

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

THE PEOPLE OF THE STATE OF NEW YORK, by
LETITIA JAMES, Attorney General of the State of
New York,

Petitioner,

-against-

DONALD J. TRUMP, DONALD J. TRUMP JR.,
IVANKA TRUMP, ERIC F. TRUMP, and THE
DONALD J. TRUMP FOUNDATION,

Respondents.

Index No. 451130/2018

**SO ORDERED
STIPULATION OF FINAL
SETTLEMENT**

This Stipulation of Final Settlement ("Stipulation") is entered into by and between
Petitioner the People of the State of New York by Letitia James, Attorney General of the State of
New York ("Petitioner," or "Attorney General" or "OAG"), and Respondents Donald J. Trump
("Mr. Trump") and the Donald J. Trump Foundation (the "Foundation") by their attorneys, Alan
S. Futerfas and Marc L. Mukasey. The Attorney General, Donald J. Trump and the Foundation
are referred to collectively herein as the "Parties." Mr. Trump and the Foundation shall be
collectively referred to herein as the "Remaining Respondents."

WHEREAS, the Attorney General commenced the above-captioned special proceeding
against Respondents by the filing of a verified petition (the "Verified Petition") on June 14, 2018
(the "Special Proceeding");

WHEREAS, the Verified Petition alleges that Respondents engaged in improper political
activity and self-dealing transactions, and failed to follow certain required obligations and corporate
formalities;

WHEREAS, pursuant to the New York Not-for-Profit Corporation Law ("N-PCL") Section 717, directors and officers of a not-for-profit corporation are required to act in good faith and with that degree of diligence, care and skill that an ordinarily prudent person in their position would exercise under similar circumstances. In addition, Section 717 requires directors and officers of a not-for-profit corporation to act with undivided loyalty toward the corporation, and that directors must meet at least annually for a report of the corporation's assets and liabilities, revenue, and disbursements, pursuant to N-PCL §§ 519, 603(b);

WHEREAS, pursuant to the New York Estates, Powers, and Trust Law ("EPTL") Section 8-1.8(a)(2), a private foundation "shall not engage in any act of self-dealing which would result in the taxation of any amount involved with respect to any such act of self-dealing under section 4941 of the [Internal Revenue Code] (the "IRC" or the "Code")], and pursuant to EPTL Section 8-1.8(a)(5), a private foundation "shall not make any taxable expenditure which would result in the liability of the [private foundation] for any tax imposed on any such taxable expenditures under section 4945 of the [Code];"

WHEREAS, IRC Section 4941 imposes an excise tax on acts of self-dealing, and IRC Section 4945 imposes an excise tax on any amount paid to influence the outcome of a specific public election, and that under Section 406 of the N-PCL, a New York private foundation must include provisions in its certificate of incorporation expressly prohibiting the conduct penalized under Sections 4945 and 4941 of the Code;

WHEREAS, pursuant to Executive Law Section 175(2), N-PCL Sections 706(d), 715(f), 720(a), and EPTL Section 8-1.9(c)(4), the Attorney General may, among other actions, bring a special proceeding against a charitable organization or any other persons acting for it; bring an action to remove a director for cause or bar a director from future service on the board; seek an order requiring a person to account for profits from an improper related party transaction or pay the

not-for-profit corporation for the value of the use of any of its assets in such a transaction; return assets lost to the corporation as a result of such a transaction; or pay restitution resulting from the violation of duties in the management of corporate assets committed to their charge and to set aside an unlawful conveyance, assignment or transfer of corporate assets;

WHEREAS, the Verified Petition alleges that in 2016, the Foundation engaged in political activity and related party transactions with Donald J. Trump for President, Inc. (the "Campaign"), a federally registered principal campaign committee, insofar as it alleges that the Campaign directed the Foundation's activities in connection with a nationally televised fundraiser for veterans held in Des Moines, Iowa, on January 28, 2016 (the "Iowa Fundraiser"), and the subsequent disbursements of proceeds from the event; and

WHEREAS, the Parties agree to the following factual stipulations:

1. The Foundation is a private New York not-for-profit, 501(c)(3) corporation incorporated in 1987;
2. Respondent Mr. Trump is the founder of the Foundation and served as its president from 1987 through November 13, 2018;
3. The Foundation's Board of Directors did not meet from 1999 through November 2018, and did not provide oversight, set policy or approve the direction, operations or acts of the Foundation; did not promulgate written criteria for the consideration, approval, or monitoring of grants, or protocols for assuring compliance with the organization's governing documents and charitable mission; and did not adopt a conflict of interest policy after July 2014, when such policy was required;
4. The omissions identified in Paragraph 3 above contributed to the Foundation's participation in the events and transactions described in Paragraphs 5-16 below;

