

Memorandum

ATTORNEY WORK PRODUCT
PRIVILEGED AND CONFIDENTIAL

To: File

From: Gibson Dunn & Crutcher LLP

Re: Rosenblatt Interview Memorandum

On January 31, 2014, David Rosenblatt was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Rosenblatt was not represented by counsel during the interview. All information contained herein was provided by Rosenblatt or as indicated. Rosenblatt 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 Rosenblatt refrain from discussing the investigation and interview with others. Rosenblatt stated that he 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

Rosenblatt is from Atlantic City, New Jersey. In 1976, he graduated from Rutgers College of Agriculture and Environmental Science. Rosenblatt also attended graduate school for a year and a half, but he did not ultimately obtain a masters.

Rosenblatt worked for the Environmental Protection Agency ("EPA") for a summer, and then he began working for the EPA fulltime in 1978 (at that time, the EPA was called the Department of Environmental Protection). His first position at the EPA was as an environmental specialist, and he conducted water quality studies and took samples.

Rosenblatt is currently the Administrator of the Office of Engineering and Construction and, in October 2013, he was made the Director of the Office of Flood Hazard Risk Reduction Measures by executive order. He holds both titles today.

Rosenblatt has been in his position and others with the EPA through both Democratic and Republican administrations over approximately 35 years, and politics has not affected his work.

II. Superstorm Sandy Aid

A. Effects of Sandy on the Engineering and Construction Office

Rosenblatt explained that the Office of Engineering and Construction has two Bureaus: (1) coastal engineering; and (2) dam safety and flood control (which builds levies, flood walls, flood gates, etc.). These bureaus handle construction needs on a regular basis, even without the Sandy destruction. When Sandy hit, Hoboken and other cities that do not usually have extensive damage in line with coastal locations flooded severely. Hoboken is now on the radar of the Office of Engineering and Construction, along with other similarly situated municipalities, and the office's work has increased substantially.

B. Pre-Sandy Interactions with Mayor Zimmer

Prior to Hurricane Sandy, Mayor Zimmer had been asking for Access Control Protection funds, which was money that the Office of Engineering and Construction was able to distribute to municipalities for various projects. Many municipalities asked for these funds.

C. Post-Sandy Interactions with Mayor Zimmer

1. May 9, 2013 Meeting with Mayor Zimmer and the Rockefeller Group

In April 2013, the office of Commissioner Bob Martin of the Department of Environmental Protection ("DEP") asked Rosenblatt's office to review flood prevention plans created by the Rockefeller Group. Rosenblatt said the Rockefeller Group had presented the plans to the Commissioner, and it was ordinary course for the Commissioner to have Rosenblatt's office review such proposals.

Rosenblatt then organized a meeting with the Rockefeller Group to discuss the flood prevention plans presented to the Commissioner. Commissioner Martin emphasized that people from Hoboken should be present at this meeting as Mayor Zimmer was interested in flood control. Ultimately, the meeting occurred on May 9, 2013, and Rosenblatt recalled the following people being present in addition to himself: John Moyle from Rosenblatt's team (and the Bureau Chief of Dam Safety and Flood Control), Mayor Zimmer, the Rockefeller Group's engineer Dresdner Robin, Lori Grifa, and others. Rosenblatt had never heard of the Rockefeller Group prior to this meeting. In fact, he asked several times at the meeting which

individuals were affiliated with the groups and did not fully understand the relationships among the parties in the room. The parties appeared to get along and it did not seem like anything untoward happened.

The plan for the May 9 meeting included a presentation by the Rockefeller Group of its flood control plan. The Dresdner Robin engineers explained maps and charts of their plan, and Rosenblatt said he better understood the flooding situation in Hoboken after their presentation, including where flood waters enter the city and where the flood walls would be constructed. Rosenblatt said that nothing stood out as unusual about the Rockefeller Group's plan.

Throughout the meeting, Mayor Zimmer was very energetic. Rosenblatt said she was assertive, and continued to focus on Hoboken's need for water pumps, making it clear that this was her primary concern. Specifically, Mayor Zimmer emphasized the need for pumps to Michele Siekerka of the DEP. Rosenblatt said there was another flood in Hoboken on May 8, the day before this meeting, but the meeting was not called in response to the flood. He had been struggling to get everyone together over the previous weeks.

Rosenblatt did not remember if the Rockefeller Group discussed specifics of their development in the North End of Hoboken, but he recalled the Rockefeller Group people saying that they wanted to have a dry city for development, and so they were pursuing flood control measures.

Rosenblatt left the meeting thinking nothing out of the ordinary occurred. He did not have any follow-up tasks coming out of the meeting, but he thought he should keep the Rockefeller Group plan in mind as the Stevens University study progressed. Coming out of this meeting, Siekerka was tasked with looking for funding for the projects discussed, but Rosenblatt was not involved in this process.

Rosenblatt did not take notes during the meeting. He does not believe he had a written agenda for the meeting.

Rosenblatt said that he has not witnessed anyone connect Sandy aid with development, and he specifically did not see any person connect Sandy aid to the Rockefeller Group's development project in Hoboken. To the contrary, everyone involved with Sandy aid is aiming to assist all of the cities. He has not witnessed favoritism with the relief distributed—everyone is running around everywhere to assist.

2. State-Funded University Studies

Rosenblatt explained that post-Sandy, the Governor's Office of Rebuilding and Recovery ("GORR") reached out to six universities and asked that they conduct studies about flooding prevention in different New Jersey municipalities. Hoboken was chosen as the municipality to be studied by Stevens Institute of Technology, and Rosenblatt expects the reports, including the Stevens report regarding Hoboken, to be ready for his review shortly. The goal behind these studies is to have the results incorporated into the U.S. Army Corps' Comprehensive Study to lead to the initiation of construction projects more quickly.

In connection with the Stevens study, Rosenblatt met with people at New Jersey Transit to discuss the canal slip. Mayor Zimmer wants to use the canal as a retention basin, and so he met with New Jersey Transit so that he could get an understanding of the possibilities for the canal slip. Eric Daleo from GORR was present at the meeting, but no one from Mayor Zimmer's office attended.

Rosenblatt's next involvement with Hoboken will be his review of the Stevens report. He will likely then have a meeting with Hoboken to discuss the results of the study and incorporation of the findings into the U.S. Army Corps' plan.