

DEPARTMENT OF DEFENSE
OFFICE OF INSPECTOR GENERAL

DEPUTY INSPECTOR GENERAL
FOR ADMINISTRATIVE INVESTIGATIONS

RECORDED TRANSCRIPTION

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INTERVIEW OF

Mr. Anthony DeMartino
August 28, 2019
ISO Interview

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1 P R O C E E D I N G

2 (b) (6), (b) (7)(C) Good afternoon. Today is August 28th, 2019. The
3 time is 2:05 p.m., Eastern Standard Time. My name is (b) (6), (b) (7)(C)

4 [REDACTED] and with me today is (b) (6), (b) (7)(C). We are

5 investigators with the Department of Defense, Office of the
6 Inspector General. We are interviewing Mr. Anthony DeMartino,
7 Former Chief of Staff to the Deputy Secretary of Defense.

8 Mr. DeMartino has retained the (b) (6), (b) (7)(C)

9 [REDACTED] who are present with him. Mr. DeMartino,

10 (b) (6), (b) (7)(C) are located in Washington, D.C. We are

11 located at the Mark Center in Alexandria, Virginia. As we

12 discussed before going on tape, we are conducting an

13 administrative investigation of the development of the Department
14 of Defense Joint Enterprise Defense Infrastructure, or JEDI Cloud
15 acquisition. We are reviewing whether several former DoD

16 officials' participation in certain JEDI Cloud acquisition

17 activities may have violated ethics standards, because of

18 potential conflicting financial interests, or other interests

19 that may impact impartiality. We also want to clarify the actions

20 of certain former DoD officials as they related to the JEDI Cloud

21 acquisition activities or relationships with Amazon that may have

22 prohibited their substantial participation in the acquisition.

23 These former DoD officials include: Mr. James N. Mattis; Ms.

24 Sally Donnelly; Former Deputy Assistant Secretary of the Navy for

25 C4IIIO Space, Mr. Victor Gavin; former Director of CAPE, Mr.

1 Robert Daigle; former DDS Project Manager, Mr. Deap Ubhi. Also as
2 the former Chief of Staff to the Deputy Secretary of Defense, Mr.
3 DeMartino, we will ask you questions relative to your perspective
4 as the former Chief of Staff. Mr. DeMartino, please acknowledge
5 that you are aware we are recording this interview.

6 MR. DEMARTINO: I am aware you are recording the interview.

7 (b) (6), (b) (7)(C): Also please acknowledge that you received a
8 copy of the DoD IG Privacy Act Notice.

9 MR. DEMARTINO: I did.

10 (b) (6), (b) (7)(C) I will now administer the oath. Please raise
11 your right hand?

12 ANTHONY G. DEMARTINO

13 was called as a witness, placed under oath, and provided
14 the following testimony:

15 E X A M I N A T I O N

16 BY (b) (6), (b) (7)(C):

17 Q: Thank you. You can put your hand down. Sir, we're
18 going to start out with some background information. Please state
19 your name and spell out your last name.

20 A: Anthony Gerard DeMartino,
21 Delta-Echo-Mike-Alpha-Romeo-Tango-India-November-Oscar.

22 Q: And if you could please give us a thumbnail sketch
23 about your role as the former Chief of Staff to the Deputy
24 Secretary of Defense.

25 A: My responsibility was to make the trains run on time

1 for the Deputy Secretary of Defense. So, I was responsible for
2 the seven or eight special assistants and the admin staff on the
3 team, and generally supporting the Deputy's priorities for the
4 building.

5 Q: Okay. Thank you. Can you please explain your
6 professional relationship with the Secretary of Defense, Mr.
7 Mattis?

8 A: So, my professional relationship with the Secretary was
9 when he was nominated I helped him go through confirmation with
10 content, and as a result he asked me to join his team as his
11 Deputy Chief of Staff initially.

12 Q: And how long were you his Deputy Chief of Staff, sir?

13 A: So, I retained the title of Deputy Chief of Staff to
14 the Secretary for the entire time I was in the building. So,
15 whatever that period of time was.

16 Q: And how did that cross over with Chief of Staff for the
17 Deputy Secretary?

18 A: Yeah. So, my responsibility as Deputy Chief to the
19 Secretary and Chief of Staff to the Deputy was the interface to
20 Kevin Sweeny who was the Chief of Staff. So, I helped make sure
21 the Deputy stayed on track with the Secretary.

22 Q: Could you please explain your professional relationship
23 with the Deputy Secretary of Defense, Mr. Shanahan?

24 A: So, I met Mr. Shanahan when he was nominated for the
25 Deputy position, and I helped him go through the confirmation

1 process where he got comfortable with me and then I was his Chief
2 of Staff. So, it was a work relationship.

3 Q: Thank you. Sir, we're going to move onto an ethics part
4 now, and specifically Page 3 of the documents that we sent you.

5 A: Hang on. Okay.

6 Q: On January 27th, 2017, you assumed the position as the
7 Deputy Chief of Staff to the Deputy Secretary of Defense and
8 signed your OGE 278-E, the new entrant financial disclosure
9 report on April 2017. The 278-E reflects that DoD SOCO Officials
10 briefed you on your ethical requirements on April 24th, 2017.
11 Sir, what did the SOCO Ethical Officials tell you about your
12 conflicts of interests, and --

13 A: I think we have a clarification in your introduction.

14 Q: Okay.

15 A: Because I was the Deputy Chief of Staff to the
16 Secretary on January 20th.

17 Q: To the Secretary?

18 A: Yeah.

19 Q: Noted.

20 A: Yeah, not the Deputy Secretary.

21 Q: Got it, sir.

22 A: Right.

23 Q: And I apologize but the question that I'm looking at
24 now as far as what the SOCO Ethics Officials told you about your
25 conflicts of interest, also referenced Page 7.

1 A: Oh, okay. Right. That four -- can you restate the
2 question please?

3 Q: What did the SOCO Ethics Official that advised you tell
4 you about your conflicts of interests?

5 A: That for personal and substantial participation in
6 particular matters involving the companies named in the memo on
7 Page 7.

8 Q: And those companies would be Amazon?

9 A: Palantir and Bloomberg.

10 Q: Okay. Thank you. Sir, did you have any conflicts of
11 interest that required you to recuse yourself from particular
12 matters while you were with the Department of Defense?

13 A: I always complied with the ethical requirements and
14 with the guidance put forth by SOCO.

15 Q: What concerns did you share with the SOCO official
16 regarding your OGE 278? Did you have any concerns?

17 A: I took the guidance from the SOCO Office when they
18 looked at my 278.

19 Q: All right. Thank you, sir. Now referencing Page 3 and
20 Page 15, we're going to talk about SBD Advisors Consulting.

21 A: Okay.

22 Q: Sir, what was SBD Advisors?

23 A: It was a small consulting firm owned by Sally Donnelly.

24 Q: And please tell us about the consulting services you
25 provided or performed for SBD Advisors.

1 A: So, my role was the managing director, so I helped run
2 the small team and I provide -- provided organizational, kind of
3 a consulting or advice to clients.

4 Q: And what years did you provide that service?

5 A: I believe 20 -- late 2014 until I went into the
6 government.

7 Q: And that would have been about 2017. I believe you
8 spoke about that, January 27th?

9 A: January 2017.

10 Q: Did the SOCO Ethics Official advise you any specifics
11 concerning potential conflicts of interest as a former consultant
12 for SBD Advisors?

13 A: Not that I'm aware.

14 Q: And did you work directly for Ms. Sally Donnelly as
15 part of SBD Advisors?

16 A: I worked directly for Sally Donnelly.

17 Q: Okay. Sir, we're going to move onto the Amazon
18 Consulting, that's going to be on -- referencing Page 4 and also
19 Page 15.

20 A: Okay.

21 Q: Please tell us about your consulting service for Amazon
22 Web Service.

23 A: So, my consulting was as part of the team for Amazon
24 Web Service as they were trying to get organized to do more work
25 with the government, and so part of that was helping them build

1 their slides and organize themselves in terms of what they were
2 trying to do in their work with the government.

3 Q: And what years were you a consultant for Amazon Web
4 Services?

5 A: I'm not -- I don't' recall the specific time period. It
6 was not my entire time at SBD.

7 Q: And when would that service have ended? Was that also
8 when you became -- came into the Department of Defense?

9 A: All of my -- definitely all of my services ended by the
10 time I came into the Department of Defense.

11 Q: And what discussions may you have had with the SOCO
12 Office regarding your Amazon Web Services consulting?

13 A: I don't recall a specific conversation about Amazon Web
14 Service Consulting, but SOCO, yeah, I don't remember.

15 Q: Okay. Thank you. When you were providing consulting
16 services for Amazon did you ever have any discussions with Mr.
17 Jeff Bezos, the Amazon CEO?

18 A: I did not.

19 Q: Please explain what business relationship if any there
20 was between SBD Advisors and Amazon.

21 A: I'm not sure I understand exactly what you're asking.

22 Q: At any time did SBD Advisors consult Amazon, or did
23 Amazon ever hire SBD Advisors for consulting services?

24 A: Yeah. Amazon Web Service was a client of SBD.

25 Q: And what was the general business interaction that they

1 had?

2 A: Like Frequency?

3 Q: What was the consulting service that SBD provided for
4 Amazon?

5 A: SBD was a strategic consulting service and not like a
6 contract specific consulting service. So, it was general advice.

7 Q: Thank you. Sir, moving onto C5 Capital Consulting. Are
8 you familiar with C5 Capital?

9 A: I am.

10 Q: Did you ever work for C5 Capital?

11 A: I did not.

12 Q: Sir, going to your termination OGE 278, Page 18.

13 A: Okay. Let's see.

14 Q: This document shows that your date of termination as
15 July 6th, 2018, and you sign the report on July 2nd, 2018. What
16 discussions if any did you have with the SOCO Office after you
17 departed government?

18 A: After I departed government?

19 Q: Yes, sir.

20 A: I don't recall any conversations with SOCO after I
21 departed government.

22 Q: Thank you. So, moving onto your DoD Consultant
23 Appointment, looking at Pages 9 and 10. Can you please tell us
24 about your appointment as a DoD Consultant? What did that entail?

25 A: It actually never came about. So, I never did any

1 consulting work for DoD.

2 Q: And just as a point of clarification had it come about,
3 what would your consulting, what would your job have been?

4 A: I'm not certain. They were -- they were, yeah, I'm not
5 certain.

6 Q: Thank you. So moving onto your post-government
7 employment. Are you a co-founder of Pallas Advisors?

8 A: I am.

9 Q: Can you explain what Pallas Advisors does?

10 A: It's a small consulting firm in the National Security
11 space.

12 Q: And what was the date that you co-founded Pallas
13 Advisors?

14 A: I believe 1 August 2018.

15 Q: Did you have any discussions with the SOCO Office
16 regarding your post-government employment as far as founding
17 Pallas Advisors?

18 A: Not that I recall.

19 Q: Do you recall what the SOCO Ethics Official told you
20 about your cooling off period?

21 A: Yes. There was a conversation about a one-year cooling
22 off period.

23 Q: And do you recall what the SOCO Ethics Official told
24 you about anti-lobbying restrictions?

25 A: Not off the top of my head.

1 Q: Did the SOCO Ethics Officials tell you anything about
2 hiring previous government employees?

3 A: Again, not that I recall.

4 Q: Sir, is there a relationship between Pallas Advisors
5 and Amazon?

6 A: There is not.

7 Q: Is there a business relationship between Pallas
8 Advisors and the Department of Defense?

9 A: May we have a minute to consult?

10 Q: Yes.

11 A: So, Pallas Advisors is a sub on a contract to the U.S.
12 Army.

13 Q: Thank you. Sir, we're going to move onto travel to the
14 United Kingdom, and this travel took place March 29th, 2017 to 1
15 April 2017. And we understand that Former Secretary of Defense
16 James Mattis traveled to the United Kingdom during that time. Do
17 you recall what the purpose for this trip was?

18 A: I do not.

19 Q: Would you have had any involvement arranging Secretary
20 Mattis' travel?

21 A: No, I wouldn't have.

22 Q: Sir, we're going to move onto Page 56 of the documents.

23 A: Fifty-six. Okay.

24 Q: Please tell us about the e-mail dated 13 February 2017
25 from you to Ms. Carlson with the subject, "First Availability to

1 meet the Chief of Staff to the SEC DEF." Why did --

2 A: Sure.

3 Q: Why did Ms. Carlson want to meet Mr. Sweeney, the Chief
4 of Staff to the Secretary of Defense?

5 A: So, the Chief of Staff to the Secretary of Defense was
6 responsible for bringing people in to interview, and as his
7 deputy I was the interface doing a lot of the connecting for
8 those interviews. And so it was Kevin Sweeney who drove the
9 demand signal, the request for Teresa Carlson to come in.

10 Q: So, it was at the request of Mr. Sweeney that Ms.
11 Carlson came in?

12 A: Correct. Correct.

13 Q: And within that e-mail, please explain what you meant
14 when you wrote, "We obviously would like all our friends around
15 us going forward."

16 A: Sure. So, I was working for Secretary Mattis and Kevin
17 Sweeney and what the Secretary had was a list of the people to
18 fill jobs in the Department of Defense, and there was a
19 negotiation between the Secretary's front office, the Secretary
20 and Kevin Sweeney, and the White House Presidential Personnel
21 Office who had their list, and that negotiation. So, that note to
22 Teresa was that she was on Secretary Mattis' list for a potential
23 job.

24 Q: Thank you. And what potential job might that have been?

25 A: I don't remember. Most of the interviews for -- were

1 for senior positions.

2 Q: Thank you. Sir, we're going to move onto Page 27 and 28
3 now, and we're going to talk about the cloud initiatives.

4 A: Okay.

5 Q: Sir, what was the impetus for the cloud -- the Defense
6 Cloud Initiative known as JEDI Cloud acquisition?

7 A: As best I can recall, this was a conversation between
8 -- there was the Deputy Secretary, and the Secretary, and other
9 senior people in the Department who were technology smart,
10 thought the Department needed to move to the cloud.

11 Q: Was there a particular incident or anything that
12 precipitated that thought?

13 A: Not that I'm aware.

14 Q: Sir, how do you respond to the assertion that you
15 played a key role in the JEDI Cloud acquisition and had a
16 conflict of interest?

17 A: Yeah. I always complied with the ethical requirements.

18 Q: Thank you. Sir, we're going to move onto Page 25 and
19 26. What guidance or direction did Mr. Mattis provide to former
20 Deputy Secretary of Defense Patrick Shanahan for the Defense
21 Cloud initiative?

22 A: I'm not certain of the specific guidance the two of
23 them discussed.

24 Q: Was there any general guidance that Mr. Mattis may have
25 provided Mr. Shanahan?

1 A: Yeah, I'm not sure.

2 Q: Sir, moving onto Page 29 and 30, and 31 and 32. What
3 actions did former Deputy Secretary Shanahan take with regards to
4 the Cloud project?