5. **The Iowa Fundraiser and the Distribution of Its Proceeds (2016).** On January 26, 2016, Mr. Trump, then a candidate in the primary elections for the Republican party nomination for president of the United States, announced that he would conduct the Iowa Fundraiser on January 28, 2016, in lieu of participating in a televised debate featuring other Republican presidential candidates. The Iowa Fundraiser was presented as the "Donald J. Trump Special Event for Veterans." The website for the Iowa Fundraiser, DonaldTrumpForVets.com, was developed by Campaign personnel and, with the agreement of the Foundation, featured the name of the Foundation at the top of the home page and informed visitors that "the Donald J. Trump Foundation is a 501(c)(3) nonprofit organization";
6. The Campaign planned, organized, and paid for the Iowa Fundraiser, with administrative assistance from the Foundation; and the Campaign directed the timing, amounts, and recipients of the Foundation's grants to charitable organizations supporting military veterans;
7. The Iowa Fundraiser raised approximately \$5.6 million in donations for veterans' groups, of which \$2.823 million was contributed to the Foundation; the balance was contributed by donors directly to various veterans' groups. At Campaign events in Iowa on January 30, January 31, and February 1, 2016, Mr. Trump personally displayed presentation copies of Foundation checks to Iowa veterans' groups. On May 31, 2016, at a Campaign press conference, Mr. Trump announced the grants the Foundation made to veterans' groups with the proceeds of the Iowa Fundraiser and, on or about the same day, the Campaign posted on its website a chart identifying the grant recipients;
8. **The Mar-a-Lago Settlement/ Fisher House Donation (2007).** In 2007, Mar-a-Lago, a

private club in Palm Beach, Florida owned by a company controlled by Mr. Trump, received a town citation accusing the club of violating a local ordinance by flying a large American flag on its property. In response, Mar-A-Lago filed suit challenging the constitutionality of the ordinance. The parties settled the litigation on April 17, 2007. The terms of the settlement agreement provided that Mr. Trump would contribute \$100,000 to charities agreed to between the parties relating either to veterans, the American flag or the local VA Hospital. In September 2007, Mr. Trump caused the Foundation to donate \$100,000 to the Fisher House Foundation, a section 501(c)(3) charitable organization that assists military families and wounded soldiers. On March 10, 2017, Mr. Trump reimbursed the Foundation \$100,000 plus interest of \$8,763.41;

9. **The Trump National Golf Club Lawsuit/ Alonzo Mourning Charities Event**

(2012). In 2011, the Alonzo Mourning Charities ("AMC"), a section 501(c)(3) charitable organization run by former NBA player Alonzo Mourning that provides advocacy and educational services to disadvantaged children in South Florida, held a charity golf tournament on the property of the Trump National Golf Course in Briarcliff, New York ("TNGC"). As part of the event, golfers were given the opportunity to win \$1 million if they hit a "Hole in One" at the par 3, 13th hole. In advance of the event, AMC obtained what is known as "Hole in One" insurance to underwrite and guarantee the payment. Martin B. Greenberg made a "Hole in One." When the insurer who had issued the policy refused to pay out because of an alleged flaw in the set-up of the 13th hole on the course, Greenberg filed suit against the insurer, TNGC, AMC and others;

10. As part of a settlement, AMC agreed to make a \$775,000 contribution to Mr. Greenberg's charitable foundation. Pursuant to an agreement between AMC and TNGC, TNGC, which was owned by a company controlled by Mr. Trump, agreed

- to donate to AMC two lifetime TNGC golf memberships together with the proceeds from the sale of a third lifetime TNGC membership. Between 2012 and 2013, AMC auctioned the two lifetime memberships for a total of \$304,499. On December 19, 2011, the Foundation auctioned a third membership through an online auction for \$185,000. On January 9, 2012, after deducting a 15% service fee for the auctioneer site, \$157,250 was transferred to the Foundation and donated to Mr. Greenberg's foundation to satisfy TNGC's remaining obligations under its agreement with AMC. On March 17, 2017, TNGC contributed \$158,000 plus \$3,593.08 in interest back to the Foundation;
11. The "And Justice for All" Transaction (2013). In 2013, Mr. Trump sent an instruction to donate \$25,000 to Pamela Bondi's political campaign fund called "And Justice for All." The request was received by an accounts payable clerk. A clerk testified that she confused the political campaign with a Utah-based 501(c)(3) organization by the same name, and another administrative clerk sent the check to Pam Bondi's re-election campaign address in Florida on September 9, 2013;
12. The Foundation states that when it filed its 2013 IRS Form 990-PF with the Charities Bureau as part of its annual New York State filing obligation, it was not aware of the issue and, accordingly, did not disclose the contribution to Ms. Bondi's re-election campaign. Further, the Foundation's outside accountants stated that they mistakenly identified the contribution on the Foundation's Form 990-PF tax return as being made to "Justice for All," a 501(c)(3) organization located in Kansas;
13. On or about March 23, 2016, the Foundation filed an IRS Form 4720 reporting the transaction and Mr. Trump paid the excise tax due under the Code and reimbursed \$25,000 to the Foundation;

14. The Trump International Hotel Advertisement/DC Preservation League

Donation (2013). In 2013, the Foundation contributed \$5,000 to the DC Preservation League ("DCPL"), a section 501(c)(3) organization that works to protect historic buildings in Washington, D.C. The contribution entitled the Foundation to run an ad in the hard copy program for a DCPL fundraising event and a promotion for The Trump International Hotel in Washington, D.C. was placed in the event's program. On December 9, 2016, Trump Hotels contributed \$5,084.62, plus interest, to the Foundation to reimburse it for the contribution to DCPL. On December 19, 2016, the Foundation filed an IRS Form 4720 reporting the transaction. Further, Trump International Hotel Management LLC paid excise taxes and interest due under the Code in the amounts of \$502.33, \$505.12, and \$506.88, respectively, for each of the 2013, 2014 and 2015 tax years;

