

Memorandum

PRIVILEGED AND CONFIDENTIAL ATTORNEY OPINION WORK PRODUCT

To: File

From: Gibson, Dunn & Crutcher LLP

Re: Putnam Interview Memorandum

On February 19, 2014, Michele Putnam was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Putnam was not represented by counsel during the interview. All information contained herein was provided by Putnam or as indicated. Putnam has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Putnam refrain from discussing the investigation and interview with others. Putnam stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel's mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1979, Putnam graduated from Douglas College with a degree in Biology. Sometime in between 1982 and 1984, Putnam joined the New Jersey Department of Environmental Protection ("DEP"). Putnam left the DEP when she had children and rejoined the DEP in 1998. Putnam has worked at the DEP for approximately 24 years.

Putnam currently serves as Director of the Division of Water Quality and held this position during 2013 as well. Putnam explained that the Division of Water Quality monitors waste water activities, stormwater activities, tracks major projects related to those activities, facilitates conversations between municipalities, utility authorities, and the Federal Emergency Management Agency, and assists towns and municipalities with funding sources for projects. The Division of Water Quality is divided into two units: Water Pollution Management Element, which is responsible for issuing permits, and Municipal Finance & Construction Element, which administers New Jersey state funds. Putnam explained that the Environmental Protection Agency provides the DEP with grant money and DEP works with

the New Jersey Environmental Infrastructure Trust (“EIT”), which packages and disburses the grants into low-interest loans.

II. Superstorm Sandy Aid Allegations

A. May 9, 2013 Meeting with Hoboken and the Rockefeller Group

Putnam attended the May 9, 2013 meeting with Mayor Zimmer, Stephen Marks (Hoboken Business Administrator), the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of DEP.

Putnam did not recall having any communication with Mayor Zimmer or her staff prior to the May 9, 2013 meeting. Putnam recalled that the purpose of the May 9, 2013 meeting was to talk about the issues Hoboken and the Rockefeller Group faced regarding their Flood Mitigation Plan and to see how the DEP could help. Putnam did not recall the Rockefeller Group’s North End development project coming up during the meeting, though she recalled that the Flood Mitigation Plan was created by the Rockefeller Group and Dresdner Robin, both private entities. Putnam recalled that the impression she had during the meeting was that Hoboken and the Rockefeller Group were working together on Hoboken’s Flood Mitigation Plan.

Putnam took handwritten notes at the May 9, 2013 meeting. During the interview, Brodsky asked Putnam questions about her notes, but Putnam did not recall the substance of her handwritten notes, only that she took the notes during the meeting. When asked about the notation, “Green Infrastructure – Green,” Putnam did not recall why she took that note, but explained that the DEP is very supportive of Green Infrastructure programs. Putnam explained that Green Infrastructure refers to methods of managing stormwater that mimic natural hydrology. Putnam explained that DEP supports Green Infrastructure in a number of ways, including providing lower interest rates and principal forgiveness for Green Infrastructure projects.

B. Post-May 9, 2013 Meeting

Putnam did not recall communicating with Mayor Zimmer after the May 9, 2013 meeting. Putnam stated that the DEP had an internal follow-up meeting on May 14, 2013, with Michele Siekerka, Mark Pedersen, John Moyle, and Linda Coles. Putnam recalled the purpose of the May 14, 2013 meeting was to discuss Hoboken’s Flood Mitigation Plan more holistically and to discuss outreach following the meeting to entities like the U.S. Army Corps of Engineers. Putnam also took handwritten notes during the May 14, 2013 meeting.

Putnam did not recall ever hearing that Sandy aid was tied to the Rockefeller Group’s development project, political affiliation, or endorsing Governor Christie. Putnam recalled that the DEP attended the May 9, 2013 meeting to help Hoboken.