidiary, International Bulk Transport Co., will be the operator of three VLCC's of 265,000 DWT in 1975 and two ULCC's of 395,000 DWT after 1977.

April 1973 - At the request of the Secretary of Commerce, became one of the twenty founding members of the National Council for United States-China Trade. Currently serving on the Executive Committee and in that capacity visited Peking in November 1973 to commence trade discussions.

U. S. DEPARTMENT OF COMMERCE (Washington, D. C.)
Assistant Secretary for Domestic and International Business (1972)

Organized and established the Domestic and International Business Administration. Headed the team which negotiated the Trade Agreement with the Soviet Union, signed on October 18, 1972.

Member, Board of Foreign Service (State Department)
Member, Economic Defense Advisory Committee



Assistant Secretary for Maritime Affairs and Maritime
Administrator (1969-1972)

Developed the President's program to rebuild the U. S. Merchant Marine, and had the responsibility for drafting the enabling legislation resulting in the Merchant Marine Act of 1970; developed programs and plans to support a \$600 million annual budget devoted to providing vessel operating and ship construction subsidies, as well as research and development projects in the area of advanced ship systems; responsible for administration of these programs, and a staff of 1,800.

October 1970 - Chairman, U. S. Delegation to the International Labor Organization meeting in Geneva

January 1971 - Appointed by the President to be a member of the Commission on American Shipbuilding

JOHN DIEBOLD, INC. (New York, New York)
Vice President (1967-1969)

Had management responsibility for consulting groups offering assistance in the development of Management Information Systems; had the primary responsibility for the organization, development and promotion of a new company to lease cargo containers. This company was financed through a \$10 million private placement by Kidder-Peabody & Co.

GRACE LINES, INC. (New York, New York)
(1953-1967)

Joined Grace Line in 1953 as Assistant to the Treasurer and advanced consecutively to Cargo Manager (1955); Terminal Manager (1956); Assistant Vice President (1961); Vice President for Cargo and Terminal Operations (1964).

Senior Vice President (1965-1967)

Had responsibility for the operation and maintenance of a fleet of seventeen cargo and passenger ships operating from the East Coast of the United States to the Caribbean and West Coast of South America; responsible for cargo handling and operations in the United States and South America ports; responsible for budget preparation and performance for the fleet and terminal operations; responsible for the administration of 3,000 seagoing and longshore personnel; had responsibility for labor relations with the numerous unions representing seagoing and longshore personnel and was an active participant as a member of industry groups in the negotiations of all company/labor contracts.



FIRESTONE LATEX PRODUCTS CO. (Fall River, Massachusetts)
Assistant Department Manager (1946-1948)

Had direct supervision of 200 production workers operating on a three-shift basis manufacturing foamed rubber products (automotive and furniture seating, mattresses, etc.)

UNITED STATES LINES COMPANY (New York, New York)
(1942-1946)

Deck Officer and Master (1945-1946) of company ships.

MILITARY
SERVICE:

(1951-1953)

Lieutenant, United States Navy - Assistant Controller,
Military Sea Transportation Service (Atlantic)

CLUBS AND ASSOCIATIONS:

Director - American Bureau of Shipping
Director - Propeller Club of the United States
Member - The Metropolitan Club, New York
Member - Capitol Brown Club, Washington, D. C.
Member - Executive Committee, Navy League
Member - Economic Club of New York
Member - The Union League of Philadelphia

PERSONAL DATA:

Date of Birth: February 19, 1922 - New York, New York
Health: Excellent
Status: Married - Five Children



Goodell, Charles

4:45 p.m.

Tuesday, September 30, 1975

Charlie Goodell is scheduled to meet with the Criminal Division of Justice on this matter today and as soon as we hear from Justice we will report back to you.

Dudley



THE WHITE HOUSE
WASHINGTON

9/29

Checking w/ Justice

Pending with Dudley

Exemption from
Foreign Agents
Registration for Goodell



THE WHITE HOUSE
WASHINGTON

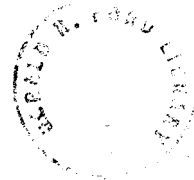
August 25, 1975

Mr. Buchen
Desk file
Dudley?

MEMORANDUM FOR: DUDLEY CHAPMAN
FROM: PHILIP BUCHEN *P.W.B.*
SUBJECT: Charles Goodell

Attached is a copy of a memorandum from Charles E. Goodell to me of July 14, which I had referred to Nino Scalia on July 17. On August 22, I had a call from Charles Goodell saying that the corporation of which he is Chairman was intending to register under the Foreign Agents Registration Act and to do so on August 27th. He also said under those circumstances, he would immediately like an appropriate document signed in behalf of the President to exempt Charles Goodell from the penalty provisions of the Act. On the same day, I got the attached memorandum from Leon Ullman of the Office of Legal Counsel, which does not seem to be wholly consistent with Goodell's request, but maybe the simplest thing to do is to have you prepare an exemption from me to sign in behalf of the President. If you see any objections to this manner of proceeding, please let me know.