15. The Trump Portrait/ Unicorn Children's Foundation Donation (2014).

On March 1, 2014, the Unicorn Children's Foundation, a section 501(c)(3) organization that provides support to children and young adults with developmental, communication and learning disorders, held its 14th Annual Gala at the Mar-a-Lago Club in Palm Beach, Florida. Mr. Trump attended the event. A painting of Mr. Trump was donated as an auction item and Mr. Trump bid \$10,000. Mr. Trump caused the Foundation to donate \$10,000 to the Unicorn Children's Foundation. After the auction, hotel staff at the Trump Hotel in Doral, Florida placed the painting in a storage room and later hung it in the hotel. In November 2016, Doral Hotel staff removed the painting from the hotel and returned it to the Foundation. On November 17, 2016, the Doral Hotel paid \$185.82, plus interest, to the

Foundation as compensation for the fair rental value of the painting. On December 19, 2016, the Foundation filed an IRS Form 4720 reporting the transaction, and the Trump entity that owns the Doral Hotel paid excise taxes and interest in the amount of \$8.49 and \$18.48, respectively, for each of 2014 and 2015. On May 15, 2019, as part of the resolution of this Special Proceeding, one of the Individual Respondents reimbursed the Foundation for the \$10,000 that the Foundation paid for the painting;

16. The Seven Springs Transaction/ 2015 NALT Donation (2015).

In 2015, the Foundation donated \$32,000 to the North American Land Trust ("NALT"), a section 501(c)(3) organization, to satisfy a \$32,000 pledge by Seven Springs LLC ("Seven Springs"), an entity owned by Mr. Trump at the time that holds title to his estate in Westchester County, New York. The NALT is a land preservation organization that undertakes projects to preserve natural resources. Seven Springs pledged to donate \$32,000 to a stewardship fund that NALT maintains to manage properties that it acquires. The \$32,000 payment was made from the Foundation. On November 17, 2016, the Foundation self-reported the Seven Springs LLC transaction to the NYAG and reimbursed \$32,000 to the Foundation. On December 9, 2016, Seven Springs paid \$228.38 to the Foundation as the applicable interest on the amount contributed. On December 19, 2016, Seven Springs LLC filed IRS Form 4720 and paid excise taxes of \$3,213.19;

17. The Notices to Admit. On or about July 11, 2018 and November 14, 2018, respectively, the Attorney General served its First and Second Notices to Admit on Respondents;

18. On or about September 7, 2018 and December 17, 2018, respectively, Respondents served their objections and responses to the First and Second Notices to Admit (the

“Responses”);

19. Pursuant to the Responses, the Foundation acknowledged that it had not followed certain important corporate governance procedures by, among other things: (i) not holding regular meetings of its board of directors; (ii) not having written policies for the consideration or approval of grants; (iii) not having a written policy regarding conflicts of interest; (iv) not having a written investment policy; and (v) not having a written whistleblower policy;

WHEREAS, on December 19, 2018, the Attorney General and the Foundation stipulated to dissolve the Foundation pursuant to Article 11 of the New York Not-for-Profit Corporation Law (the “Dissolution Stipulation”; Exhibit A hereto);

WHEREAS, on October 1, 2019, the Attorney General and the Foundation stipulated to disburse the Foundation’s remaining \$1,782,910.92, in equal amounts, to eight agreed upon not- for-profit organizations (the “Distribution Stipulation”; Exhibit B hereto) as demanded in the Petition;

WHEREAS, on October 1, 2019, the Attorney General and Respondents Donald J. Trump Jr., Ivanka Trump and Eric Trump entered into a stipulation discontinuing this Special Proceeding with prejudice against those Individual Respondents following their agreement to take and completion of certain board training (Exhibit C hereto);

WHEREAS, pursuant to the Distribution Stipulation, the Foundation will Distribute the sum of \$1,782,910.92 to each of Army Emergency Relief, Children’s Aid, Citymeals-on-Wheels, Give an Hour, Martha’s Table, United Negro College Fund, United Way of National Capital Area and the U.S. Holocaust Memorial Museum (together, the “Approved Recipients”);

WHEREAS, without admitting or denying any of the OAG’s factual findings, except

those stipulated to herein, the Remaining Respondents, while neither admitting nor denying any alleged violation of law, have nonetheless cooperated and continue to cooperate with the OAG in fashioning appropriate and meaningful steps to address the OAG's concerns; and

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the Parties, through the undersigned counsel, as follows:

1. That simultaneous with the execution of this Stipulation, Mr. Trump will make a payment of \$11,525 to the Foundation relating to the Foundation's payment for the purchase of two auction items at a Susan G. Komen charitable benefit.

2. That the amount of any additional payment owed by Mr. Trump in connection with the facts described herein shall be submitted to the Court for a decision based on the applicable law. Excluding this issue to be determined by the Court, all other claims shall be resolved as set forth herein.

3. That, within 15 days of receipt thereof, the Foundation shall disburse all of its remaining funds, in equal amounts, to the Approved Recipients.