5 A: So, I'm aware that the Deputy had several meetings with
6 technology smart individuals in the Department to make a decision
7 on moving forward on the cloud.

8 Q: Do you recall who he may have met with within the
9 Department?

10 A: Chris Lynch who was the head of DDS. Bob Daigle who was
11 the CAPE Director. Ellen Lord who is the Acquisition, Technology,
12 and Logistics. (b) (6), (b) (7)(C)

13 I remember them that group being key on the conversations
14 the Deputy had.

15 Q: Bringing up Ms. Lord, sir, why was the JEDI acquisition
16 moved to the DoD Chief Information Officer from Ms. Lord the
17 AT&L?

18 A: I don't know specifically but I believe I know we
19 didn't have a senior person in the CIO shop initially, which is
20 why they made the decision to put it under Ms. Lord.

21 Q: Sir, looking at Page 27 and 28. How did the JEDI Cloud
22 acquisition fit into the Secretary of Defense's three lines of
23 effort?

24 A: So, the Secretary's three lines of effort, the third
25 line of effort is business reform, and as I understood it moving

1 to the cloud was a major business reform, a part of what the
2 Secretary wanted the Department to do.

3 Q: Do you know what other business reforms the Secretary
4 wanted to enact on the Department of Defense besides the cloud
5 initiative?

6 A: The reform effort run by the Deputy Secretary was
7 looking at all of the business functions in the Department. So,
8 all of what they binned as back office. How you buy your paper.
9 How you make copies. The non-warfighting capabilities, and the
10 Deputy set up a reform working group that had some key
11 individuals on it across, I don't remember the number of areas.

12 Q: Okay. Thank you. So we're going to move onto questions
13 concerning the matrix that we sent you.

14 A: Okay.

15 Q: On the matrix we provided you indicated with an
16 asterisk in the Cloud Executive Steering Group box. Can you
17 please tell us about that?

18 A: Sure. So, I was not involved in the Cloud Executive
19 Steering Group, but when the Deputy made a decision there would
20 be a Cloud Executive Steering Group. They put together a memo.
21 Part of my responsibilities was to review memos before they went
22 into the Deputy. So, I did see the initial Cloud Executive
23 Steering Group memo that came in and one of the things I asked a
24 question about was the acronym C3PO, and I flagged it for the
25 Deputy and we took it out of the first memo because it just -- it

1 was overkill with the whole Star Wars thing.

2 Q: So did you attend any of the CESG meetings?

3 A: I did not.

4 Q: Other than that one recommendation where you have on
5 the C3PO, did you provide any recommendations or approve or
6 disapprove anything concerning the CESG?

7 A: I did not.

8 Q: Sir, also within our matrix you put an asterisk within
9 the Cloud Computing Program Office and the Central Cloud
10 Computing Program Office, the C3PO. Can you explain that please?

11 A: Well the C3PO ties into the memo. It was the admin of
12 not calling it C3PO and so they wanted to change it to CCPO, or
13 whatever the other acronym was. So, again, administrative task,
14 help making the trains run, get the memos into the Deputy.

15 Q: And sir, the asterisk that you provided in Industry
16 Day, can you explain that please?

17 A: Yeah. So, the Deputy was concerned about the
18 administrative, logistics of Industry Day and he asked me to kind
19 of make sure all of that was put together right, or that it would
20 run smoothly, and so I participated in a sync meeting for the
21 logistics of Industry Day, and then I actually attended Industry
22 Day to really just watch the execution of it from a
23 logistics/admin side.

24 Q: Did you have any input for Industry Day as to what
25 vendors would be attending?

1 A: I did not.

2 Q: Sir, you put an asterisk in one-on-one meetings on our
3 matrix. Can you explain that please?

4 A: Yeah. So, in my role as the Chief of Staff, the Deputy
5 had routine one-on-one meetings with all of the senior OSD
6 leaders and part of what I made sure was they were there on time,
7 they went into the meeting with the Deputy on time, and I would
8 make sure to try to keep them on task for the length of time of
9 the meetings.

10 Q: What discussions or updates did you have with former
11 Secretary of Defense James Mattis concerning the JEDI Cloud
12 acquisition?

13 A: I had none.

14 Q: What discussions or updates did you have with Former
15 Deputy Secretary of Defense Shanahan concerning the JEDI Cloud
16 acquisition?

17 A: I've had none.

18 Q: Sir, what if any was your involvement in the single
19 award strategy?

20 A: I had none.

21 Q: Sir, do you know who made the decision that a single
22 award strategy was the best strategy for the JEDI Cloud
23 acquisition?

24 A: I don't.

25 Q: Sir, do you know who made the final, who was the

1 decision making authority responsible for the single verse
2 multi-source strategy?

3 A: Not with 100 percent certainty, but I think it was the
4 DEP SECDEF.

5 Q: Okay. Sir, moving onto Mr. James Mattis, and for the
6 record you indicated to us on the matrix that you did not know
7 Mr. Mattis' participation in the JEDI Cloud acquisition. Is that
8 correct?

9 A: Correct.

10 Q: Sir, do you have an understanding of what Mr. Mattis'
11 ethics agreement was?

12 A: Not, no.

13 Q: Did you have any understanding about potential
14 conflicts of interest that did or should have required Mr. Mattis
15 to recuse himself from particular matters?

16 A: No.

17 Q: Sir, what is your understanding of Mr. Mattis'
18 relationship with or interest in C5 Capital?

19 A: None.

20 Q: Same question for SBD Advisors?

21 A: Again none.

22 Q: And same question for Amazon?

23 A: None.

24 Q: Sir, what was Mr. Mattis' involvement in the JEDI Cloud
25 acquisition?

1 A: To the best of my knowledge, none.

2 Q: Okay. Sir, moving onto Page 58.

3 A: Okay.

4 Q: Sir, please tell us your knowledge of Mr. Bezos and his
5 participation in the Defense Innovation Board.

6 A: So the priority when I was the Deputy Chief of Staff
7 was bringing people in for the jobs that were empty. The boards
8 were not a priority. I don't know the specificity around Mr.
9 Bezos and the Defense Innovation Board.

10 Q: Sir, from your perspective as the Chief of Staff to the
11 DEP SECDEF, what were Mr. Shanahan's views or concerns on Mr.
12 Bezos and the Defense Innovation Board?

13 A: Yeah, I'm not sure. Looking at this e-mail he wasn't,
14 you know, he wasn't -- I don't even know if we had picked him at
15 this point, that the Secretary picked him at this point.

16 Q: So, the e-mail on Page 58 --

17 A: Yep.

18 Q: -- is an e-mail dated 31 March 2017 from Joshua Marcuse
19 and its' the subject: Thank you, which reads, "Sir, I got the
20 clarity I need. RE: The situation with Mr. Bezos. We are
21 proceeding with swearing him in without a clearance."

22 A: It's -- go ahead.

23 Q: Can you help us understand that e-mail?

24 A: Yeah. So, the reason to the best of my memory, the
25 reason I'm involved with anything on the Defense Industry Board

1 was more of the second half of this e-mail. Mr. Tilletson agreed
2 to grant our unfunded requirements, and so part of my portfolio
3 was the line of effort three, the business reform stuff.

4 Tillotson was the Acting CMO and I had helped (b) (6), (b) (7)(C) by
5 going down to Tillotson and saying, "Hey, can you prioritize
6 moving or looking at the requirements from the Defense, from (b) (6), (b) (7)(C)
7 on the Board?"

8 Q: Going back to Mr. Bezos and being on the Defense
9 Innovation Board, just a point of clarification. I believe you
10 stated that you were not even aware that he was nominated for the
11 board at that time?

12 A: Yeah, I at this point I'm not sure I had visibility of
13 who was where on what board was.

14 Q: Thank you. Sir, can you please tell us about (b) (6), (b) (7)(C)
15 (b) (6), (b) (7)(C) and her involvement in the Defense Innovation Board?

16 A: I don't know if I know the specific relationship for
17 (b) (6), (b) (7)(C) and the Defense Innovation Board. The person I talked
18 to, or who came and found me was (b) (6), (b) (7)(C).

19 Q: Sir, we understand that there's a time when (b) (6), (b) (7)(C)
20 sent an e-mail directly to Mr. Mattis and Mr. Shanahan with a
21 recommendation that they meet informally with business leaders.
22 Do you recall that incident?

23 A: I don't.

24 Q: Sir, moving onto Page 59 and 61 or through 61.

25 A: Okay.

1 Q: And this is an e-mail from Amazon employee (b) (6), (b) (7)(C)
2 dated April 10th, 2017, that reads, "Secretary Mattis has
3 recently requested to meet with Jeff. We have received
4 confirmation from his staff that Secretary Mattis could be
5 available for a meeting with Jeff is in town for the AFCEA event
6 on 27 April." Can you please tell us about that meeting?

7 A: So, overall on this e-mail Sally was in the front
8 office with the Secretary I was not. I don't have any specifics
9 on the meeting.

10 Q: Thank you.

11 A: Just to clarify, (b) (6), (b) (7)(C), I don't know that the
12 meeting actually occurred, but yeah.

13 Q: Thank you. On Page 59 on that same e-mail string dated
14 April 18, 2017, from Ms. Donnelly to you, once again the subject,
15 "SECDEF meeting with Jeff. Need your help please." And it reads,
16 "Tony, we should stand back and let the SD schedule process work.
17 We should take no action to help. Not our place. Not proper."
18 What were your actions concerning scheduling a meeting between
19 Mr. Mattis and Mr. Bezos after receiving that e-mail?

20 A: I took no action to help because it wasn't our place
21 and it wasn't proper.

22 Q: On Page 64, on an e-mail dated April 24, 2017, the
23 subject is, "Scheduling for Jeff's visit." You wrote, "(b) (6), (b) (7)(C)
24 having supported Amazon as a consultant I have a one-year no help
25 out clause. (b) (6), (b) (7)(C) is the appropriate for the conversation." Sir,

1 who is (b) (6), (b) (7)(C)

2 A: (b) (6), (b) (7)(C)

3 [REDACTED]. He's referenced in the e-mail below.

4 Q: Thank you. So, from your perspective as the Chief of
5 Staff for the DEP SECDEF what was Mr. Shanahan's views or
6 concerns with Mr. Mattis meeting with Amazon CEO Jeff Bezos?

7 A: Yeah. I'm not aware of concerns or his views on those
8 meetings.

9 Q: Did Mr. Shanahan ever meet with Mr. Bezos?

10 A: I think there's an e-mail in here that says they did
11 meet.

12 Q: Do you recall the purpose of that meeting?

13 A: Yeah, I don't recall the specific purpose of the
14 meeting.

15 Q: Okay. Sir, we're going to move on to the SECDEF's
16 travel to Palo Alto, California and Seattle, Washington. And this
17 trip was in August of 2017. What can you tell us about Mr.
18 Mattis' travel to Palo Alto, California during that time period?

19 A: Yeah, my duties and responsibilities as the Chief of
20 Staff to the Deputy didn't include awareness or being in
21 conversations about the SECDEF's trips. So, I can't really
22 comment on how it came about or the intent.

23 Q: Sir, moving on the Page 68. That's an August 10, 2017
24 e-mail from (b) (6), (b) (7)(C) to Ms. Sally Donnelly. The
25 subject is, "Reference FYI." And it reads, "Boss did say he's 99

1 percent there in terms of going to the cloud. He and Bezos it
2 seems to click on a personal level. Bezos ended up staying for
3 the duration of the entire visit which was not part of the
4 original plan." Sir, can you explain your understanding of that
5 e-mail?

6 A: Yeah, I'm not on this e-mail, and I don't really have
7 an understanding of it.

8 Q: Do you have an understanding of why (b) (6), (b) (7)(C) would
9 say that Mr. Mattis and Mr. Bezos seemed to click on a personal
10 level?

11 A: I'm assuming (b) (6), (b) (7)(C) was on the trip.

12 Q: Based on (b) (6), (b) (7)(C) above assessment specifically
13 that the boss is 99.9 percent there, and that they apparently got
14 along well. Based on that assessment what actions did Mr.
15 Shanahan take concerning the JEDI Cloud acquisition?

16 A: I don't think there were any actions taken off of any
17 single e-mail if he was even aware of the e-mail.

18 Q: Okay. Sir, for the same trip were going to move on to
19 the Google aspect of it, and once again that's on Page 69.

20 A: Okay.

21 Q: And it appears that Mr. Mattis met with the Google CEO
22 Sundar Pichai on 11 August 2017. And in that e-mail string (b) (6), (b) (7)(C)
23 [REDACTED] to Ms. Donnelly states, "Sundar Pichai met Boss at Google
24 and stayed over an hour before having to depart. Very substantive
25 discussion throughout. Google folks hit home the benefits of the

1 cloud and importance in AI/ML. Also talked through conversation
2 process to cloud, length of time, challenges. Good info on
3 lessons learned." Sir, do you have any knowledge about that
4 particular aspect of that e-mail?

5 A: I do not.

6 Q: And again, what were Mr. Shanahan's actions as a result
7 from Mr. Mattis' meeting with Google referencing the cloud
8 acquisition?

9 A: I don't believe there were any specific actions again,
10 assuming that he even had awareness of this.

11 Q: Thank you. Sir, on Page 70. That's an e-mail dated
12 August 14, 2017. The subject is, "SD action report." It's from
13 you to Ms. Donnelly, and it reads, "Between us. To the Microsoft
14 verse Amazon discussion." Sir, what did you mean when you wrote
15 that?

16 A: So, if you look at the e-mail (b) (6), (b) (7)(C) who was on the
17 trip talked about Amazon and Microsoft. So, it was a summary of a
18 very long e-mail to Ms. Donnelly.

19 Q: And Sir, based on (b) (6), (b) (7)(C) assessment what actions
20 did Mr. Shanahan take concerning the JEDI Cloud acquisition?

21 A: I don't think any.

22 Q: Sir, what discussions did you have with Mr. Shanahan
23 about Amazon after the trip that Mr. Mattis had taken?

24 A: I don't recall any conversations about the Secretary's
25 trip.

1 Q: Okay. Sir, we're going to move on to Page 82. We
2 understand Microsoft CEO, Satya Nadella requested a meeting with
3 Mr. Mattis for January 8, 2018. Please tell us your knowledge of
4 that meeting?

5 A: Hang on. I don't really have any specifics of the
6 meeting itself.

7 Q: Did Mr. Shanahan ever meet with anyone from Microsoft?

8 A: Well, as I look at it, it says the DSD is scheduled to
9 talk to Microsoft President Brad Smith, which is probably why I
10 forwarded it to Mr. Shanahan so he had awareness that the SECDEF
11 may or may not be meeting with the Microsoft CEO.