Attachments



Department of Justice
Washington, D.C. 20530

cy 5
Ken [unclear]

AUG 22 1975

MEMORANDUM FOR PHILIP W. BUCHEN
Counsel to the President

Re: Status of Charles E. Goodell under the Foreign Agents
Registration Act


This responds to your memorandum of July 17, 1975, concerning the possible applicability of the Foreign Agents Registration Act to Chairman Goodell of the Presidential Clemency Board. In view of the responsibility of the Criminal Division for Foreign Agents Registration matters, we referred your memorandum, upon receipt, to that Division for initial consideration. The Criminal Division has advised us as follows:

The threshold question of whether Mr. Goodell has an obligation to register under the Act cannot be resolved at this time because the corporation whose activities are at issue here and of which Mr. Goodell serves as Chairman of the Board has not as of yet provided the Criminal Division with certain information it has requested in order to make a determination. Even if it is determined that the corporation has an obligation to register, it does not necessarily follow that Mr. Goodell would have to register. The determination of Mr. Goodell's obligation to register would depend upon the activities he engages in on behalf of the corporation's foreign principals. A determination in this regard must also await the submission of the requested information by the corporation. If it is determined that Mr. Goodell is required to register, then a copy of a certification that his employment as a "special Government employee" is in the national interest must be filed along with his registration statement.



In view of the absence of complete information at this time, we have discussed with the Criminal Division the question of the proper timing for Mr. Goodell to obtain certification in the event it is later determined that he must register. The Criminal Division advises us that a certification made either prior or subsequent to that determination would be satisfactory, and would be so even if made after Mr. Goodell leaves government service upon the dissolution of the Presidential Clemency Board. Accordingly, there is the option of either now providing Mr. Goodell with a certification to be used in the event it is subsequently determined that he has an obligation to register or awaiting that determination and providing Mr. Goodell with a certification if it becomes necessary that he have one.

The certification provision, which is contained in 18 U.S.C. 219, requires that the "head of the employing agency" certify that the particular employment is required in the national interest. In the context of the conflict of interest laws the President has delegated his authority to make similar determinations under sections 205 and 208(b) of title 18, United States Code, to the Counsel to the President. See 3 CFR 100.735-32. Any certification which may be required under 18 U.S.C. 219 in connection with Mr. Goodell's employment should be made by the President or his authorized delegate.


Leon Ulman
Acting Assistant Attorney General
Office of Legal Counsel

cc: Kevin T. Maroney
Deputy Assistant Attorney General
Criminal Division



THE WHITE HOUSE
WASHINGTON

July 17, 1975

*Conflicts
to
J. Goodell*

MEMORANDUM FOR: ANTONIN SCALIA
ASSISTANT ATTORNEY GENERAL
OFFICE OF LEGAL COUNSEL

Would you please review and advise me on the issues in the attached memo. Therein, Chairman Goodell of the Presidential Clemency Board discloses that he may possibly be subject to the Foreign Agents Registration Act which prohibits his employment as Chairman of the Presidential Clemency Board unless he is provided with a certification that his employment as a "special Government employee" is in the national interest.

Thank you.

P.W.B.

Philip W. Buchen
Counsel to the President



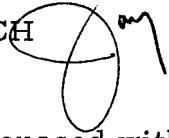
THE WHITE HOUSE

WASHINGTON

July 17, 1975

MEMORANDUM TO: PHILIP W. BUCHEN

FROM: JAY T. FRENCH

A handwritten signature in black ink, appearing to be "J. French", written over the name "JAY T. FRENCH". The signature consists of a large, loopy initial "J" followed by a smaller "F" and a trailing flourish.

In Ken's absence, I reviewed and discussed with Dudley the attached memo from Chairman Goodell. Dudley and I recommend that you sign the attached memo to Nino Scalia.



THE WHITE HOUSE
WASHINGTON, D.C. 20500

July 14, 1975

MEMORANDUM FOR: Philip W. Buchen
FROM: *Charles E. Goodell*
Charles E. Goodell, Chairman
SUBJECT: My Status under Foreign Agents Registration Act of 1938.