4. Charitable Organizations:

- a) In the event Mr. Trump decides to serve as an officer or director of a pre-existing charitable organization operating or soliciting donations in the State of New York, he will do so only if the charitable organization: (i) engages counsel with expertise in New York not-for-profit law to advise the organization and its officers and directors on compliance with all applicable laws, regulations and accepted practices; (ii) engages the services of an accounting firm to monitor and audit the charity's grants and expenses annually; (iii) has a majority of board members that are independent, i.e., they have no familial or business relationship with Mr. Trump or any entity owned by Mr. Trump or his relatives, as defined in N-PCL

section 102(a)(22) (referred to herein as "family members"); and (iv) agrees not to engage in any related party transactions as defined in N-PCL section 102(a)(24) with Mr. Trump, his family members or any entity owned or controlled by Mr. Trump or his family members (a "Trump Entity") and agrees to otherwise comply with N-PCL section 715.¹

- b) In the event Mr. Trump decides to form a new charitable organization and serve as an officer or director thereof operating or soliciting donations in the State of New York, he shall ensure that such new charitable organization shall comply with all provisions and requirements of paragraph 4(a) above. In addition, such new charitable organization shall provide Annual Reports to the Attorney General for a period of 5 years. Such Annual Reports shall:
- i. Identify the professional advisors referenced in paragraph 4(a) and specify the number of hours each professional advisor spent on the work of the charitable organization;
 - ii. Identify all board members, specifying whether each is an independent board member within the meaning of paragraph 4(a)(iii), and if not, describing the board member's relationship with Mr. Trump, his family members or any Trump Entity;

¹ Nothing herein shall prohibit Mr. Trump or any Trump Entity from providing services or the use of property to any charitable organization that he joins as a director or officer pursuant to Paragraph 4 if such services or use of property are donated for use without compensation of any kind, and no Trump Entity receives any remuneration, directly or indirectly, in connection with any such donation. In the event that such services or use of property are provided to any such charitable organization, an independent auditor, i.e., a certified public accountant performing no other services for Mr. Trump or any Trump Entity, shall certify in a statement to be provided to the Attorney General within 60 days after the fiscal year in which the donation was made that: (i) all costs associated with the event were donated by Mr. Trump and/or a Trump Entity; and (ii) that the value of the donation reported is a fair representation of the actual costs.

- iii. Identify the individual(s) within the charitable organization charged with ensuring compliance;
 - iv. Identify and provide copies of all policies and procedures adopted by the charitable organization in order to insure compliance with N-PCL sections 712-a (Audit oversight), 715 (Related party transactions), 715-a (Conflict of interest policy), 715-b (Whistleblower policy), and 716 (Loans to officers and directors);
 - v. Identify and provide a copy of all policies and procedures related to financial internal controls;
 - vi. Include any board meeting minutes and resolutions related to the compliance with the policies and procedures referenced in paragraph 3(b); and include any submissions – e.g. conflict of interest disclosures, whistleblower complaints – received by the corporation in connection with policies outlined in subsection (iv) above;
 - vii. Certify compliance with this Stipulation and be provided to the Attorney General no later than 60 days following the end of the organization's fiscal year.
- c) In addition to providing Annual Reports, such new charitable organization shall adopt bylaws or otherwise pass resolutions effecting the following:
- i. That at each meeting of the board of directors, the presence of one-half of the total number of directors shall constitute a quorum for the transaction of business;
 - ii. That a board secretary shall take notes and prepare minutes of each meeting of the board of directors, and that the organization shall maintain an

archive of all board minutes;

iii. That the board shall be empowered to specifically require that more than one officer or director is required to sign and execute the corporation's checks;

iv. That the officers of the organization shall be elected annually by a majority vote of the board at the board's annual meeting;

d) Mr. Trump shall ensure that, for as long as he is an officer or director of a not-for profit organization operating in the State of New York, he will maintain a current, working familiarity with the rules and practices governing New York based not-for-profit charitable organizations and their officers and directors.

5. That the publication requirements of N-PCL section 1104(b) shall be waived based on the representations and warranties made by the Foundation in paragraphs 1 and 2 of the Distribution Stipulation.

6. That an Order of Judgment of Dissolution in the form of Exhibit D shall be submitted to the Court dissolving the Foundation.

7. That the Attorney General's Verified Petition raises significant issues with respect to the Foundation's board governance and certain of the Foundation's transactions, and related matters, including its involvement in the Campaign's Iowa Fundraiser and other related events that occurred from January through May 2016.

8. This Stipulation is not intended for use by any third party in any other proceeding and is not intended, and shall not be construed, as an admission of liability by the Respondents.

9. Upon the decision by the Court with respect to any additional amount to be paid pursuant to Paragraph 2 of this Stipulation, all remaining Causes of Action in the above-

captioned proceeding as against any of the Respondents that have not been previously dismissed, shall be withdrawn and discontinued with prejudice and without costs or attorneys' fees to either party stated herein as against the other.

10. By their signatures below, the undersigned counsel represent that they are duly authorized by their clients to sign this Stipulation and to make the representations and warranties contained herein.

11. This Stipulation may be executed in multiple counterparts, and facsimile or electronic signatures shall be deemed to be originals.

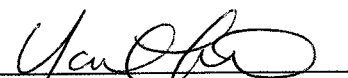
12. This Court shall retain jurisdiction over this matter for all purposes after the date of entry of this Order.

13. If this Court determines that either of the Remaining Respondents have breached this Stipulation, such party shall pay to the OAG the costs of such determination and the costs of enforcement.

[remainder of this page intentionally left blank]

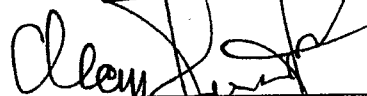
IN WITNESS WHEREOF, this Stipulation is executed by counsel for the Parties hereto
on October 1, 2019.

LETITIA JAMES
Attorney General of the State of New York

By: 
Yael Fuchs
Co-Chief Charities Bureau
Enforcement Section
28 Liberty Street
New York, New York 10005
Tel. (212) 416-8401

Attorney for Petitioners

THE LAW OFFICES OF ALAN S. FUTERFAS

By: 
Alan S. Futerfas, Esq.
565 Fifth Avenue, 7th Floor
New York, New York 10017
(212) 684-8400

MUKASEY FRENCHMAN & SKLAROFF LLP

By: _____
Marc L. Mukasey, Esq.
2 Grand Central Tower
140 East 45th Street, 17th Floor
New York, New York 10017
Tel. (347) 527-3940

Attorneys for Respondents

SO ORDERED: 

Hon. Saliann Scarpulla, J.S.C.