12 Q: And so to the best of your knowledge do you recall if
13 Mr. Shanahan ever met with Mr. Brad Smith?

14 A: I don't remember Brad Smith actually coming into the
15 office.

16 Q: Sir, on Page 89. That's an e-mail dated February 14,
17 2018 where Safra Catz, the Oracle CEO requested to meet with
18 SECDEF Mattis.

19 A: Right.

20 Q: And looking on Page 86 it appears that the DEPSECDEF,
21 Mr. Shanahan took the meeting on February 22, 2018. Can you
22 please tell us what you recall about that meeting?

23 A: It was common for the Secretary when he wasn't able to
24 meet for things to flow down to the Deputy, and this is an
25 example of the Deputy meeting with an industry leader, but I

1 didn't sit in the meeting so I don't recall any specifics.

2 Q: Do you recall who may have attended that meeting with
3 Mr. Shanahan?

4 A: I don't. We had special assistants who kind of cover
5 down on different topics, but I don't remember who may have sat
6 in with this this meeting with him if anyone.

7 Q: And given that that was a meeting with someone from
8 industry do you remember the general topic or reason of the
9 meeting?

10 A: So, if it was someone from industry we had somebody in
11 the office who made sure that SOCO was aware of the meeting
12 cleared it with SOCO. I don't remember specific topics.

13 Q: And based on this meeting with Ms. Katz from Oracle
14 what actions did Mr. Shanahan take concerning the JEDI Cloud
15 acquisition?

16 A: I don't know of any.

17 Q: Did Mr. Shanahan ever meet with anyone else from Oracle
18 besides Ms. Katz?

19 A: Not that I can recall.

20 Q: Okay, Sir. We're going to move on to Ms. Sally
21 Donnelly.

22 A: Okay.

23 Q: For the record you indicated to us on the matrix that
24 you did not know Ms. Donnelly's participation in the JEDI Cloud
25 acquisition. Is that correct?

1 A: Yeah, that's correct.

2 Q: How you respond to the assertions that Ms. Donnelly
3 played a key role in the JEDI Cloud acquisition and had a
4 conflict of interest?

5 A: I think Sally always complied with her ethical
6 guidelines.

7 Q: What were Ms. Donnelly's duties and responsibilities?

8 A: So, Ms. Donnelly was outside of the building focused
9 for the Secretary, and she also traveled with the Secretary.

10 Q: Sir, what were your interactions with Ms. Donnelly as
11 they related to the JEDI Cloud acquisition?

12 A: None.

13 Q: Sir, what can you tell us about Ms. Donnelly's views on
14 the JEDI Cloud acquisition plan?

15 A: I can't.

16 Q: During your time in the Department of Defense, what
17 have you heard Ms. Donnelly say about Amazon?

18 A: Nothing.

19 Q: And, during your time at the Department of Defense what
20 have you heard Ms. Donnelly speak about or say about other
21 vendors competing for the JEDI contract?

22 A: Nothing.

23 Q: Sir, what is your understanding of Ms. Donnelly's
24 ethics agreement?

25 A: I'm not -- I don't know the specifics of her ethics

1 agreement.

2 Q: Are you aware of Ms. Donnelly being recused or
3 disqualified from any particular matters involving Amazon?

4 A: I'm not.

5 Q: What has Ms. Donnelly ever said or done that would
6 cause you to question her impartiality or ethics concerning
7 Amazon relative to the JEDI acquisition?

8 A: She has said or done nothing that would lead me to
9 believe that there was anything there.

10 Q: Sir, we have spoken a little bit about it, but can you
11 please tell us about Ms. Donnelly's employment after leaving the
12 Department of Defense?

13 A: Ms. Donnelly and I had a conversation and we decided to
14 set up a small consulting firm together, which is Pallas
15 Advisors.

16 Q: Did anyone express concerns to you her about the post
17 government employment and the founding of Pallas Advisors?

18 A: No.

19 Q: So when was the idea for Pallas Advisors formulated?

20 A: I was looking for different job opportunities when I
21 was leaving the government and it was sometime after I left the
22 government.

23 Q: Okay. Sir, we're going to move on to Mr. Robert Daigle.

24 A: Okay.

25 Q: For the record you indicated to us on the matrix that

1 you did not know Mr. Daigle's participation in the JEDI Cloud
2 acquisition. Is that correct?

3 A: Yeah, not all of the specifics.

4 Q: Okay. Sir, when did you first meet Mr. Daigle?

5 A: I'm not sure specifically, but it was after he was
6 confirmed and he was one of the first Presidentially appointed,
7 Senate confirmed people to join the Mattis team.

8 Q: And Sir, tell me about Mr. Daigle's duties and
9 responsibilities as the Director of CAPE.

10 A: So succinctly, the Director of take CAPE takes
11 resources and applies them to the strategic direction of the
12 Department, and also CAPE kind of checks the homework, they don't
13 like that phrase, for the services in terms of how to commit
14 resources to make sure that it matches the strategy guidance.

15 Q: Sir, how do you respond to assertions that Mr. Daigle
16 played a key role in the JEDI Cloud acquisition and had a
17 conflict of interest?

18 A: I believe Robert Daigle always met his ethical
19 requirements.

20 Q: And do you know who currently employs Mr. Daigle today?

21 A: Yeah, so I don't know who his full-time employer --
22 well, he's taken a job with (b) (6), (b) (7)(C), which I believe is a
23 full-time job.

24 Q: Do you know of any part-time jobs?

25 A: He is still connected to Pallas Advisors.

1 Q: And what does he do for Pallas Advisors?

2 A: He, when we -- he's become a friend with me and when I
3 am dealing with a hard problem I like to bring Bob in and have a
4 conversation with him.

5 Q: And when was his employment with Pallas Advisors first
6 discussed?

7 A: After he left and he was trying to figure out what he
8 wanted to do full-time. I said, "Hey, you can come do some
9 part-time work with us until you figure out where you want to go
10 and what you want to do."

11 Q: And referencing your statement after he left, after he
12 left where, sir?

13 A: The U.S. Government.

14 Q: Thank you. Sir, what's your understanding of Mr.
15 Daigle's relationship with or interest in SBD Advisors?

16 A: I don't think there was any.

17 Q: Same question for C5 Capital.

18 A: There was none.

19 Q: And same question for Amazon.

20 A: None.

21 Q: Sir, what was your understanding of Mr. Daigle's ethics
22 agreement?

23 A: Yeah, I don't have an insight into his ethics
24 agreement.

25 Q: Sir, are you aware of Mr. Daigle being recused or

1 disqualified from any particular matters?

2 A: I am not.

3 Q: Sir, did you hear any -- Mr. Daigle say anything about
4 Amazon?

5 A: No, not that I can recall.

6 Q: Did you hear, ever hear him say anything about other
7 vendors competing for the JEDI contract?

8 A: I did not.

9 Q: Sir, did Mr. Daigle ever said anything or done anything
10 that would cause you to question his impartiality or ethics
11 concerning Amazon?

12 A: Absolutely not.

13 Q: Sir, moving on to Mr. Gavin. And, for the record you
14 indicated to us on the matrix that you did not know Mr. Gavin's
15 participation in the JEDI Cloud acquisition, is that correct?

16 A: That's correct.

17 Q: How do you respond to assertions that Mr. Gavin played
18 a key role in the JEDI Cloud acquisition and had a conflict of
19 interest?

20 A: I don't even know Victor Gavin. So, I have no awareness
21 of that.

22 Q: Sir, moving on to Mr. Deap Ubhi, and for the record
23 indicated to us on the matrix that you did not know Mr. Ubhi's
24 participation in the JEDI Cloud acquisition, is that correct?

25 A: That's true. I've seen his name before as a DDS

1 employee, but I'm not sure I've ever met him either.

2 Q: Sir, and how do you respond to any assertions that Mr.
3 Ubhi played a key role in the JEDI Cloud acquisition and had a
4 conflict of interest?

5 A: I don't know.

6 Q: Now, sir, you mentioned that he was, or you knew,
7 understood he was the DDS employee. Do you know what his duties
8 and responsibilities were with DDS?

9 A: I don't. I know he was never in any meetings that I can
10 recall with the Deputy Secretary.

11 Q: Sir, going back to Mr. Victor Gavin. Do you recall if
12 he was in any meetings with the Deputy Secretary?

13 A: If he had been it is most likely I would at least
14 recognize the name. So, I don't believe he was ever in a meeting
15 with the Deputy Secretary that I was aware of, or I attended.

16 Q: Staying with Mr. Gavin one second, do you have an
17 understanding or have you heard anything of his post government
18 employment?

19 A: I have seen an article that said he works at Amazon.

20 Q: Same question for Mr. Ubhi. Do you know of his post
21 government employment?

22 A: I'm less certain about what he's doing.

23 Q: Okay, Sir. We're going to move on to an area we're
24 referring to as competitive advantage.

25 Q: (b) (6), (b) (7)(C), can we take a two minute break?

1 Q: Sure.

2 A: I'd like to -- it may take me three minutes.

3 Q: Okay. I'm going to stop the recordings.

4 A: Great. Thank you.

5 [The interview paused at an unknown time, August 28, 2019.]

6 [The interview resumed at 3:10 p.m., August 28, 2019.]

7 (b) (6), (b) (7)(C): Okay. The time is 3:10 Eastern Standard Time.

8 We are back on the record after a short break. And, before the
9 break, sir, I told you we were going to move on to a part that we
10 call competitive advantage.

11 MR. DEMARTINO: Okay.

12 (b) (6), (b) (7)(C)

13 Q: Sir, how do you respond to assertions that you played a
14 key role in the JEDI Cloud acquisition had a conflict of
15 interest?

16 A: I always complied with my ethical requirements.

17 Q: How would you respond to the assertion that you favored
18 Amazon over other vendors for the JEDI Cloud contract?

19 A: Look, I always complied with my ethical requirements.

20 Q: Sir, given everything that we've discussed, what
21 comments may you have made about Amazon in public, in meetings,
22 or privately that could give them a competitive advantage?

23 A: None.

24 Q: What have you said in public, in meetings, or in
25 private about other vendors competing for the JEDI Cloud contract

1 that could give them a competitive advantage, or disadvantage?

2 A: Nothing.

3 Q: Sir, did anyone attempt to influence you to favor
4 Amazon over other vendors competing for the JEDI Cloud contract?

5 A: Absolutely not.

6 Q: Sir, after meeting with various officials from vendors
7 competing for the JEDI Cloud contract, did you express to anyone
8 your personal preference of which vendor the DoD should select?

9 A: No.

10 Q: Sir, how do you respond to reports that you may have
11 violated ethics rules by having a prior commercial relationship
12 with Amazon?

13 A: Look, I always complied with my ethical requirements or
14 checked with SOCO.

15 Q: Sir, same question for SBD Advisors.

16 A: Yeah, again I followed my ethical requirements, and if
17 in doubt I checked with SOCO.

18 Q: Sir, how you respond to report that you violated ethics
19 rules and ignored a clear directive by DoD SOCO not to
20 participate in any matter related to Amazon?

21 A: I always complied with ethical requirements and the
22 guidance from SOCO.

23 Q: Sir, how do you respond to reports that you violated
24 ethics rules by not recusing yourself from the JEDI Cloud
25 acquisition?

1 A: I always complied with my ethical requirements.

2 Q: Sir, how do you respond to assertions that you did not
3 report your participation in the JEDI Cloud procurement until
4 after the DoD issued the draft request for proposal?

5 A: I always complied with my ethical requirements.

6 Q: Sir, how do you respond to the many comments and
7 assertions in the media that DoD officials took steps to steer
8 the JEDI Cloud acquisition towards Amazon?

9 A: Look, I always complied with my ethical requirements.

10 Q: Yes, Sir. But this question concerns the assertions
11 that other DoD officials took steps to steer the JEDI Cloud
12 acquisition toward Amazon.

13 A: Yeah, I don't know, and I'm not aware of any.

14 Q: Sir, do you have any comments that you would like to
15 make regarding this matter that we have not already asked today?

16 A: No.

17 Q: Okay. Sir, I'm going to conduct the read out, and my
18 first question is, is there any additional information you would
19 like to provide?

20 A: No.

21 Q: Do you have any recommendations on who else we should
22 talk to and why?

23 A: I mean (b) (6), (b) (7)(C) , (b) (6), (b) (7)(C) .
24 Those would be my two.

25 Q: Sir, do you have any questions of us?

1 A: No, not really.

2 Q: Do you have any comments or concerns about the way we
conducted this interview?

3 A: No, none at all.

4 Q: Sir, if you remember anything else that you believe may
be relevant to our review please contact me.

5 A: I will.

6 (b) (6), (b) (7)(C): In order to protect the integrity of our review
we ask that you not discuss the matters under review, or the
questions we have asked you during this interview with anyone
other than an attorney should you choose to consult one, and this
does not apply to nor restrict your right contact an IG or a
Member of Congress. Sir, do you understand that?

7 MR. DEMARTINO: I do.

8 (b) (6), (b) (7)(C): If anyone asks you about your testimony or the
review, please inform them that the DoD Inspector General has
9 asked you not to discuss the matter. If anyone persists in asking
10 you about your testimony, or the review, or if you feel
11 threatened in any manner because you provided testimony today
12 please contact me.

13 MR. DEMARTINO: Okay.

14 (b) (6), (b) (7)(C): The time is now 3:16 p.m., Eastern Standard
15 Time, and this interview is concluded.

16 [The interview terminated at 3:16 p.m., August 28, 2019.]

17 [END OF PAGE]

18 //FOR OFFICIAL USE ONLY//

19 2

20 //FOR OFFICIAL USE ONLY//

21 DEMARTINO - August 28, 2019

22 //FOR OFFICIAL USE ONLY//

23 1

24 //FOR OFFICIAL USE ONLY//

25 DEMARTINO - August 28, 2019

From:

To:

Cc:

Subject:

[Non-DoD Source] RE: Question From the DoD Office of Inspector General Regarding Anthony DeMartino's OGE Form 278e

Date:

Tuesday, October 22, 2019 2:22:32 PM

Attachments:

[mg_info.txt](#)

Dear (b) (6), (b) (7)(C),

Although Mr. DeMartino has not checked his bank statements to confirm this, in an effort to respond promptly, as you requested, the answers to your questions to the best of his recollection are as follows:

1. There was only one payment from SBD Advisors of \$10,086. (Mr. DeMartino is not sure why the ethics office repeated the disclosure of that single payment in both the 2018 annual filing and the termination filing prepared shortly thereafter, but there was only one payment.)
2. The payment was made in January 2017, prior to Mr. DeMartino joining the Department of Defense on January 27, 2017.
3. The payment was for Mr. DeMartino's salary for the portion of January 2017 (less than a full month) during which he worked for SBD Advisors prior to joining the Department of Defense.
4. Because the reporting period for the new entrant form 278e runs from January 1, 2016, through the filing date, the \$138,661 reported in Mr. DeMartino's new entrant filing includes his salary received in calendar year 2016 plus the \$10,086 he received in January 2017.