Recently, it has been brought to my attention that a corporation of which I am Chairman of the Board may be engaged in activities which require its registration pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. §611, et seq. The activities involve representation of foreign clients primarily in France and Germany. The corporation was requested in mid-June to provide the Department of Justice with a description of its activities on behalf of one of its foreign clients. As Chairman of the Board of the corporation and as a member of the law firm which represents it, I myself would automatically be required to register if the corporation must register.

There is a general statutory prohibition on officers and employees of the U.S. Government acting as agents of foreign principals. However, "special Government employees," as this term is defined in 18 U.S.C. §202, are not subject to this prohibition if the head of the employing agency certifies that employment of the "special Government employee" is required in the national interest.

The above cited prohibition is contained in 18 U.S.C. §219. It reads as follows:

"Whoever, being an officer or employee of the United States in the executive, legislative, or judicial branch of the Government or in any agency of the United States, including the District of Columbia, is or acts as an agent of a foreign principal required to register under the Foreign Agents Registration Act of 1938, as amended, shall be fined not more than \$10,000 or imprisoned for not more than two years, or both.



'Nothing in this section shall apply to the employment of any agent of a foreign principal as a special Government employee in any case in which the head of the employing agency certifies that such employment is required in the national interest. A copy of any certification under this paragraph shall be forwarded by the head of such agency to the Attorney General who shall cause the same to be filed with the registration statement and other documents filed by such agent, and made available for public inspection in accordance with Section 6 of the Foreign Agents Registration Act of 1938, as amended." (emphasis added)

My understanding of the procedures under the Registration Act is that the date of a determination of a requirement to register does not serve as the date that the party became obligated to register. That obligation arises when a party in part acts as an agent. In other words, a November 1975 registration may be based on a relationship that began back in January 1975. Thus, if it evolves that the corporation must register, any conflict with the statute and my present position already exists, and has existed, irrespective of the fact that the Justice Department will not make a decision until later.

Quite obviously, none of my responsibilities under the clemency program would involve any conflict of interest as contemplated, I believe, by the requirements of the Foreign Agents Registration Act. It may well be that no registration will even be indicated. Nonetheless, I don't want to expose the President to any allegation that there has been a technical violation of law within his Administration. Nor do I wish to violate the law, technically or otherwise.

I have had my staff review 18 U.S.C. §219, but as you know this is not our specialty. I would appreciate your confirming my understanding of the way to proceed. If you agree, it would appear necessary that the President, as the "head" of this agency, make a determination that my position as Chairman is "in the national interest" and has been since the date of my swearing in.

THE WHITE HOUSE
WASHINGTON

July 1, 1975

*Goodeell,
Chas.
(?)*

MEMORANDUM FOR: CHARLES GOODELL
FROM: PHILIP BUCHEN *T.W.B.*
SUBJECT: Conflict of Interest Inquiry

I am advised that the Department of Justice has responded directly to your inquiry of June 20, regarding your status as a government employee.

This is to confirm the fact that, at the time of your original appointment to the Presidential Clemency Board, it was not contemplated that your service would involve a period in excess of 130 days during the following 365 days.

This completes our review of this matter.



THE WHITE HOUSE

WASHINGTON

July 1, 1975

MEMORANDUM FOR: PHIL BUCHEN
FROM: KEN LAZARUS *kl*
SUBJECT: Charles Goodell/
Conflict of Interest Question

As you will recall, Charles Goodell recently requested your advice as to whether he is a "regular officer or employee" or a "special government employee" for purposes of Federal conflict of interest provisions, 18 U.S.C. Secs. 202, et. seq. (incoming at Tab A). The latter designation is necessary if Mr. Goodell is to continue in the practice of law to the extent the U. S. is a party in any judicial or administrative proceeding in which he is involved.

I asked the Office of Legal Counsel at Justice to respond directly to this inquiry (Tab B). The question of whether one is a "special" as opposed to a "regular" government employee turns on a good-faith estimate of the anticipated duration of service at the time of appointment -- an estimate in excess of 130 days confers the status of "regular" employee.

It is clear that Mr. Goodell's original appointment did not anticipate service in excess of 130 days. The fact that an original estimate turns out to be inaccurate is inapposite to the designation. The attached memo from you to Mr. Goodell (Tab C) would complete action on this matter.



TAB
A



PRESIDENTIAL CLEMENCY BOARD

THE WHITE HOUSE

WASHINGTON, D.C. 20500

June 20, 1975

MEMORANDUM FOR: Philip W. Buchen

FROM: *Charles E. Goodell*
Charles E. Goodell, Chairman

RE: Conflict-of-Interest Provisions as They Relate to My Status
as a Government Employee.