Dated: November 7, 2019

EXHIBIT A

EXECUTION VERSION

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

THE PEOPLE OF THE STATE OF NEW YORK,
by BARBARA D. UNDERWOOD, Attorney
General of the State of New York,

Petitioner,

-against-

DONALD J. TRUMP, DONALD J. TRUMP JR.,
IVANKA TRUMP, ERIC F. TRUMP, and THE
DONALD J. TRUMP FOUNDATION,

Respondents.

Index No. 451130/2018

**SO-ORDERED STIPULATION
CONCERNING THE
DISSOLUTION OF THE
DONALD J. TRUMP
FOUNDATION**

This Stipulation Concerning the Dissolution of The Donald J. Trump Foundation (the "Stipulation") is entered into by and between Petitioner The People of the State of New York by Barbara D. Underwood, Attorney General of the State of New York ("Petitioner," or "Attorney General") and Respondent The Donald J. Trump Foundation ("the Foundation"), by its attorney, Alan S. Futerfas. The Attorney General and the Foundation are referred to collectively herein as the "Parties."

WHEREAS, the Attorney General commenced the above-captioned special proceeding against the Foundation by the filing of a verified petition (the "Verified Petition") on June 14, 2018 (the "Special Proceeding");

WHEREAS, in the Fourth, Fifth, and Sixth Causes of Action in the Verified Petition, the Attorney General has asserted claims for the dissolution (the "Dissolution Causes of Action") of the Foundation pursuant to sections 112(a), 1101(2) and 1102(a)(2) of Article 11 of the New York Not-For-Profit Corporation Law ("N-PCL"), and pursuant to section 1109 of the N-PCL, in an action brought by the Attorney General, the "interest of the public is of paramount importance";

00011205-3

Page 1 of 3

EXECUTION VERSION

WHEREAS, in consideration of the Respondents' agreement to not contest the Dissolution Causes of Action, the Attorney General will permit Respondents to designate, subject to the Attorney General's approval, not-for-profit organizations to receive distributions from the assets remaining after the Foundation is dissolved;

WHEREAS, the Parties have now concluded good faith negotiations and have reached a resolution of Paragraph G of the Petition's Prayer for Relief and desire to implement such agreement in accordance with the terms and conditions of this Stipulation, which the Parties respectfully request be so-ordered by the Court;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the Parties that the Dissolution Causes of Action are resolved as follows:

1. That the Parties agree that the Foundation should be dissolved and agree to the entry of an order pursuant to Section 1109 of N-PCL dissolving the Foundation, annulling its Certificate of Incorporation, and terminating the corporate existence of the Foundation.
2. The dissolution process shall proceed under judicial supervision in accordance with Article 11 of N-PCL.
3. That, within thirty (30) days of when this Stipulation is so ordered by the Court, the Parties shall jointly submit to the Court a list of not-for-profit organizations to receive distributions, in equal amounts, from the assets remaining upon the issuance of a final Order of Dissolution.
4. The Parties agree that the Attorney General may object to the distribution of funds to any organization designated pursuant to Paragraph 3 hereof if information is revealed after this Stipulation is so-ordered, but before a final order of dissolution is entered, that negatively affects the suitability of such organizations to receive distributions of charitable assets in this matter, such determination to be made solely by the Attorney General.

NYSCEF DOC. NO. 139

RECEIVED INDEX NO. 451130/2018

NYSCEF DOC. NO. 113

RECEIVED NYSCEF: 12/19/2018

EXECUTION VERSION

5. Pursuant to N-PCL § 1111, the Foundation will maintain all of its assets as of the execution of this Stipulation.

6. This Stipulation in no way limits or affects any of the other claims in the Verified Petition.

7. This Stipulation in no way limits or affects the rights or remedies of any third party.

8. By their signatures below, the undersigned counsel represent that they are duly authorized by their clients to sign this Stipulation.

9. This Stipulation may be executed in multiple counterparts, each of which shall be deemed a duplicate original. Facsimile signatures shall be deemed originals.

IN WITNESS WHEREOF, this Stipulation is executed by counsel for the Parties hereto on December 11, 2018.

BARBARA D. UNDERWOOD
Attorney General of the State of New York

By: 

Yael Fuchs
Co-Chief Charities Bureau
Enforcement Section
28 Liberty Street
New York, New York 10005
(212) 416-8401

Attorney for Petitioners

LAW OFFICES OF ALAN S. FUTERFAS

By: 

Alan S. Futerfas, Esq.
565 Fifth Avenue, 7th Floor
New York, New York 10017
(212) 684-8400

*Attorney for The Donald J. Trump
Foundation*

SO ORDERED: 

Justice Saliann Scarpulla

DATE: 12/19/2018

00011205-3

Page 3 of 3

EXHIBIT B

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

THE PEOPLE OF THE STATE OF NEW YORK,
by LETITIA JAMES, Attorney General of
the State of New York,

Petitioner,

-against-

DONALD J. TRUMP, DONALD J. TRUMP JR.,
IVANKA TRUMP, ERIC F. TRUMP, and THE
DONALD J. TRUMP FOUNDATION,

Respondents.