Prior to joining the Department of Defense on January 27, 2017, Mr. DeMartino also received a \$10,000 bonus payment from SBD Advisors in January 2017 for his work in calendar year 2016, as reflected in his 2018 annual filing (and, as with the salary payment, repeated for some reason when the ethics office assisted Mr. DeMartino in preparing his the termination filing, even though there was only a single \$10,000 bonus payment made for his work in calendar year 2016). As was the case with the salary disclosure, because the reporting period for the new entrant form 278e runs from January 1, 2016, through the filing date, the \$30,000 in "Income from personal services" reported in Mr. DeMartino's new entrant filing includes a \$20,000 bonus he received in calendar year 2016 for his work at SBD Advisors in calendar year 2015 plus the \$10,000 bonus he received in January 2017 for his work at SBD Advisors during calendar year 2016.

We hope this fully responds to your questions, but, if you have any questions or would like to discuss this further, please let me know.

Best regards,

(b) (6), (b) (7)(C)

-----Original Message-----

From: (b) (6), (b) (7)(C) >

Sent: Tuesday, October 22, 2019 10:57 AM

(b) (6), (b) (7)(C)

Subject: [EXT] RE: Question From the DoD Office of Inspector General Regarding Anthony DeMartino's OGE Form 278e

(b) (6), (b) (7)(C),

Thank you for your immediate attention, I've attached the Apr 18, 2017 as referenced below.

Respectfully,

(b) (6), (b) (7)(C)

Investigations of Senior Officials
Department of Defense, Office of Inspector General
(b) (6), (b) (7)(C) (office)

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-----Original Message-----

From: (b) (6), (b) (7)(C)
Sent: Tuesday, October 22, 2019 10:51 AM

(b) (6), (b) (7)(C)

Subject: [Non-DoD Source] RE: Question From the DoD Office of Inspector General Regarding Anthony DeMartino's OGE Form 278e

Dear (b) (6), (b) (7)(C):

We will try to respond to these questions as quickly and accurately as we can. We received attached to the email below, however, two copies of the July 2, 2018 Form 278e but no copy of the April 18, 2017 Form 276e referenced in the fourth question. Would you kindly forward that so we can respond appropriately?

Thanks,

(b) (6), (b) (7)(C)

-----Original Message-----

From: (b) (6), (b) (7)(C) >
Sent: Tuesday, October 22, 2019 10:35 AM

(b) (6), (b) (7)(C)

Subject: [EXT] Question From the DoD Office of Inspector General Regarding Anthony DeMartino's OGE Form 278e

Good Morning (b) (6), (b) (7)(C),

On the OGE Form 278e that Mr. DeMartino signed on May 31, 2018 (attached), Mr. DeMartino indicated in Section 2 that he received \$10,086 in salary from SBD Advisors, LLC.

On the OGE Form 278e that Mr. DeMartino signed on July 2, 2018 (attached), Mr. DeMartino made the same entry in Section 2 (\$10,086 in salary from SBD).

My questions are:

- Were there one or two \$10,086 payments?

- When did Mr. DeMartino receive the \$10,086 payment(s) from SBD Advisors?

- If SBD Advisors paid Mr. DeMartino the \$10,086 in 2017 or 2018, please describe in detail the timing and reason for the payment(s).

- If SBD Advisors paid Mr. DeMartino the \$10,086 prior to Mr. DeMartino joining the DoD in January 2017, please distinguish between this \$10,086 and the \$138,661 salary and \$30,000 income that Mr. DeMartino disclosed on the OGE Form 278e he signed on April 18, 2017 (attached).

Please be as specific as possible. We would appreciate receiving your reply as soon as possible, preferably today. Please contact me if you have any questions.

Respectfully,

(b) (6), (b) (7)(C)

Investigations of Senior Officials
Department of Defense, Office of Inspector General

(b) (6), (b) (7)(C) (office)

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DoD Office of Inspector General Review of the JEDI Cloud Acquisition

Instructions:

In the matrix, write “yes” or “no” in each cell to indicate your first-hand knowledge of whether the official played a role in the JEDI matter listed in the “Activity” column. For each “yes,” write one or more of the numbers below to describe the role the official played in a particular activity (for example, “Yes; 1, 2, 8”).

- (1) issued guidance or direction,
- (2) attended related meetings,
- (3) conducted research,
- (4) provided data or other decision support information,
- (5) provided opinion or recommendation,
- (6) wrote or helped write a draft or final version,
- (7) reviewed a draft or final version,
- (8) approved or signed a final version,
- (9) other participation.

If you do not know whether the listed official played a role in a particular activity, indicate “IDK.” If you have questions, please contact (b) (6), (b) (7)(C) (703)699-(b) (6), (b) (7)(C), (b) (6), (b) (7)(C)@dodig.mil; or (b) (6), (b) (7)(C), (703)604-(b) (6), (b) (7)(C) (b) (6), (b) (7)(C)@dodig.mil. Return the completed matrix to (b) (6), (b) (7)(C) and cc (b) (6), (b) (7)(C).

JEDI Cloud Acquisition Matrix

No.	Activity	James Mattis	Anthony DeMartino	Deap Ubhi	Sally Donnelly	Victor Gavin	Robert Daigle
1	(b) (5)	IDK	*	IDK	IDK	IDK	IDK
2		IDK	*	IDK	IDK	IDK	IDK
3		IDK	No	IDK	IDK	IDK	IDK
4		IDK	No	IDK	IDK	IDK	IDK
5		IDK	No	IDK	IDK	IDK	IDK
6		IDK	No	IDK	IDK	IDK	IDK
7		IDK	No	IDK	IDK	IDK	IDK
8		IDK	No	IDK	IDK	IDK	IDK
9		IDK	No	IDK	IDK	IDK	IDK
10		IDK	*	IDK	IDK	IDK	IDK
11		IDK	*	IDK	IDK	IDK	IDK
12		IDK	No	IDK	IDK	IDK	IDK
13		IDK	No	IDK	IDK	IDK	IDK
14		IDK	No	IDK	IDK	IDK	IDK
15		IDK	No	IDK	IDK	IDK	IDK
16		IDK	No	IDK	IDK	IDK	IDK
17		IDK	No	IDK	IDK	IDK	IDK
18		IDK	No	IDK	IDK	IDK	IDK
19		IDK	No	IDK	IDK	IDK	IDK
20		IDK	No	IDK	IDK	IDK	IDK
21		IDK	No	IDK	IDK	IDK	IDK
22		IDK	No	IDK	IDK	IDK	IDK
23		IDK	No	IDK	IDK	IDK	IDK
24		IDK	No	IDK	IDK	IDK	IDK
25		IDK	No	IDK	IDK	IDK	IDK
26		IDK	No	IDK	IDK	IDK	IDK
27		IDK	No	IDK	IDK	IDK	IDK

I certify that to the best of my knowledge, the answers I provided on this document are complete and correct.

(b) (6), (b) (7)(C)

Witness Signature

DeMartino, Anthony

Witness Name

27 AUG 2019

Date

JEDI Cloud Acquisition Matrix

No.	Activity	James Mattis	Anthony DeMartino	Deap Ubhi	Sally Donnelly	Victor Gavin	Robert Daigle
1	Cloud Executive Steering Group (CESG) e						
2	Cloud Computing Program Office (CCPO) / Central Cloud Computing Program Office (C3PO)e	No					
3	JROCM e	No					
4	Problem Statement	Yes					
5	Business Case Analysis	No					
6	Functional (Business) Requirements	No					
7	Technical Requirements (security/other) e	No					
8	Gating ?	Yes					
9	RFI	No					
10	Industry Day	No					
11	One-on-one Meetings	No					
12	Cloud Focus Sessions	No					
13	Intel Community Meetings	No					
14	Market Research Report	No					
15	Acquisition Strategy e	No					
16	Acquisition Plan	No					
17	Statement of Objective	No					
18	Commercial Item Determination	No					
19	Contract Type Decision	No					
20	Full and Open Competition Decision	No					
21	Single Award Decision	No					
22	Evaluation Criteria	No					
23	Draft RFP(s)	No					
24	Evaluation of industry responses to draft RFP(s)	No					
25	Final RFP Evaluation of proposals	No					
26	Elimination from further consideration	No					
27	Other program or contracting activity	No					

I certify that to the best of my knowledge, the answers I provided on this document are complete and correct (b) (6), (b) (7)(C)

8/8/2019

Witness Signature

Witness Name

Date

DEPARTMENT OF DEFENSE
OFFICE OF INSPECTOR GENERAL

DEPUTY INSPECTOR GENERAL
FOR ADMINISTRATIVE INVESTIGATIONS

RECORDED TRANSCRIPTION

X - - - - - X

INTERVIEW OF

*Ms. Sally B. Donnelly
August 15, 2019
ISO Interview*

X - - - - - X

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1 P R O C E E D I N G

2 (b) (6), (b) (7)(C): Today is August 15, 2019. The time is now
3 0906 Eastern Standard Time. I am (b) (6), (b) (7)(C) and with me today
4 is (b) (6), (b) (7)(C). We are interviewing the witness, Ms. Sally
5 B. Donnelly. In addition, Ms. Donnelly has retained a (b) (6), (b) (7)(C)
6 [REDACTED] who are
7 present with her. Ms. Donnelly and (b) (6), (b) (7)(C)
8 [REDACTED] are located in Washington, D.C. We are located at the
9 Mark Center in Alexandria, Virginia. We are reviewing the DoD
10 handing of the JEDI Cloud acquisition, including the development
11 of requirements and the request for proposal process. A
12 multidisciplinary team of auditors, investigators and attorneys
13 are investigating JEDI matters referred to us by Members of
14 Congress and through the DoD Hotline. In addition, we are
15 reviewing whether current or former DoD officials committed
16 misconduct relating to the JEDI acquisition, such as whether any
17 conflict of interest related to their involvement in the
18 acquisition process. These DoD officials include: The former
19 26th Secretary of Defense, Mr. James N. Mattis; former Chief of
20 Staff to the Deputy Secretary of Defense, Mr. Anthony DeMartino;
21 former Director of Cost Assessment and Program Evaluation, CAPE,
22 Mr. Robert Daigle; former Deputy Assistant Secretary of the Navy
23 for Command, Control, Communications, Computers, Intelligence,
24 Information Operations and Space, Mr. Victor Gavin; former DDS
25 Product Manager, Mr. Deap Ubhi. Also, as the as the former

1 Special Assistant to the Secretary of Defense, we will also ask
2 you questions about your involvement in the JEDI Cloud
3 acquisition. Ms. Donnelly, I ask you at this time that you
4 acknowledge that this interview is being recorded.

5 MS. DONNELLY: I do, and (b) (6), (b) (7)(C), may I make one
6 correction?

7 (b) (6), (b) (7)(C): Yes, it is an administrative review and not
8 an investigation.

9 MS. DONNELLY: Yes, ma'am. I believe in your titles you had
10 me as a Special Assistant to Secretary Mattis. I think formally
11 just to be factual my title was Senior Advisor.

12 (b) (6), (b) (7)(C): Thank you for that correction. Please
13 acknowledge that we provided you a copy of the DoD OIG Privacy
14 Act Notice.

15 MS. DONNELLY: Yes, you did.

16 (b) (6), (b) (7)(C): Please raise your right hand so I'll
17 administer the oath.

18 MS. DONNELLY: I am.

19 (b) (6), (b) (7)(C): Thank you.

20 SALLY B. DONNELLY

21 was called as a witness, placed under oath, and provided
22 the following testimony:

23 E X A M I N A T I O N

24 BY (b) (6), (b) (7)(C)

25 Q: Please state your name and spelling your last name.

1 A: Sally Donnelly, D-O-N-N-E-L-L-Y.

2 Q: And please tell us about your role as the Senior
3 Advisor to the Secretary of Defense.

4 A: So, in my role as Senior Advisor I covered a range of
5 issues to try to help advance the Secretary's interests and
6 objectives.

7 Q: Okay. And explain your professional relationship with
8 Secretary of Defense Mattis before you became his Senior Advisor
9 or Senior Assistant.

10 A: Yes, ma'am. It was advisor. So, I got to first got to
11 know then General Mattis when I was still in a reporter at Time
12 magazine. I forget the date exactly but, so I got to know him
13 first as a reporter, and then I don't know if you know my
14 background. Then I went left journalism and went to work then as
15 a Special Assistant to Admiral Mullen who was Chairman of the
16 Joint Chiefs and continued to know General Mattis as a general.
17 And then when General Mattis got moved to be the head of U.S.
18 Central Command I believe it was in 2010, I went to work for him
19 as the head of the U.S. Central Command Washington Office. I left
20 that job I believe and '12 but stayed in contact with General
21 Mattis, and then end of 2016 when he gets asked to be considered
22 for the Secretary of Defense I started to help him informally.

23 Q: If you would turn to Tab 1 your OGE 278 nominee
24 financial disclosure report. On 21 January 2017 it reflects that
25 you assumed the position as a Senior Advisor to the Secretary of

1 Defense and signed the OGE 278E New Entry Financial Disclosure
2 Report on May 17, 2017. The OGE 278 reflects that DoD SOCO
3 briefed you on your ethical requirements on August 30, 2017. What
4 did the SOCO ethics official tell you about your conflicts of
5 interest?

6 A: I believe it's captured in the memo of August 30th. I
7 don't know if you have that in front of you by (b) (6), (b) (7)(C). So,
8 it laid out and highlighted something (b) (6), (b) (7)(C)

9 [REDACTED] and then went into some detail about the,
10 what was required. As you know, also during the process of
11 completing the 278 I had conversations with SOCO as we went along
12 and I assume some e-mails, though I apologize I don't have them
13 where they would say we need more information on that, or that
14 sort of thing.

15 Q: What about conflicts of interest that required you to
16 recuse yourself from a particular matter?

17 A: I don't have in writing that. I think knowing the
18 Secretary for as long as I did and working for him and having a
19 relationship I knew his commander's intent to stay in the ethical
20 midfield. So, that's where I think conceptually we were and so I
21 live that to the letter. So, I have, this August 30th counseling
22 or guidance, but I don't have a specific 278 other guidance in
23 front of me and, as you know I think the 278 is a bit of an
24 iterative process. So, my understanding was SOCO was comfortable
25 with material provided. Kevin Sweeney the Chief of Staff

1 confirmed, and then informally once in the Department I had a
2 number of conversations verbally with (b) (6), (b) (7)(C) who was the
3 head of the SOCO Office. So, it was, the 278 was a document as
4 written, confirmation of guidance, etcetera, but over and above
5 that I tried to live up to Secretary Mattis' ethical midfield,
6 and in order to do that from the SOCO perspective I would go see
7 (b) (6), (b) (7)(C) pretty routinely.