A problem has arisen concerning my status as a member of the Presidential Clemency Board. I have not yet been properly designated as either a "regular officer or employee" of the U.S. Government or as a "special Government employee" for purposes of the conflict-of-interest laws. This designation is important because it affects my continuing private legal practice. I would appreciate your attention to this matter so my present status can be cleared up.

In September I asked the Justice Department to advise me concerning the conflict of interest laws which relate to my status as Chairman of the Presidential Clemency Board. The relevant statutes are 18 U.S.C., 202-209, with special emphasis on Section 205. Recently, I also asked my legal staff to look into the matter, and they have provided me with the following information.

In brief, all officers and employees of the U.S. in the executive, legislative, or judicial branch are subject to the conflict of interest provisions contained in 18 U.S.C., 205 (see Tab B). This section provides that a "regular officer or employee" of the U.S. Government, i.e., one appointed or employed to serve, with or without compensation, for more than 130 days in any period of 365 days, may not, except in the discharge of his official duties, represent anyone else before a court or government agency in a matter in which the U.S. is a party or has an interest. However, a "special Government employee," i.e., one who is appointed or employed, with or without compensation, for not to exceed one hundred and thirty days during any period of three hundred and sixty-five consecutive days, does not have the same restraints imposed upon him as a regular officer or employee. A special Government employee is only precluded from representing anyone else before a court or government agency in a matter in which the U.S. is a party or has an interest if he has at any time participated personally and substantially for the Government in the same matter.



For purposes of properly categorizing an employee of the U.S. Government as either a "regular officer or employee" or as a "special Government employee," I want to bring to your attention the following information contained in Chapter 735, Appendix C, of the Federal Personnel Manual. This information specifically relates to sections 202, 203, 205, 207, 208, and 209 of Title 18, United States Code. It reads as follows:

Each agency should observe the following rules in obtaining and utilizing the services of a consultant, adviser, or other temporary or intermittent employee:

(a) At the time of his original appointment and the time of each appointment thereafter, the agency should make its best estimate of the number of days during the following 365 days on which it will require the service of the appointee. A part of a day should be counted as a full day for the purposes of this estimate, and a Saturday, Sunday or holiday on which duty is to be performed should be counted equally with a regular work day.

(b) Unless otherwise provided by law, an appointment should not extend for more than 365 days. When an appointment extends beyond that period, an estimate as required by paragraph (a) should be made at the inception of the appointment and a new estimate at the expiration of each 364 days thereafter.

(c) If an agency estimates, pursuant to paragraph (a) or (b), that an appointee will serve more than 130 days during the ensuing 365 days, the appointee should not be carried on the rolls as a special government employee and the agency should instruct him that he is regarded as subject to the prohibitions of sections 203 and 205 to the same extent as if he were to serve as a full-time employee. If it is estimated that he will serve no more than 130 days during the following 365 days, he should be carried on the rolls of the agency as a special Government employee and instructed that he is regarded as subject only to the restrictions of sections 203 and 205 described in paragraphs 1 and 2 above. Even if it becomes apparent, prior to the end of a period of 365 days for which an agency has made an estimate on an appointee, that he has not been accurately classified, he should nevertheless continue to be considered a special Government employee or not, as the case may be, for the remainder of the 365-day period." (emphasis added)



In view of the above cited provisions, it would appear that whether an individual working for the U.S. Government is a "regular officer or employee" or a "special Government employee" depends on the nature of the individual's original appointment. When I was appointed Chairman of the Clemency Board, the Board was only empowered to consider requests for executive clemency from individuals who submitted their applications no later than January 31, 1975. When the Clemency Board was initially established, it was anticipated that as Chairman I would meet with the rest of the Board members three times a week, twice each month. The Board was expected to process all clemency applications no later than March 15, 1975, and submit its final recommendations to the President no later than December 31, 1975, at which time it was to cease existing. After March 15, 1975, it was anticipated that I would need to meet with other Board members and members of my staff only on an occasional basis, if at all.

Since at the time of my original appointment it was expected that the Clemency Board would finish most of its work by March 15, 1975, I believe that it is accurate to state that there was no expectation I would serve on the Clemency Board for more than 130 working days.

In view of the circumstances existing at the time the Clemency Board was created, I believe that I properly should have been designated as a "special Government employee." To date, however, I have not been designated either as a "special Government employee" or a "regular Government employee." I would appreciate it if you could confirm that my status as of September 15, 1974, was that of a "special Government employee," thereby resolving any questions that might arise under the conflict statutes.