Index No. 451130/2018

**SO-ORDERED STIPULATION
CONCERNING
DISTRIBUTION OF FUNDS**

This Stipulation Concerning Distribution of Funds is entered into by and between Petitioner the People of the State of New York by Letitia James, Attorney General of the State of New York ("Petitioner," or "Attorney General") and Respondent the Donald J. Trump Foundation ("the Foundation"), by its attorneys, Alan S. Futerfas and Marc Mukasey. The Attorney General and the Foundation are referred to collectively herein as the "Parties."

WHEREAS, the Court in the above-captioned special proceeding so-ordered a Stipulation Concerning Dissolution of the Donald J. Trump Foundation on December 19, 2018 (the "Dissolution Stipulation"), under which the Parties agreed that the Foundation will be dissolved pursuant to Article 11 of the New York Not-for-Profit Corporation Law ("N-PCL");

WHEREAS, pursuant to the Dissolution Stipulation, the assets of the Foundation remaining upon the issuance of a final Order of Dissolution are to be distributed to not-for-profit organizations jointly agreed upon by the Parties;

WHEREAS, the Foundation has provided the Attorney General with a certification from an independent certified public accountant (the "Accountant's Certification"), attached hereto as Exhibit 1, specifying the liquid net assets currently remaining in the Foundation, i.e., the Foundation's liquid assets less any liabilities (the "Distributable Assets"); and


WHEREAS, pursuant to the process set forth in the Dissolution Stipulation and consistent with N-PCL §§ 1109(c) and 1002-a(c)(1), the Parties have jointly submitted to the Court, and the Court has approved, a list of not-for-profit organizations, attached hereto as Exhibit 2, to receive distributions, in equal amounts, from the Foundation's remaining assets upon its dissolution (the "Approved Recipients") and desire to implement such agreement in accordance with the terms and conditions of this Stipulation, which the Parties respectfully request be so-ordered by the Court;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the Parties, through the undersigned counsel, as follows:

1. That the Foundation represents and warrants that, to the best of its knowledge (i) the Accountant's Certification accurately reflects its assets and liabilities, (ii) the Foundation has no creditors and (iii) no party, other than the Petitioner, has asserted, or threatened to assert, claims against the Foundation;
2. That the publication requirements of N-PCL § 1104(b) shall be waived based on the representations and warranties made by the Foundation in paragraph 1 hereto;
3. The Foundation shall, as part of the dissolution process, disburse the Distributable Assets, in equal amounts, to the Approved Recipients within 15 days after this Stipulation has been so ordered;
4. This Stipulation shall have no effect on any of the claims in the above-captioned special proceeding still pending before the Court;
5. By their signatures below, the undersigned counsel represent that they are duly authorized by their clients to sign this Stipulation;
6. This Stipulation may be executed in multiple counterparts, each of which shall be deemed a duplicate original. Facsimile signatures shall be deemed originals.

IN WITNESS WHEREOF, this Stipulation is executed by counsel for the Parties hereto
on October 1, 2019.

LETITIA JAMES
Attorney General of the State of New York

By: 
Yael Fuchs
Co-Chief Charities Bureau
Enforcement Section
28 Liberty Street
New York, New York 10005
(212) 416-8401

Attorney for Petitioners

By: 
Alan S. Futerfas, Esq.
565 Fifth Avenue, 7th Floor
New York, New York 10017
(212) 684-8400
Mukasey Frenchman & Sklaroff LLP

By: _____
Marc L. Mukasey, Esq.
2 Grand Central Tower
140 East 45th Street, 17th Floor
New York, New York 10017
(347) 527-3940

*Attorneys for the Donald J. Trump
Foundation*

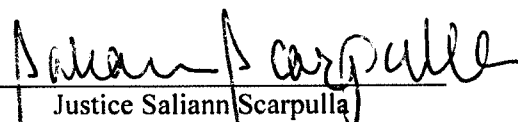
SO ORDERED: 
Justice Saliann Scarpulla

EXHIBIT 1

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORKTHE PEOPLE OF THE STATE OF NEW YORK,
by LETITIA JAMES, Attorney General of the State
of New York,

Petitioner,

-against-

DONALD J. TRUMP, DONALD J. TRUMP JR.,
IVANKA TRUMP, ERIC F. TRUMP, and the
DONALD J. TRUMP FOUNDATION,

Respondents.

Index No. 451130/2018

AFFIDAVITHon. Saliann Scarpulla, J.S.C.
IAS Part 39STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

WILLIAM J. KELLY, being duly sworn, deposes and says:

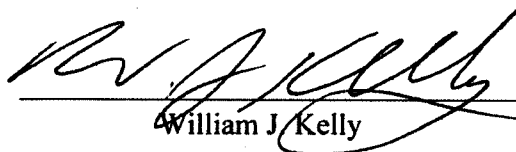
1. I am the General Counsel for Mazars USA LLP. I am an attorney duly licensed to practice law in the State of New York. I make this affidavit upon personal knowledge and upon the information stated herein.
2. I understand the Court has requested information from Mazars USA as part of the ongoing action entitled the *People of the State of New York v. Donald J. Trump, et al.*, bearing index number 451130/2018.
3. Mazars USA LLP has served as auditors of The Donald J. Trump Foundation (the "Foundation") for several years, including December 31, 2017. The Mazars USA partner responsible for the audit engagement has since retired and is no longer involved in performing any work for the Trump Foundation. However, I have spoken to him on several occasions specifically about the information set forth in the audited financial statements. His understanding is consistent with what is stated herein.