8 Q: Thank you. Can you explain why there is a 7-month time
9 gap period beginning with the date of your initial appointment
10 which was January 21, 2017 to the date that you received your
11 initial ethics briefing August 30, 2017?

12 A: I'm sorry, ma'am. Why SOCO delayed in putting this
13 guidance to me in writing?

14 Q: Yes. I'm just trying to find out if maybe there was
15 another ethics briefing you received prior to that. This is the
16 only documentation that shows this initial briefing with you.

17 A: I apologize, I don't recall.

18 Q: And can you tell me what SBD Advisors is?

19 A: It was national security consulting firm.

20 Q: And what was your role in SBD Advisors?

21 A: I was founder and effective CEO.

22 Q: And what years did you own SBD Advisors?

23 A: I believe we set it up at the end of '12 or the
24 beginning of '13, and then in 2016 when I went to help Secretary
25 Mattis I recused myself, and then before I walked in the

1 Department of Defense I sold SBD.

2 Q: And who did you sell SBD Advisors to?

3 A: Andre Pienaar was the organizer of the sale of SBD.

4 Q: Do you remember the date that you sold the company to
5 Andre Pienaar?

6 A: I believe we signed the documents on the 19th of
7 January, 2017, but I probably owe you a confirmation if I can
8 find the paperwork.

9 Q: Thank you. So, on the OGE 278 if you look at Part 2,
10 Line 2 it depicts the partial sale of SBD for \$390,000.00. What
11 can you tell us about that partial sale?

12 A: Yes, ma'am. I think first, phrasing partial sale is
13 maybe misconstrued. It was my entire financial interest was sold
14 before I walked into the Department of Defense, but, the partial
15 sale I believe is the SOCO trying to reflect that I at that point
16 owned 80 percent of SBD, and so I was selling all 80 percent, my
17 entire financial interest in SBD. But I think the use of the word
18 partial there means it's not 100 percent, and I think in the
19 following the corrected OGE form that SOCO itself confirmed that
20 this asset has actually zero value to the filer and she no longer
21 has any stake in the company. I'm just trying to read the small
22 print. Filer confirmed that this was total sale of the filer's
23 partial interest. That's the SOCO language from the form 278.

24 (b) (6), (b) (7)(C): It's on Page 1.

25 Q: So, you said you sold 80 percent of SBD. Was there

1 another partner?

2 A: Yes, ma'am. It was Andre Pienaar.

3 Q: Thank you. Was your company renamed or your former
4 company renamed?

5 A: I didn't really follow it. I don't know. So, I don't
6 know when. I think they kept SBD but I can't remember, but at
7 some point I think they did do away with the name.

8 Q: Do you know what the current name of the company is
9 now?

10 A: I don't know.

11 Q: Thank you. Also in Tab 1 on your OGE 278 it shows that
12 you provided consulting service for Amazon Web Service. What can
13 you tell us about that?

14 A: Yes, ma'am. They were a large-scale technology provider
15 that had provided services to the intelligence community, and
16 they hired us to try to understand the Department of Defense.

17 Q: Okay. And what years were you a consultant for Amazon
18 Web Services?

19 A: I don't recall exactly, but I believe it was most of
20 2015, but I apologize, ma'am, I don't have the exact date 2015 to
21 2016.

22 Q: 2015 through 2016?

23 A: '16, I believe so, yes. I believe so.

24 Q: And why did they want to know why how the government
25 worked?

1 A: Well, I think that they have a big public sector. So
2 they sell to government, universities, other institutions in the
3 public sector, nonprofits, etcetera. So, I think the Department
4 of Defense was another potential customer just like the
5 intelligence community had been.

6 Q: And what discussions did you have with SOCO Office
7 regarding Amazon Web Services Consultant Service?

8 A: Well, I think in general with my conversations with
9 [REDACTED] would be about any clients. I don't remember specific ones
10 on Amazon, but [REDACTED] was -- I would talk to her routinely on
11 anyone, and again living the commitment of Secretary Mattis'
12 ethical midfield.

13 Q: And what is the relationship if any between SBD
14 Advisors and Amazon?

15 A: Well, when I was there they were a client just like any
16 other client.

17 (b) (6), (b) (7)(C) , do you have any questions?

18 (b) (6), (b) (7)(C): No questions.

19 BY (b) (6), (b) (7)(C)

20 Q: Can you explain to me what C5 Capital is? It's also
21 listen not listed on your 278 my Number 5, Block 4.

22 A: Yes. It's a UK-based investment firm.

23 Q: And what was your role there as a consultant for C5
24 Capital?

25 A: So they were based in London as I said, one of our

1 FIVEY partners, and they were looking I think at better
2 connections with the secured, national security community in the
3 United States.

4 Q: And what years where you the consultant for C5 Capital?

5 A: I believe I started after I left Secretary Mattis. So,
6 it would be the beginning of 2013 I believe if my memory serves.
7 Through when I went into the government and sold the company.

8 Q: And what discussions did you have with SOCO Office
9 regarding C5 Capital?

10 A: I don't recall a specific one. I think as I said in the
11 completion of the 278 which is an iterative process SOCO saw that
12 C5 was a former client, and I don't recall a specific
13 conversation, but they were fully aware of everything that was on
14 my form.

15 Q: And did you do any work with Mr. Mattis with C5
16 capital?

17 A: It was we went to the Middle East one time, but it was
18 -- my memory is it wasn't C5. Andre had a second hat if you will
19 where he worked with a rehabilitation center in Britain for
20 wounded warriors. It was called the Defense National
21 Rehabilitation Center. And so we traveled to the Middle East to
22 discuss with people there advances in technology to support
23 wounded warriors.

24 Q: And do you recall what time frame that took place?

25 A: I'm sorry, ma'am, I don't.

1 Q: Okay. Thank you. Did you need to disqualify herself
2 from participating in any JEDI Cloud acquisition activities
3 because of any of those relationships or interests with C5
4 Capital, SBD Advisors, and Amazon Web Services?

5 A: Well, ma'am, in my role I had nothing to do with
6 acquisitions, contracting, procurement, requirement writing,
7 etcetera, etcetera. So, I never had anything to do with those on
8 any product or service in the Department. So, I wasn't -- I have
9 no memory of being specifically given written guidance on it, but
10 and it's, since I had nothing to do with any of the sort of
11 building blocks of contracting or procurement, or requirements I
12 don't recall having a specific recusal letter or discussion.

13 Q: Thank you. So, if you could please turn to Tab 3. On
14 your --

15 A: Okay. Yes. Sorry. Yeah.

16 Q: Okay. This is your OGE termination report and it shows
17 that you terminated your position from the government on March 9,
18 2018.

19 A: Yes.

20 Q: And you signed the report on 3 May, two months after
21 termination. Please explain the difference between your recorded
22 date of termination which was March, and the date that you signed
23 the report in May 2017.

24 A: I did what SOCO told me --

25 Q: '18.

1 A: -- to do. So, I took their guidance.

2 Q: So, what was the effective date of your termination?

3 A: Well, I resigned so that was -- I thought it was the
4 3rd of March. I remember having a conversation with the Secretary
5 in late February, but I think the date I stopped being a
6 government employee was March 9th.

7 Q: Also on the 278e termination report Part 2, Line 2 it
8 depicts sale proceeds of \$1,170,000. What can you tell us about
9 that?

10 A: I think that was the payments I had received for the
11 sale of SBD.

12 (b) (6), (b) (7)(C) In addition to the 390.

13 A: Well, no. Sorry, ma'am. Just on this form it's 1.1, but
14 in the earlier one it was 390. So combined. That's what I said. I
15 said the final.

16 Q: And when did you first learn that you were to receive a
17 subsequent payment for the sale of SBD?

18 A: I apologize. When I agreed to sell the company before I
19 walked into the government, we agreed on the file final sale
20 price and so I assumed then I would get it shortly.

21 Q: And who did you inform about this agreement of final
22 sale?

23 A: Well clearly SOCO. Is that what you mean?

24 Q: Yes.

25 A: Yes.

1 Q: And what did they advise you?

2 A: I think, I don't recall exactly any advice besides
3 their acceptance of what I wrote here, and just to be clear, when
4 I signed the agreement and had nothing to do with SBD before I
5 walked into the government. The agreement said I would be paid
6 over time I think 390 which is on the first form, and then the
7 rest over time.

8 Q: Do you have a copy of that agreement that you could
9 share with us?

10 A: I think, yeah, I think my counsel could get that.

11 BY (b) (6), (b) (7)(C) :

12 Q: And ma'am, just a point out of clarification. Did the
13 money that was paid over time to you, did they go into like an
14 escrow account or do you know?

15 A: No, sir. It came into my account.

16 Q: Okay. Thank you.

17 BY (b) (6), (b) (7)(C) :

18 Q: And did you report that as soon as you received
19 subsequent payments to SOCO?

20 A: Yes, ma'am, and you know, like a credit card purchase
21 or something I had nothing to do with SBD before I walked into
22 the government, and I frankly believed the money would come at
23 some time, but I wasn't concerned with it in a way. I had nothing
24 to do with that. So, I was just focused on my day job.

25 Q: Okay. What relationship if any is there between Mr.

1 Pienaar's current company that you sold which was SBD Advisors
2 and Amazon?

3 A: I'm sorry, ma'am. I don't know.

4 Q: Do you know if there's a relationship with this company
5 and the Department of Defense?

6 A: I don't know.

7 Q: And can you please tell me about your new company,
8 Pallas Advisors?

9 A: Yes, ma'am. I started that in the late summer I believe
10 of '18, and it's a national security consulting firm.

11 Q: And what discussions did you have with SOCO Office
12 concerning your post government employment?

13 A: Well, I have a formal letter from them. I'm looking to
14 see if it's in this package, but I have a formal letter that lays
15 out the fact that I did not have involvement in particular
16 matters. I didn't do acquisition, contract, and procurement, but
17 I was regulated by the normal cooling-off period, etcetera.

18 Q: Okay. And I believe that's located in Tab 1-Bravo.

19 A: Oh, sorry.

20 Q: If you could --

21 A: Okay yes. Sorry about that. Yep.

22 Q: And if you could just give me a -- tell me what your
23 understanding was that your cooling-off period?

24 A: Well, according to the letter it's one year and then
25 because I was a -- this is separate the pledge, I assume you have

1 it, obligations under the ethics pledge, etcetera, etcetera. So
2 all of those relevant regulations and restrictions apply to me.

3 Q: What did SOCO ethics officials tell you about hiring
4 previous government employees?

5 A: I don't believe that was restricted in the letter, and
6 I don't recall a specific conversation about that.

7 Q: What other discussions did you have with SOCO Office
8 after you departed the government?

9 A: I don't recall specific ones, I'm sorry.

10 Q: Did SOCO advise you about participating in matters
11 involving Amazon or its affiliates?

12 A: This ethics letter is my guide star, so we may have had
13 conversations, but I always go back to the letter.

14 Q: And what is the relationship between Pallas Advisors
15 and DoD?

16 A: The relationship? Could you just, would you mind what
17 do you mean by relationship?

18 Q: Business relationship.

19 A: So, I'm under NDA's not to talk about clients, but, can
20 I just take a break for one second?

21 Q: Sure.

22 A: Ma'am?

23 Q: Yes.

24 A: Yeah, so we are a subcontractor to contractor who has a
25 business relationship with the Army.

1 Q: What about business relationship with Amazon under this
2 umbrella?

3 A: I am uncomfortable talking about clients, but it's -- I
4 have no relationships with any cloud providers.

5 (b) (6), (b) (7)(C) [REDACTED], do you have a follow-up question?

6 (b) (6), (b) (7)(C): No questions.

7 BY (b) (6), (b) (7)(C):

8 Q: Earlier you talked about your travel to the United
9 Kingdom with Mr. Mattis and you mentioned Mr. Pienaar had a
10 separate task there as far as -- -

11 (b) (6), (b) (7)(C): Hold on. (b) (6), (b) (7)(C), I think there's a
12 correction.

13 A: I thought I said we traveled to the Middle East.

14 Q: Middle East, okay.

15 A: Yeah.

16 Q: Okay. Thank you. Okay. If you go to Tab Number 7,
17 there's a trip itinerary listed and the personal staff listed
18 there shows yourself and the principal which is Mr. Mattis.

19 A: And just to confirm, ma'am. This is the one that says
20 as of Monday, March 27, 2017?

21 Q: Yes, ma'am.

22 A: Okay, great. Go ahead.

23 Q: So, it indicates that you traveled with Mr. Mattis to
24 the United Kingdom March 29 through 1 April 2017. What was the
25 purpose for this trip?

1 A: So, if I'm looking to go to the itinerary, it starts in
2 New York and goes through London and back I believe, yes. Right.
3 So, mixed objectives I believe. To listen and gain perspective
4 from outsiders which was a lot of the New York, and to see
5 Ambassador Haley in New York was to build a relationship. I think
6 he had met her, but really don't understand her perspective
7 because the United Nations is a critical player in policy making
8 and international relations. And to Britain to reconfirm the
9 strong alliance, spend some time with his counterpart, and do a
10 press availability, and a meeting with the Prime Minister, then a
11 discussion, and then a dinner to finish off. And then the last
12 part is IISS is a really important think tank based in London. It
13 also runs two dialogues around the world both of which Secretary
14 Mattis had been, was going to one in Manama, Bahrain and the
15 other in Singapore.

16 Q: Do you remember who requested this trip?

17 A: I do not.

18 Q: So, in this itinerary we see that Mr. Mattis met with
19 Teresa Carlson and Andre Pienaar in London. Please tell us about
20 this meeting or this dinner. It's listed as a dinner.

21 A: Yes, ma'am. I think it's arguable I guess whether to
22 call it a meeting because it was a dinner set up by Graham Lamb
23 whom I think you see there on the list. He's a retired commander
24 of British special forces, an old friend of Secretary Mattis',
25 and I believe when the trip was coming together and in my

1 experience, and as I think you know the Senior Military Assistant
2 Admiral Faller would be kind of the trip director and would
3 decide along with Kevin Sweeney the Chief of Staff what meetings
4 would take place and who would be in them, etcetera, etcetera. So
5 I believe when the discussion came up about going to the UK,
6 Secretary Mattis asked I believe either Admiral Faller or I to
7 get in touch with Graham Lamb who he knew for a long time and to
8 maybe put a few people together for dinner.

9 Q: So Ms. Carlson and Mr. Pienaar were not on any of the
10 official portions of the itinerary. So, can you tell me how they
11 were included as part of this dinner?

12 A: Well General Lamb was the organizer and assembled the
13 group. You can see also Minister Elwood who is also a friend of
14 Secretary Mattis' and knows General Lamb. So, I don't have deep
15 insight as to why General Lamb chose these people or why they
16 were there. Obviously he knows Andre. I know Andre, and I am an
17 acquaintance of Teresa because she was at Amazon.