This becomes a matter of some urgency, because we are trying to close our financial account by the end of the fiscal year. I believe the matter could be decided after July 1 and I be paid the next fiscal year, but I am far from a budgetary expert and am repeating only what I have been told. At any rate, I stopped putting in payroll vouchers March 2, at which point I had accumulated 80 days with the Clemency Board. Through June 30, my total days on the Clemency Board will be about 150. Obviously, with the Clemency Board going full time through the summer, it will be considerably higher than that by September.

I would appreciate your thoughts on this matter and an opportunity to discuss it with you if you feel it is necessary.



TAB
B



Department of Justice
Washington, D.C. 20530.

June 27, 1975

Lawrence M. Baskir, Esq.
General Counsel
Presidential Clemency Board
The White House
Washington, D. C. 20500

Dear Mr. Baskir:

This responds to your letter of June 26, relating to the conflict-of-interest laws as they involve the status of Charles E. Goodell, Chairman of the Presidential Clemency Board, as a Government employee. For reasons to be discussed, we conclude that it was proper to designate Mr. Goodell as a special Government employee as that term is defined by 18 U.S.C. 202.

That section provides that the term "special Government employee" means "an officer or employee of the executive branch . . . who is retained, designated, appointed, or employed to perform, with or without compensation, for not to exceed one hundred and thirty days during any period of three hundred and sixty-five consecutive days, temporary duties either on a full-time or intermittent basis" Congress intended that a special Government employee in general would be subject to less restrictive conflict-of-interest prohibitions than are regular employees. This intention is reflected by the specific differences in treatment for each type of employee under 18 U.S.C. 203, 205 and 209.

Beginning with the effective date of the conflict-of-interest statute in January 1963, the Department of Justice has taken the position that if, at the threshold of employment, an agency estimates in good faith that the employee will serve no more than 130 days during the following 365 days, he should be carried on the rolls of the agency as a special Government employee. Similarly, it has been the

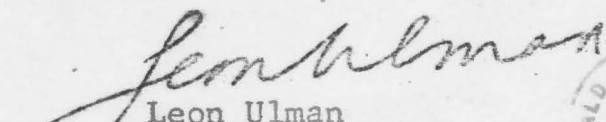


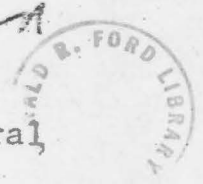
Department's view that if it becomes apparent prior to the end of the period, the estimate turns out to be inaccurate, the employee may nevertheless continue to be considered as a special Government employee for the remainder of the 365-day period. That interpretation is expressly embodied by the Civil Service Commission in its Federal Personnel Manual, p. 735-C-1, of November 9, 1965, as revised July 1969.

From the memorandum of June 20, 1975, from Mr. Goodell to Mr. Buchen, attached to your inquiry, it appears that when he was appointed to the Clemency Board on September 16, 1974, the Board was empowered to consider requests for executive clemency only from individuals who submitted their applications no later than January 31, 1975. It was anticipated that Mr. Goodell would meet with his fellow Board members not more than three times a week, twice each month. It was also expected that the Board would complete its processing of all clemency applications no later than March 15, 1975. After that date, it was anticipated that Mr. Goodell would meet with Board members and members of his staff only on an occasional basis, if at all. Under Executive Order 11803 creating the Board, its final recommendation to the President must be submitted no later than December 31, 1976.

On the basis of the above facts, there is no doubt that if Chairman Goodell had been designated as a special Government employee on September 16, 1974, this would have been a good-faith estimate and entitled Chairman Goodell to that same status even though later events indicated that this was an erroneous estimate. Mr. Goodell, however, was not designated either as a "special Government employee" or as a regular Government employee. We assume this was an inadvertence. In our opinion, the basic 130-day test can be applied in the light of what a good-faith estimate would have been, even though it was not reduced to writing when Mr. Goodell was appointed. We conclude that Mr. Goodell's status as of the date of his appointment was that of a special Government employee.

Sincerely,


Leon Ulman
Acting Assistant Attorney General,
Office of Legal Counsel



TAB
C



NATIONAL ARCHIVES AND RECORDS ADMINISTRATION
Presidential Libraries Withdrawal Sheet

WITHDRAWAL ID 01477

REASON FOR WITHDRAWAL Donor restriction
TYPE OF MATERIAL Letter(s)
CREATOR'S NAME President
RECEIVER'S NAME Graham, Otto
DESCRIPTION Personal matter
CREATION DATE 01/09/1976

COLLECTION/SERIES/FOLDER ID . 001900423
COLLECTION TITLE Philip W. Buchen Files
BOX NUMBER 37
FOLDER TITLE Personnel - Conflict of Interest, A-G

DATE WITHDRAWN 08/24/1988
WITHDRAWING ARCHIVIST LET