4. As set forth in the Foundation's financial statements as of December 31, 2017, which were audited by Mazars USA, the liabilities of the Foundation as of December 31, 2017, totaled \$250. We have no knowledge of any additional liabilities incurred since the date of our report. However, it seems reasonable to speculate that since the date of the financial statements there may have been additional immaterial expenses or liabilities incurred in the ordinary course of business.

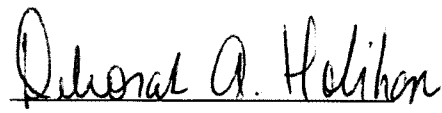
5. Mazars USA personnel have obtained a copy of the account balances in the Foundation's bank accounts at Capital One as of May 16, 2019. I have personally reviewed that document. Those balances provided by Capital One indicate that the Foundation has \$1,748,146.47 in a money market account and \$34,764.45 in an operating account for a total cash on hand as of May 16, 2019, of \$1,782,910.92. Neither I nor anyone at Mazars USA know of any other information that would reduce this amount (such as outstanding checks or other pending payments). Similarly, neither I nor anyone at Mazars USA knows of any other bank accounts associated with the Foundation. Please note that because this is the current bank balance as reported by Capital One outside of the audited period, it was not audited as part of the audit referenced previously. However, it is believed to be true and correct.

6. Mazars USA personnel have consulted with Foundation personnel and reviewed the books and records of the Foundation and other available sources to identify all tangible assets purchased by the Foundation using Foundation funds and have identified two categories of such items, (1) a portrait of Donald J. Trump for which the Foundation paid \$10,000, and (2) Tim Tebow sports memorabilia, specifically, a Denver Broncos helmet signed by Tim Tebow and a Tim Tebow Broncos jersey for which the Foundation paid \$12,000. Neither I nor anyone at Mazars knows of any other tangible assets purchased with Foundation funds that are in

the possession of the Foundation, or in the possession of persons or entities affiliated with the Foundation.


William J. Kelly

Sworn to before me this
9th day of July 2019


Notary Public

DEBORAH A. HOLIHAN
Notary Public, State of New York
No. 01HO8130254
Qualified in Nassau County
Commission Expires July 11, 2021

10-11-2019 11:00 AM

[Handwritten signature]

11/07/2019 11:00 AM

11/07/2019 11:00 AM

11/07/2019 11:00 AM

11/07/2019 11:00 AM

RECEIVED
NYSCEF
11/07/2019 11:00 AM

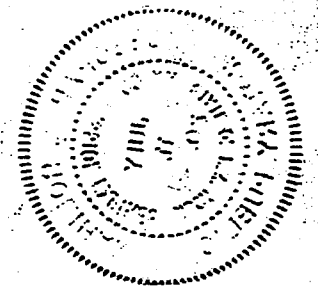


EXHIBIT 2

EXHIBIT 2

1. Army Emergency Relief, EIN 53-0196552
2. Children's Aid Society, EIN 13-5562191
3. City Meals-on-Wheels, EIN 13-3634381
4. Give an Hour, EIN 61-1493378
5. Martha's Table, EIN 52-1186071
6. United Negro College Fund, EIN 13-1624241
7. United Way of National Capital Area, EIN 53-0234290
8. US Holocaust Memorial Museum, EIN 52-1309391

EXHIBIT C

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

**THE PEOPLE OF THE STATE OF NEW YORK,
by LETITIA JAMES, Attorney General of
the State of New York,**

Petitioner,

-against-

**DONALD J. TRUMP, DONALD J. TRUMP JR.,
IVANKA TRUMP, ERIC F. TRUMP, and THE
DONALD J. TRUMP FOUNDATION,**

Respondents.

Index No. 451130/2018

SO-ORDERED STIPULATION

This Stipulation (the "Stipulation") is entered into by and between Petitioner the People of the State of New York by Letitia James, Attorney General of the State of New York ("Petitioner," or "Attorney General") and Respondents Donald J. Trump, Jr., Ivanka Trump and Eric F. Trump (collectively, the "Stipulating Respondents"), by their attorneys, Alan S. Futerfas and Marc L. Mukasey. The Attorney General and the Stipulating Respondents are referred to collectively herein as the "Parties."

WHEREAS, the Attorney General commenced the above-captioned special proceeding by the filing of a verified petition (the "Verified Petition") on June 14, 2018;

WHEREAS, pursuant to Section 8-1.4 of the Estates, Powers and Trust Law and Section 112 of the Not-for-Profit Corporation law, the Attorney General may institute proceedings to obtain equitable relief, including bars on service as a fiduciary, to secure the proper administration of charitable organizations;

WHEREAS, in the Verified Petition's First and Second Causes of Action, the Attorney General asserted various claims against the Stipulating Respondents and, among other things, sought equitable relief including a fiduciary bar that could be lifted in the event the Stipulating Respondents completed certain board training;

WHEREAS, the Stipulating Respondents have completed an in-person interactive training session, conducted by a former Bureau Chief of the New York State Attorney General's Charities Bureau, that provided instruction on the statutes applicable to charitable organizations and the fiduciary responsibilities of their directors and officers (the "Board Training Program");

WHEREAS, the Parties have now concluded good faith negotiations and have reached a resolution of the Verified Petition's claims against the Stipulating Respondents and desire to implement such agreement in accordance with the terms and conditions of this Stipulation, which the Parties respectfully request be so-ordered by the Court;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the Parties as follows:

1. Each of the Stipulating Respondents has certified in writing that he or she completed the Board Training Program and has provided such certification to the Attorney General.