18 Q: What was discussed at this dinner?

19 A: So general topics. My memory is that Minister Elwood

20 (b) (6), (b) (7)(C)

21 (b) (6), (b) (7)(C) So Yemen and what was going on in Yemen was part of the
22 conversation. As you know the Kingdom of Saudi Arabia and the
23 United Arab Emirates both have deep interest in Yemen and, so it
24 was a conversation of that. My memory too is that there were some
25 wounded warrior issues discussed, and then just general sort of

1 geopolitics and security issues. General Richards you see there
2 also Secretary Mattis knows, was the former Chief of Defense of
3 Great Britain. So, people who had worked in the national security
4 space for a long time.

5 Q: Okay. Also on the itinerary the dinner event shows "off
6 the record listening mode." What does that mean?

7 A: So you can also see that in the Financial Times event
8 above and also in the second page of IISS "off the record
9 listening mode." Frankly, it was just an indicator to the
10 Secretary that there was no press and this is not for him to be
11 expected to give a speech or share anything in particular. It was
12 that he was mostly in listening mode.

13 Q: Okay. Thank you. Do you know if SOCO provided any
14 guidance or advice about attending this dinner set up by General
15 Lamb?

16 A: As with all these trips, in the trip meeting the senior
17 military assistant would run and discuss options from Policy, or
18 the Hill, or Public Affairs. I assumed and believed that the SOCO
19 or ethics lawyers would review all of these engagements and clear
20 on them. Certainly the senior military assistant since he was
21 sort of in charge of trips would square up the list and the Chief
22 of Staff would also go over the list. Both of all of us informed
23 by SOCO or ethics lawyers in general.

24 Q: Okay. If you could please turn to Tab number 9 and
25 we're looking for an e-mail dated April 18, 2017 from you to Mr.

1 Anthony DeMartino. The subject is SEDDEF meeting with Jeff. Need
2 your help please.

3 A: Just one second. Sorry I'm cranking through these
4 pieces of paper. 4/18/2017?

5 Q: April 18, 2017.

6 A: Yes, correct. I am with you.

7 Q: In this e-mail you state to Mr. Anthony DeMartino who's
8 referred to as Tony that we should stand back and let the SECDEF
9 process work. We should not take action -- we should take no
10 action to help. Not our place, not proper. What can you tell me
11 about that?

12 A: So this, going back to the trail it was a meeting
13 related to Amazon and with all meetings we had a process in the
14 front office where the Chief of Staff would look at it and if
15 required get inputs from various parts of the Department
16 including ethics. So, what I'm saying to Mr. DeMartino here is
17 let that process work. Make sure SOCO is engaged which they
18 always normally were. It's the Chief of Staff's decision, and so
19 not -- don't take any special action. Let the process work.

20 Q: Also in that same tab there's an e-mail dated 21 April
21 2017, to (b) (6), (b) (7)(C) and Rear Admiral Faller from you. Subject,
22 flagging. Jeff Bezos' office called on Thursday 27 April. What
23 can you tell us about that e-mail exchange?

24 A: So, I'm just going through it here. So, you can see
25 (b) (6), (b) (7)(C) was the PMA to the SECDEF, and routinely they would

1 sort of send these around. You can see the list of people who are
2 on the CC, (b) (6), (b) (7)(C) is the head of the read ahead, what we
3 called the machine. They did read aheads. They scrubbed lists.
4 They came up with ideas, etcetera, etcetera. So, this is (b) (6), (b) (7)(C)
5 sending to me yes, then, yeah, all these others. And so
6 part of my role I think they saw it was outside engagement. If
7 they are a think tanker coming to town or if the head of IISS, or
8 a reporter or columnists, they would sort of run it by me
9 sometimes knowing that the Chief is the decider of who gets in
10 meetings, and who goes to meetings, etcetera, do we take
11 meetings. So, this is me somewhat flippantly I believe sending it
12 back to the Chief of Staff. So that may be a shorthanded way of
13 just saying.

14 Q: Okay. Also in the e-mail you wrote I think he's a
15 genius of our age, so why not? What can you tell me about that
16 statement?

17 A: Well, that was probably flippant language for an
18 official e-mail. So, my mistake probably, but I'm sending it back
19 to the Chief basically to say you know, I think he had a good
20 sense of who Bezos, just like Tim Cook, and just like Eric
21 Schmidt, who these people were. So, I was just sort of flippantly
22 sending it back to the Chief.

23 Q: Okay. In another e-mail dated 23 April 2017, same tab,
24 the subject, why Bezos? And this is an e-mail that you prepared.
25 Do you see that e-mail, ma'am?

1 A: Yes, ma'am. 4/23 to Admiral Faller. Yep.

2 Q: Yes, and it states he asks via Teresa Carlson at the
3 dinner in London. Can you please identify who you're referring to
4 when you say he asks?

5 A: Yeah, so my memory isn't perfect of the detail, but I
6 believe I was told that Mr. Bezos asked via, when Teresa was at
7 the dinner, to see Secretary Mattis. So, that's why the he refers
8 to Mr. Bezos.

9 Q: Do you know what Mr. Bezos wanted to discuss with Mr.
10 Mattis?

11 A: I had no insight, so I was basically laying out some
12 thoughts. I mean my role was to try to be kind of outside eyes
13 and ears, and to help the Department and the Secretary be aware
14 of technological change that would be important for the
15 warfighter, and particularly important for Secretary Mattis'
16 third line of effort which was to bring real reform to the
17 Department of Defense. So, just like Eric Schmidt, and Satya
18 Nadella, and others Amazon has a pretty good track record with
19 technology and innovation.

20 Q: Okay. So I'd like for you to go back to Tab number 8,
21 and this is the travel in August of 2017 from the 9th through the
22 12th of August 2017.

23 A: Yes, ma'am.

24 Q: To Palo Alto, California and Seattle, Washington.

25 A: Yes, ma'am.

1 Q: It shows you listed on the itinerary as well. Did you
2 attend this trip?

3 A: I did not.

4 Q: Do you know what the purpose of this trip was?

5 A: Well just going through the itinerary it was a mixed
6 bag as many of these trips were. He obviously went to the sub
7 base in Washington State, Kitsap, and that's obviously to touch
8 with the troops, get a sense from the commanders their views of
9 things and, you know Secretary Mattis really emphasized the
10 importance of the Indo Pacific as a focus area. So, going out
11 there was part of that. He also just given their role in the
12 global strike I think he wanted to see them. Then he went to
13 Seattle. Again, I think with (b) (6), (b) (7)(C) in the machine, and the
14 Kevin Sweeney the Chief, and Admiral Faller, there had been a
15 discussion, if you're going out to Washington State should you
16 take some advantage and see places like Microsoft, and Amazon,
17 and other technology companies out there? My memory is we tried
18 to get Microsoft on the schedule but the CEO wasn't there at the
19 time. So, you can see he ended up meeting with Mr. Bezos then he
20 went down to Washington, sorry, to Palo Alto area to see DIU-X.
21 I'm sure you all are familiar with DIU-X. It's one of the
22 innovative hubs for the Department of Defense, and then you know
23 that he was a fellow when he was retired, Secretary Mattis, at
24 the Hoover Institution. So, he got to know former Secretary
25 Schultz very well there, built a good relationship with him. I

1 don't know if that was a one-on-one dinner with the former
2 Secretary of State, former Secretary of the Treasury Schultz, and
3 I as noted didn't go on the trip so I apologize.

4 Q: Do you know if there was a DoD cloud discussion during
5 his meeting with Mr. Bezos on August 10, 2017?

6 A: I do not know. I was not there. I don't recall. Can I
7 just make one other point, sorry?

8 A: Sure.

9 A: I stopped before the end of this itinerary. He went
10 also to see Google and then my memory, but it may be faulty, is
11 that there's a private coffee there after the tech roundtable at
12 the Four Seasons on Friday at 1515. I believe that was Tim Cook
13 of Apple. So, just again trying to have the Secretary meet and
14 understand the perspectives of these technology leaders and
15 (inaudible).

16 Q: Okay. And what pages that on that you said that you
17 believe there was another meeting with industry?

18 A: So, it's on Page 5 of 7, and starts at the top Friday,
19 9:50. Motorcade to Google headquarters.

20 Q: Okay.

21 A: That's way down at the bottom. It says 1515 to 1615
22 private coffee Four Seasons. I believe that was Mr. Cook, and
23 then you see he went to a funeral I believe of, I think it was a
24 former Marine I believe.

25 Q: Okay. Also there's an e-mail dated 10 August 2017 that

1 (b) (6), (b) (7)(C) sends you an e-mail that stated, boss did say that he
2 is 99.9 percent there in terms of going to the cloud. Can you
3 explain what this meant?

4 A: Yes, ma'am. Could you point me to where that is?

5 Q: Yes, that's also in Tab number 9.

6 A: Nine?

7 Q: Ten as you were.

8 A: Oh, 10. Okay. Sorry, just one second.

9 Q: Should be the third page --

10 A: Okay, yeah.

11 Q: -- in.

12 A: Yeah. August 10, 2017, yeah. So, and you know (b) (6), (b) (7)(C)

13 (b) (6), (b) (7)(C) was the head of the again, what we called the machine. It
14 was prepared read aheads, he gave options on trips. (b) (6), (b) (7)(C)
15 (b) (6), (b) (7)(C) (b) (6), (b) (7)(C) for a while,
16 so he also provided I'd say a sense of, kind of things that would
17 make sense for the Secretary and not. So, that e-mail I think
18 it's him just giving back briefs to, because I did not go on the
19 trip. So I think he's just sending me an update.

20 Q: Do you know how long Mr. Bezos was present during this
21 visit?

22 A: I'm sorry, I do not.

23 Q: And do you know what (b) (6), (b) (7)(C) meant when he said
24 they seem to click, and that would be Mr. Mattis and Mr. Bezos?

25 A: I don't know. Yeah, I don't know.

1 Q: And, do you know if they had any discussions about
2 cloud companies or other cloud companies?

3 A: I'm sorry, ma'am. I don't.

4 Q: Also, the meeting with Google you'd began discussing it
5 early. This was the e-mail dated 11 August. The trip was 11
6 August 2017, and that's also in Tab 10.

7 (b) (6), (b) (7)(C): Right, just before that.

8 A: Sally, I apologize if you received an update. No. Yes,
9 ma'am. Are you talking about an e-mail on 8 -- August 11, 2017
10 you which starts, "Sally, apologize if you've receive an update?"

11 Q: Yes.

12 A: Yes. Okay. Go ahead.

13 Q: Yes, can you tell me about that e-mail?

14 A: I think that, again, (b) (6), (b) (7)(C) just giving me a back
15 brief, and that's actually where you see the Tim Cook meeting.
16 You said there was a Tim Cook meeting. So, I think he's just
17 giving me a back brief as we tried to share, you know, because if
18 one group of people would travel they just tried to keep the back
19 guys up to date.

20 Q: Do you know if there's any discussions during this
21 period about a DoD cloud?

22 A: Well it says, if you read the e-mail, also talk through
23 conversion process to cloud, and that's from Google, and Google
24 as you know is one of the significant cloud players. So, I think
25 this is (b) (6), (b) (7)(C) just capturing that. I don't see anything else there

1 in the piece, in this e-mail.

2 Q: Okay. Also in that same tab there's an e-mail dated
3 August 14, 2017. Subject is SD Action report from Mr. DeMartino
4 to you.

5 A: Just one minute, ma'am. It's in that same tab?

6 Q: Yes. It should be next to the last two pages.

7 A: Oh, 10 alpha. Okay. Sorry. August 14, 2017.

8 Q: And it reads, between us to the Microsoft versus Amazon
9 discussion. What does Amazon with the Microsoft versus Amazon
10 mean?

11 A: Mr. DeMartino wrote that, so I think he would be a
12 better position to answer that. He is, if you look down in the
13 e-mail, Mr. Shanahan then the Deputy Secretary of Defense asked a
14 question how do the Microsofts of the world fit in the equation.

15 Q: Do you remember what the outcome was regarding his
16 question?

17 A: Well, (b) (6), (b) (7)(C) answers it there. Microsoft trying to
18 enter the game especially on ML, but still a gen, which I think
19 generation, behind Amazon and Google in my estimation, and then
20 he says one area I think Microsoft is ahead is augmented reality,
21 and virtual reality.

22 Q: Okay. Can you tell me what the impotence was for the
23 defense cloud, now known as the JEDI Cloud acquisition?

24 A: I don't know in any sort of technical detail. I only
25 know sort of from a non-substantive layperson perspective what

1 the experts would say about it, the Dana Deasys, CIO, and that
2 sort of thing.

3 Q: And do you know why the Department needs an enterprise
4 cloud?

5 A: Only what they say publicly, and I think actually Mr.
6 Deasy and Lieutenant General Shanahan just did a round table 10
7 days ago or something to try to explain moving data at speed is
8 advantageous for the warfighter. But, I apologize I'm not a
9 technical expert so I don't have the depth of knowledge probably
10 to answer the question at all.

11 Q: Okay. So, how do you respond to the assertions that you
12 played a key role in the JEDI Cloud acquisition and had a
13 conflict of interest?

14 A: I reject that.

15 BY (b) (6), (b) (7)(C)

16 Q: Ma'am, can you explain why you reject that?

17 A: Sure. So, (b) (6), (b) (7)(C), can you restate exactly and I'll
18 tell you specifically?

19 BY (b) (6), (b) (7)(C):

20 Q: How do you respond to assertions that you played a key
21 role in the JEDI Cloud acquisition and had a conflict of
22 interest?

23 A: Right.

24 (b) (6), (b) (7)(C): Do you want to answer the two separate the first
25 and second question?

1 A: The two separate. Yeah the first is key role in the
2 acquisition. Of course I played no key role in any acquisition. I
3 played no role in any acquisition, contract, or procurement, or
4 requirement writing. So, that sort of stands alone. I had none of
5 the expertise, the background, it wasn't my job. Frankly I'm not
6 -- I don't understand the process. I'm not a contracting,
7 procurement, or requirements expert. So, that assertion on its
8 face is completely inaccurate. And I think if you look at my
9 background in what I did in my role, all of that would be obvious
10 to whomever made that assertion. And, the second part is I had a
11 conflict of interest?

12 Q: Yes.

13 A: Ma'am?

14 Q: Yes, that was the second part.

15 A: Yeah, so I reject that as well. The Office of Standards
16 of Conduct registered and wrote in black and white routinely that
17 I filed all required documents. I did everything by the rules and
18 regulations, and not only the letter of the law, but knowing
19 Secretary Mattis for as long as I have, and maintaining his
20 commander's intent of staying in the ethical midfield, is how
21 I've lived my entire life, but certainly particularly in this job
22 I understood that my role was narrow in a way had nothing to do
23 with acquisition, procurement, or requirements. If there were
24 outside perspectives that I thought the team should know about I
25 certainly didn't hesitate in trying to bring that to their

1 attention. Even as you show on that note I sent to Admiral
2 Faller, and part of that on the technology front to respond to
3 his third line of effort in particular, was to get him access,
4 him and the leadership team, Secretary Shanahan as well, to the
5 broad range of capabilities in the technology space. That's why
6 pushed for him to see Microsoft and across Google, and Apple,
7 etcetera. It was to try to get full exposure to the best of
8 technology to try to help solve the problems.

9 (b) (6), (b) (7)(C) (b) (6), (b) (7)(C), do you have a question?

10 BY (b) (6), (b) (7)(C):

11 Q: Ma'am, in your role as the Senior Advisor to the
12 SECDEF, can you give us a perspective on what Mr. Mattis' intent
13 and objective was with the cloud initiative?

14 A: Well, again, you've got three lines of effort,
15 lethality, allies and partners, and reform. And, I think he
16 wanted, and he gave this direction to Secretary Shanahan to bring
17 the best of the best to the Department of Defense. In terms of
18 capabilities. Whether that be hypersonic missiles or technology.
19 And I think over time, and with help from Secretary Shanahan who
20 you also know is very familiar with the Seattle and Washington
21 area, and West Coast technology. Over a series of discussions
22 with them and others in the Department, Ellen Lord, etcetera, I
23 think he came to realize that there were opportunities on the
24 reform line of effort that he could help Secretary Shanahan, who
25 really had the lead on the business operations side of the

1 Department to advance it in a fair and free manner, and in a way
2 that would help the warfighter. So, that's I think what he was
3 aiming for, but back to the ethical midfield and back to the fact
4 that he never talked, in my experience he never talked a
5 contract, or a program, or an acquisition in my entire time with
6 him.

7 BY (b) (6), (b) (7)(C) :

8 Q: On the matrix you indicated an asterisk where the Cloud
9 Executive Steering Group was. Can you please share with us what
10 your role was with the CESG?

11 A: Yes, ma'am. I had no formal role with them. What I was
12 trying to indicate to you all there and be completely transparent
13 is there was a discussion of having Secretary Shanahan write kind
14 of OPED on laying out the reasons for the cloud, and I helped
15 edit, it'd already been written and drafted, by subject matter
16 experts and technical experts. I just tried to help edit it into
17 layman's language, make it a little bit more approachable, and I
18 also remember asking repeatedly I think why we had to have what I
19 thought was a silly name for it but I didn't really win that
20 argument.

21 Q: And, what document are you referring to that you
22 assisted in the --

23 A: Well, they were talking about putting an op-ed in, and
24 so I think it ended up in Defense ONE in maybe the late summer. I
25 can't really remember. I don't have it here at my hand. I

1 apologize, but it was for Secretary Shanahan, again who is
2 technically capable and understands these things to try to lay
3 out the reasoning for it I believe, but I acted is kind of a lay
4 person, non-substantive editor type.

5 Q: Okay. Also in the packet in Tab number 7A we provided
6 you with the Cloud Combined Congressional Report. And those are
7 the responses back to the Members of Congress regarding the
8 SECDEF's responsibility as well as the DEPSEC's responsibility to
9 provide a report on the cloud. In the last two of three pages
10 there's a determination and findings for authority. Do you have
11 that document in there, ma'am? And it's by Ellen Lord. Signed by
12 Ellen Lord.

13 A: I apologize, I do not.

14 (b) (6), (b) (7)(C): All we have, just all we have are three
15 congressional report summary sheets in that tab.

16 Q: Okay. No worries. My question was did you have any role
17 in the single award strategy?

18 A: I did not.

19 Q: Thank you. Do you know who made the decision that a
20 single award strategy was the best strategy for the JEDI Cloud
21 acquisition?

22 A: I do not.

23 Q: Do you know who the decision-making authority
24 responsible for making the decision about single versus
25 multisource strategy, who was that individual?

1 A: I'm sorry, I do not.

2 Q: Okay. Thank you. Are you okay for time, ma'am?

3 A: Yes.

4 Q: All right. We can go to Tab number 11. This is a
5 meeting with Microsoft.

6 A: Okay.

7 (b) (6), (b) (7)(C) [REDACTED], can I just ask about how much
8 longer you think this is going to run? I'm just trying to
9 determine whether or not I need to have a comfort break.

10 (b) (6), (b) (7)(C): Understood. We're looking at about an hour.

11 (b) (6), (b) (7)(C): Okay. So, would you mind if I take a comfort
12 break right now? We'll just put you on mute --

13 (b) (6), (b) (7)(C): Sure. We'll take a pause.

14 (b) (6), (b) (7)(C): And I'll pick back up again?

15 (b) (6), (b) (7)(C): We'll take a pause.

16 (b) (6), (b) (7)(C): All right. Thank you very much.

17 (b) (6), (b) (7)(C): Okay. The time is now 10:10 a.m. We're
18 pausing the recorders.

19 [The interview paused at 10:10 a.m., August 15, 2019.]

20 [The interview resumed at 10:13 a.m., August 15, 2019.]

21 (b) (6), (b) (7)(C): The time is 10:13. We are back online. During
22 our break I asked you to turn to Tab number 11 where there's an
23 e-mail dated November 30, 2017 from Mr. DeMartino. Part of that
24 e-mail chain is an e-mail from yourself to Mr. Kevin Sweeney. And
25 it talks about a January 8 meeting with Microsoft CEO.

1 (b) (6), (b) (7)(C): I think this is Tab 12.

2 A: No, I think it's Tab 11, but it's November 7th.

3 (b) (6), (b) (7)(C): No, no, no. There is a November 30, 2017 from
4 Tony DeMartino to Patrick Shanahan, (b) (6), (b) (7)(C)

5 [REDACTED]
6 A: Oh, yes. Okay.

7 (b) (6), (b) (7)(C): It's forwarded January 8 meeting with Microsoft
8 CEO, Satya Nadella. I think that's under our -- that's the first
9 document in our Tab 11, or tab 12, right.

10 A: Tab 12, 12, 12, 12.

11 (b) (6), (b) (7)(C): Is that the document?

12 (b) (6), (b) (7)(C): Yes, that is the document.

13 BY (b) (6), (b) (7)(C):

14 Q: What can you tell us about this meeting? Did Mr. Mattis
15 ever meet with the Microsoft CEO? It appears that there was a
16 meeting scheduled for 8 January that would take place for 2018.

17 A: Absolutely he met with him.

18 Q: Do you know what was discussed? Was this an office call
19 or?

20 A: This was an office call and the Deputy Secretary
21 joined. I was there, and I believe Kevin Sweeney, and obviously
22 the Secretary asked Secretary Shanahan to join in part back to
23 the DEPSECDEF as you know is essentially the COO of the
24 Department of Defense, particularly on business operations, new
25 technology, etcetera, and the Secretary, sorry, Mattis knew that

1 Secretary Shanahan may be more comfortable in the discussions.
2 So, yes. It took place. It was in the Secretary's office at that
3 little table to the left of his desk.

4 Q: Can you share with me what was discussed during this
5 meeting?

6 A: I think it was broadly about technology writ large. It
7 was also about how Mr. Nadella was changing the culture of
8 Microsoft, and kind of where he wanted to take the company in
9 terms of services. And, I think -- he has an interesting personal
10 story, Mr. Nadella so he talked a little bit about that. But, as
11 I put in my e-mail here the Secretary does not talk specifically
12 about contracts, acquisitions, or programs. So, I think that was
13 correct that we didn't discuss any specific program or contract,
14 or particular matter.

15 Q: Okay. Thank you. So, given everything that we've
16 discussed, what comments have you made about Amazon in public, in
17 meetings, or privately that could have given them a competitive
18 advantage?

19 A: I don't believe I had any.

20 Q: Have you ever said in public, in meetings, or in a
21 private event discussions about other vendors competing for the
22 JEDI Cloud contract?

23 A: I have no memory of doing so. I don't recall.

24 Q: Did anyone attempt to influence you to favor Amazon
25 over other vendors competing for the JEDI Cloud contract?

1 A: Since I had nothing to do with contracts, or the
2 acquisition, requirement, or procurement I don't see why they
3 would but certainly no one did.

4 Q: How do you respond to the assertion that you favored
5 Amazon over other vendors for the JEDI Cloud contract?

6 A: Well, as a former reporter I always like to know the
7 source of assertions but let's table that one for now. I did not
8 have anything to do with the contracting requirement,
9 procurement, or acquisition of the cloud. I was -- I had no
10 substantive role on those issues. I have no technical expertise
11 on those issues. What I tried to do was give a broad view of new
12 technologies to the leadership team, from a range of companies.

13 Q: Okay. So now I'd like to move over and start to talk
14 about all the other DoD officials beginning with Mr. James
15 Mattis. What was Mr. Mattis' involvement in the JEDI Cloud
16 acquisition?

17 A: So, I don't want to be cute here but when you say the
18 acquisition, can you be more specific?

19 Q: Such as the request for memorandum, the JROC
20 memorandum, the statement of objectives, anything that deals with
21 the acquisition itself.

22 A: I have no idea. I believe he would have nothing of that
23 specificity or detail.

24 Q: And what were your interactions with Mr. Mattis as they
25 related to the JEDI Cloud acquisition?

1 A: Zero. Nothing.

2 Q: And how do you respond to the assertions that Mr.
3 Mattis played a key role in the JEDI Cloud acquisition?

4 A: I don't think he played any specific substantive role
5 in acquisitions.

6 Q: How do you respond to the assertion that he had a
7 conflict of interest?

8 A: I guess I'd find that odd and without basis in fact.

9 Q: Why?

10 A: Because he had no, to my knowledge, he had no
11 relationship with Amazon. Or any of the others ones. Clearly he
12 was on the board of General Dynamics, but he had no business
13 relationship with Google or Apple or any of those guys.

14 Q: What have you ever heard Mr. Mattis say about Amazon?

15 A: It's a broad topic. I think he found the leaders of all
16 of these companies, Mr. Nadella, again particularly because of
17 his really remarkable personal story, Mr. Schmidt, Mr. Cook, Mr.
18 Bezos. These people have built large, successful, American
19 businesses who help the country and, in many cases hire a lot of
20 veterans. And support the intelligence community, the Department
21 of Defense. I think in general he was very favorable to companies
22 that would help the national security of the United States.

23 Q: And what has Mr. Mattis done or ever said that would
24 cause you to question his impartiality or ethics concerning
25 Amazon?

1 A: Absolutely nothing.

2 Q: Has anyone ever told you that Mr. Mattis said or did
3 anything that would cause them to question his impartiality
4 concerning Amazon?

5 A: No, ma'am.

6 Q: Concerning the JEDI Cloud acquisition?

7 A: No, ma'am.

8 Q: Mr. DeMartino, please tell me about your business
9 relationship with Mr. DeMartino.

10 A: Yeah, he was an employee of SBD when he left government
11 I believe, I'll have to check the number, but I think in 2014 I
12 believe and he came to SBD, and I've known him when he was still
13 an officer in the United States Army working for Admiral Mullen
14 in the Office of the Chairman of the Joint Chiefs. I knew him
15 when he was in the military and I thought he was a smart,
16 ethical, results-oriented officer and person. So he came to work
17 for me there, and then when Secretary Mattis got our help in
18 terms of preparing for confirmation, Mr. DeMartino helped there,
19 and he had run commander's actions groups, sort of think tanks
20 for commanders. So, he was very comfortable doing that. And then
21 Secretary Mattis asked him to come in the Department where he was
22 the Deputy Chief of Staff to Kevin Sweeney, and then to Secretary
23 Shanahan he was Chief of Staff, Acting Chief of Staff, and then
24 when he decided to leave the Department I thought again, he had a
25 lot of experience, and ethical bearing, and smart. So I talked to

1 him about coming to Pallas. So, he works with me at Pallas.

2 Q: Did anyone express concerns to you about his post
3 government employment with your company?

4 A: No, ma'am.

5 Q: And, did you have any type of understanding about Mr.
6 DeMartino's ethics agreement?

7 A: I do not. I expressed and I know he lives up to the
8 ethical obligations required of him.

9 Q: And, what is your understanding of Mr. DeMartino's
10 duties and responsibilities as the Chief of Staff to the Deputy
11 Secretary of Defense?

12 A: Well, like all Chiefs of Staff they have to quote
13 unquote keep the trains running on time. They have to balance the
14 priorities of their principal, make judgment calls every day, and
15 understand the objectives and goals of their principals, and help
16 them achieve that, and always doing so with a sense of protecting
17 the integrity of the office and of the people.

18 Q: And did Mr. DeMartino have a relationship with or
19 interest in SBD Advisors?

20 A: He was an employee of SBD.

21 Q: Do you know what period he served as an employee?

22 A: I don't have the exact details. I'm sorry. I think I
23 tried to give you the ballpark dates there. Sorry.

24 Q: And do you know if Mr. DeMartino has a relationship
25 with C5 Capital?

1 A: Not to the best of my knowledge, absolutely not.

2 Q: What about Amazon?

3 A: No.

4 Q: Have you ever heard Mr. DeMartino say anything about
5 Amazon?

6 A: Well, when they were a client of SBD obviously, but
7 nothing in specific that I can recall.

8 Q: What has Mr. DeMartino ever said or done that would
9 cause you to question his impartiality or ethics concerning
10 Amazon?

11 A: Absolutely nothing.

12 Q: Has anyone ever told you that Mr. DeMartino said or did
13 anything that would cause them to question his impartiality
14 concerning Amazon?

15 A: No, ma'am.

16 Q: What about the JEDI Cloud acquisition?

17 A: No, ma'am.

18 Q: And do you know Mr. Robert Daigle?

19 A: Yes.

20 Q: And what was your professional relationship with Mr.
21 Daigle?

22 A: So I didn't know him before he came into the
23 government. I got to know him kind of as an acquaintance. We
24 would both attend the large group meetings on Tuesdays and
25 Thursdays with the Secretary and the DEPSECDEF. I know he played

1 an important role in assessing the, matching of budgets to
2 strategy and resources, etcetera. And then once he left the
3 government we asked him to come as a sort of, we call it a 1099.
4 A contract employee at Pallas. So, he's not really a full up
5 employee. He works kind of at his own time. So, he works at
6 Pallas sometimes with us now.

7 Q: And when did you ask him to join your team there at
8 Pallas?

9 A: When he decided to leave the government. I didn't -- I
10 don't know him well enough to know his thinking when he decided,
11 and why he decided, et cetera, but, I thought he was a smart and
12 experienced person. He also has worked on the Hill for
13 Congressman Thornberry beforehand, and just a really balanced and
14 ethical person.