2. The Attorney General's agreement to dismiss the Verified Petition's claims against the Stipulating Respondents with prejudice is based on the Stipulating Respondents' successful completion of the Board Training Program.

3. The Stipulating Respondents recognize that the Verified Petition raises important concerns with respect to the Foundation's governance and certain of the Foundation's transactions.

4. The Verified Petition together with all claims therein and parts thereof is hereby dismissed as against the Stipulating Respondents with prejudice.


5. This Stipulation in no way limits or affects any of the claims or relief sought against any other respondents.

6. By their signatures below, the undersigned counsel represent that they are duly authorized by their clients to sign this Stipulation.

7. This Stipulation may be executed in multiple counterparts, each of which shall be deemed a duplicate original. Facsimile signatures shall be deemed originals.

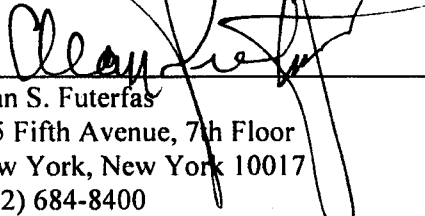
IN WITNESS WHEREOF, this Stipulation is executed by counsel for the Parties hereto
on October 1, 2019.

LETITIA JAMES
Attorney General of the State of New York

By: 
Yael Fuchs
Co-Chief Charities Bureau
Enforcement Section
28 Liberty Street
New York, New York
10005 (212) 416-8401

Attorney for Petitioners

LAW OFFICES OF ALAN S. FUTERFAS

By: 
Alan S. Futerfas
565 Fifth Avenue, 7th Floor
New York, New York 10017
(212) 684-8400

MUKASEY FRENCHMAN & SKLAROFF LLP

By: _____
Marc L. Mukasey, Esq.
2 Grand Central Tower
140 East 45th Street, 17th Floor
New York, New York 10017
(347) 527-3940

*Attorneys for Respondents Donald J. Trump, Jr.,
Ivanka Trump, and Eric F. Trump*

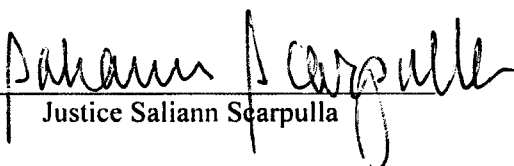
SO ORDERED: 
Justice Saliann Scarpulla

EXHIBIT D

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

THE PEOPLE OF THE STATE OF NEW YORK,
by LETITIA JAMES, Attorney General of the
State of New York,

Petitioner,

- against -

DONALD J. TRUMP, DONALD J. TRUMP, JR.,
IVANKA TRUMP, ERIC F. TRUMP, and THE
DONALD J. TRUMP FOUNDATION,

Respondents.

Index No. 451130/2018

Hon. Saliann Scarpulla, Justice

ORDER AND
JUDGMENT OF DISSOLUTION

UPON reading the Verified Petition in the above-captioned action, filed on June 14, 2018 (the "Verified Petition"), seeking, among other things, the judicial dissolution of the Donald J. Trump Foundation (the "Foundation"), a not-for-profit corporation organized and existing under New York law and incorporated in 1987; and

UPON reading the attached So-Ordered Stipulation Concerning the Dissolution of the Donald J. Trump Foundation, signed by the parties on December 11, 2018, and so-ordered by the Court on December 19, 2018 (the "Dissolution Stipulation"), in which the Foundation and the Attorney General of the State of New York (the "OAG") agreed to dissolve the Foundation in accordance with Article 11 of the Not-for-Profit Corporation Law ("N-PCL") and further "agree[d] to the entry of an order pursuant to Section 1109 of the N-PCL dissolving the Foundation, annulling its Certificate of Incorporation, and terminating" its corporate existence;

UPON reading the attached the So-Ordered Stipulation of Final Settlement, signed by the parties on October 1, 2019, and so-ordered by the Court on November 7, 2019 (the "Final Stipulation") pursuant to which the OAG and the Foundation agreed that "the publication requirements of N-PCL § 1104(b) shall be waived based on the representations and warranties made by the Foundation" in the Final Stipulation; it is hereby:

ORDERED and ADJUDGED that, in accordance with the above-referenced stipulations, the Foundation shall be dissolved pursuant to Article 11 of the N-PCL; and it is further

ORDERED and ADJUDGED, pursuant to N-PCL Sections 1006 and 1115 that the Foundation and all those acting on its behalf, shall cease all activities on behalf of the Foundation except for the purpose of winding up its affairs in accordance with this Order; and it is further

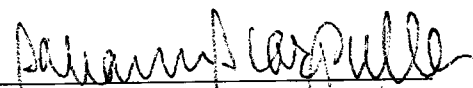
ORDERED and ADJUDGED that the OAG shall transmit certified copies of this Order and Judgment of Dissolution to the Department of State; to the clerk of New York County, the county in which the office of the Foundation was last located; and to the parties herein; and it is further

ORDERED and ADJUDGED that upon filing by the Department of State of the State of New York, the Foundation shall be dissolved; and it is further

ORDERED and ADJUDGED that this Court shall retain jurisdiction over this matter for all purposes after the date of entry of this Order and Judgment.

Order and Judgment signed this _____ day of _____, 2019.

ENTER:

A handwritten signature in black ink, appearing to read "Saliann Scarpulla", written over a horizontal line.

Honorable Saliann Scarpulla
Justice of the Supreme Court
New York County