15 Q: Do you know if Mr. Daigle had any relationship with C5
16 Capital or Amazon?

17 A: I do not know, but I would be surprised if he did.

18 Q: And do you know if Mr. Daigle needed to disqualify
19 himself from participating in the JEDI Cloud acquisition because
20 of any of those relationships or interests?

21 A: I do not know.

22 Q: And, what was Mr. Daigle's involvement in the JEDI
23 Cloud acquisition?

24 A: I'm sorry, ma'am. I don't know.

25 Q: What have you heard Mr. Daigle say about Amazon?

1 A: No particular memory.

2 Q: Did you ever hear him say anything about any of the
3 other vendors competing for the JEDI contract?

4 A: No, ma'am.

5 Q: Has anyone ever told you that Mr. Daigle said or did
6 anything that would cause them to question his impartiality
7 concerning Amazon?

8 A: Absolutely not.

9 Q: Okay. Do you know who Mr. Victor Gavin is?

10 A: No, I do not.

11 Q: Okay. How do you respond to the assertion that Mr.
12 Gavin played a role in the JEDI Cloud acquisition and had a
13 conflict of interest?

14 A: I have no idea.

15 Q: How do you respond to the assertion that Mr. Daigle
16 played a role in the JEDI Cloud acquisition and had a conflict of
17 interest?

18 A: I have no facts to support that or to contest it. I
19 don't know.

20 Q: So, do you know who Mr. Deap Ubhi is?

21 A: Only by public reports.

22 Q: And, how do you respond to the assertion that Mr. Ubhi
23 played a key role in the JEDI Cloud acquisition and had a
24 conflict of interest?

25 A: I'm sorry, I have no idea.

1 Q: Okay. So, how do you respond to reports that you may
2 have violated ethics rules by having a prior commercial
3 relationship with Amazon and its commercial partner C5 Capital?

4 A: I reject those entirely. I abided by everything that
5 the Standards of Conduct Office instructed me to. I consulted
6 with them. I worked in consultation with the Chief of Staff for
7 the Secretary of Defense, the Senior Military Assistant. I think
8 that's just unsubstantiated assertion perhaps for reasons I can't
9 really understand, and as you know and has been confirmed, I had
10 nothing to do with any acquisition, contracting, requirement, or
11 procurement.

12 Q: Okay. What about the other officials we discussed?

13 A: I apologize, can you state the assertion?

14 Q: That they may have violated ethics rules by having a
15 prior commercial relationship with Amazon and its commercial
16 partner C5 Capital?

17 A: Certainly not to the best of my knowledge.

18 Q: Okay. How do you respond to reports that you received
19 substantial, undisclosed payments for the sale of your consulting
20 firm SBD Advisors?

21 A: I absolutely reject that.

22 Q: Why?

23 A: Because everything I got, and everything I did was
24 disclosed to DoD ethics lawyers. They confirm the veracity of
25 that, and no significant person has ever challenge that. I

1 checked with SOCO and it's in writing.

2 Q: Okay. How do you respond to reports that you may have
3 failed to disclose the SBD sale payments after you left the
4 Pentagon?

5 A: I reject that as well. As indicated on the form 278
6 form, the corrected one the company was sold before I walked into
7 the Pentagon. That's a legal sale. The payments were expected in
8 the agreement over time, and it was expected. So I think that's a
9 false accusation.

10 Q: How do you respond to reports that Amazon may have
11 facilitated payments to you related to the sale of SBD Advisors?

12 A: I've actually never heard that before and I completely
13 reject it. Again, on the ethics forms confirmed by DoD ethics
14 lawyers, everything I did was reported and accounted for. So, I
15 reject that claim or fantasy assertion.

16 Q: Okay. So, how do you respond to reports that you had a
17 prior commercial relationship with Amazon while you were with C5
18 Capital promoting Amazon's cloud service in the Middle East?

19 A: Well, one I would like to check the timelines of all of
20 these things. I've tried to recall as best I can to give you the
21 date, etcetera, but clearly as my ethics form states and DoD
22 ethics lawyers confirmed, and the Chief of Staff supervised and
23 signed off on, I clearly had a client relationship with Amazon
24 like I had with many other clients, and with C5. I don't
25 understand the assertion that there was some mixing and matching.

1 Everything I did was reported on the form, confirmed by the
2 ethics lawyers, supervised by Kevin Sweeney, and it's there in
3 black and white.

4 Q: How do you respond to reports that you violated ethics
5 rules by not recusing yourself from the JEDI Cloud acquisition?

6 A: I reject that. I had nothing to do with contracting,
7 requirements, procurement, acquisition. It wasn't my job. I had
8 no technical expertise. I had no substantive role in any
9 procurement or requirement writing, and I had conversations with
10 (b) (6), (b) (7)(C) in SOCO that confirm that.

11 Q: And how do you respond to many comments and assertions
12 in the media that DoD officials took steps to steer the JEDI
13 Cloud acquisition towards Amazon?

14 A: And do I assume by your question that I am supposed to
15 be one of those DoD officials?

16 Q: Yes, ma'am.

17 A: Well, I reject it. I tried to steer anything, because
18 as I said I had nothing to do with requirements, acquisitions, or
19 procurement. It wasn't my role. I have worked for the Secretary
20 in coordination with the Chief of Staff, and the Senior Military
21 Assistant. So I had no role, no possibility to do that nor would
22 I?

23 (b) (6), (b) (7)(C)

24 [REDACTED]

25 Q: Ma'am. Have you been following the media reports on the

1 JEDI acquisition?

2 A: I don't believe all of them, (b) (6), (b) (7)(C), but I've seen
3 some I guess.

4 Q: Okay. A question for you then, it's a final question
5 that I have. As a former reporter what is your opinion on how the
6 DoD's acquisition of a cloud is being reported by media outlets?

7 A: That's a pretty broad question, I'll just take a slice
8 of it if I could.

9 Q: That would be great.

10 A: I think in this environment if you don't get out early
11 and often with explaining why you're doing something people can
12 misperceive it, or accentuate misperceptions or
13 misunderstandings. So, I don't think the best job was done there
14 at the beginning to explain not only the need for technology
15 innovation, but the really detailed ethical and legal process
16 that is applied to these examples. So, I guess I'm a little
17 disappointed that misperceptions and misinformation could be so
18 widely spread.

19 Q: Thank you.

20 BY (b) (6), (b) (7)(C) :

21 Q: Is there any additional information that you would like
22 to provide?

23 A: Not at this time, but I'm always willing to answer your
24 questions, and I appreciate your desire to get to the facts of
25 case.

1 Q: And do you have any questions?

A: No, ma'am, not at this time.

2 Q: Do you have any comments or concerns about the way we
conducted this interview?

3 A: No, ma'am.

4 (b) (6), (b) (7)(C) If you remember anything else that you
believe may be relevant to our review please contact me. Finally,
in order to protect the integrity of this review we ask that you
do not discuss the matter under review or the questions we have

6 asked you during this interview with anyone other except your

7 personal attorney. This does not apply to or restrict you of your

8 right to contact an Inspector General or a Member of Congress. If

9 anyone asks you about your testimony, or the review, please

10 inform them that the DoD OIG has asked you not to discuss the

11 matter. If anyone persists in asking you about your testimony, or

12 the review, or if you feel threatened in any manner because you

13 provided testimony, please contact myself, or (b) (6), (b) (7)(C) .

14 The time is now 10:38. Please stand by while I turn the recorders
15 off.

16 [The interview terminated at 10:38 a.m., August 15, 2019.]

17 [END OF PAGE]

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25 DONNELLY - August 15, 2019

DEPARTMENT OF DEFENSE
OFFICE OF INSPECTOR GENERAL

DEPUTY INSPECTOR GENERAL
FOR ADMINISTRATIVE INVESTIGATIONS

RECORDED TRANSCRIPTION

X - - - - - X

INTERVIEW OF

*Mr. James N. Mattis
August 14, 2019
ISO Interview*

X - - - - - X

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P R O C E E D I N G

(b) (6), (b) (7)(C): Today is August 14th, 2019. The time is now 1004 Eastern Standard Time. I am (b) (6), (b) (7)(C) and with me today is (b) (6), (b) (7)(C). We are interviewing the witness, Mr. James N. Mattis, who is located in Richland, Washington. We are located at the Mark Center in Alexandria, Virginia. We are reviewing the DoD handling of the JEDI Cloud acquisition, including the development of requirements and the request for proposal process. A multidisciplinary team of auditors, investigators and attorneys are reviewing JEDI matters referred to us by Members of Congress and through the DoD Hotline. In addition, we are reviewing whether current or former DoD officials committed misconduct relating to the JEDI acquisition, such as whether any of the conflicts of interest related to their involvement in the acquisition process. Specifically, our review pertains to several former DoD officials involved in the JEDI Cloud acquisition and whether their activities violated any ethics or conflicts of interest standards. As the 26th Secretary of Defense, we will also ask you questions about your role in the JEDI Cloud acquisition. These officials include: former Special Assistant to the Secretary of Defense, Ms. Sally Donnelly; former Chief of Staff to the Deputy Secretary of Defense, Mr. Anthony DeMartino; former Director of Cost and Assessment and Program Evaluation, CAPE, Mr. Robert Daigle; former Deputy Assistant Secretary of the Navy for Command, Control, Communications,

1 Computers, Intelligence, Information, Operations, and Space, Mr.
2 Victor Gavin; former DDS Product Manager, Mr. Deap Ubhi. Mr.
3 Mattis, at this time I ask that you acknowledge that this
4 interview is being recorded.

5 MR. MATTIS: Yes, I acknowledge it's being recorded.

6 (b) (6), (b) (7)(C): Please acknowledge that we provided you a
7 copy of the DoD OIG Privacy Act Notice.

8 MR. MATTIS: Yes, I have a copy of that notice.

9 (b) (6), (b) (7)(C): Please raise your right hand so that I may
10 administer you the oath.

11 JAMES N. MATTIS

12 was called as a witness, placed under oath, and provided
13 the following testimony:

14 E X A M I N A T I O N

15 BY (b) (6), (b) (7)(C):

16 Q: Please state your name spelling your last name.

17 A: James Norman Mattis, M-A-T-T-I-S.

18 Q: Sir, I'd like for you to refer to Tab Number 1.

19 A: Yes.

20 Q: On 5 January 2017, you assumed the position as the
21 Secretary of Defense on the 20th of January 2017. The DoD SOCO
22 briefed you on ethical requirements on the 25th of January 2017.
23 What did the SOCO ethics official tell you about conflicts of
24 interest?

25 A: There were to be none basically. That obviously applied

1 directly to General Dynamics because I had been a member of the
2 board, but it was also about any area where I might benefit there
3 could be no conflict of interest.

4 Q: What about the appearance of a conflict of interest?

5 A: No. I was concerned with the essence of it, but also
6 the appearance had to be that we were staying in the ethical
7 midfield to put it in my terms.

8 Q: What concerns did you share with the SOCO official?

9 A: I don't think I had any. I understood, they were very
10 clear terms and I also made certain that the SOCO official had
11 direct access to me, just one phone call to my Chief of Staff at
12 any point they had a concern to let me know, and I assured them
13 that I would talk to all the members of my staff about General
14 Dynamic issues were not to come, even on information purposes to
15 my desk. They were all to be diverted at that point to Deputy
16 Secretary of Defense Mr. Robert Work.

17 Q: What is C5 Capital?

18 A: I'm sorry?

19 Q: The company, it's called C5 Capital. Can you tell me
20 what the company is?

21 A: That may, I'm not certain. That may be company that
22 Andre Pienarr, P-I-E-N-A-A-R, was part of. He has a number of
23 companies. I had met him during my time the -- after I got out of
24 the Marines and worked with him and the Duke of Westminster on
25 hospitals, basically, both U.K. and the Arabian Gulf.

1 Q: Do you know what time frame that was, sir?

2 A: I got out of the Marines in 2013 midyear. I believe it
3 was 2014 or 2015. Basically, they had no Walter Reed type
4 institution for the previously wounded British troops and the
5 Duke's idea was to use private money for a turnkey operation
6 where they would provide the building and the site for one as I
7 understood it with the Dukes money. Although I was not privy to
8 these, all of these discussions. It was more in general terms,
9 and it would be linked to a facility in the Mideast because they
10 were taking more casualties and having to send their boys off to
11 Italy or Germany for treatment, and that's not the best thing for
12 a young wounded guys to be off in foreign countries, and also he
13 wanted, the Duke wanted, a relationship between what he was
14 going to offer the U.K. government and what they wanted to build
15 somewhere in the Mideast Bahrain, United Arab Emirates. So Andre
16 Pienarr was the kind of the go to guy for the Duke and there were
17 times when I was out there talking with him, with both, if I
18 recall right it was, I know for certain it was United Arab
19 Emirates with their Minister of Health. I can get her name. She's
20 a UK trained doctor, but she was the Minister of Health, but also
21 I think we had a discussion in Bahrain on this as well that they
22 weren't sure where they were to the hospital.

23 Q: So, the media reported that you worked or provided
24 consulting services for C5 Capital. What can you tell us about
25 that?

1 A: Well it was -- I was often in meetings, not often. I
2 went on several trips, at least two that I think I can recall,
3 but the focus, we'd meet with the British Ambassador for example,
4 the Duke went on one of the trips I was with him. He's deceased
5 now, but at the time very gentlemanly guy and we would talk with
6 health officials about this idea about these, where to build the
7 hospital, what would be the medical collaboration in terms of the
8 U.K. doctors who, they had good doctors, what they didn't have
9 was a good facility. They had a basically a World War II RAF
10 (Royal Air Force) base that was very remote, hard for the
11 families to come see their wounded sons, or husbands, and it was
12 awkward. It was an old facility, and as the Duke looked at how he
13 would basically with a turnkey operation deliver to the British
14 government, the U.K. government this facility it was the linkage
15 in the Middle East that I was there on about what did we try to
16 do for our troops at Walter Reed Bethesda that they were not able
17 to do, and to continue shipping their boys off to Italy or
18 Germany by their admission they didn't want to continue to do
19 that. Barakat. I don't how to spell her name. That's the Minister
20 of health, Minister Barakat. A lady doctor trained in U.K. and
21 she is the person that we met with.

22 Q: What relationship does C5 Capital have with Amazon?

23 A: I don't know. I'm not aware of any relationship, but I
24 don't know. That may have one I'm not aware.

25 Q: And just to clarify when did your association end with

1 C5?

2 A: When did it end did you say?

3 Q: Yes, sir.

4 A: Well, on my last trip out there which was probably
5 gosh, I honestly don't recall. I'd say it was in 2016, but late
6 2016. I'm really, it may have been 2017. I don't recall. And the
7 only relationship I had, I received no money from them. They paid
8 for my airfare, and my hotels, but I did not accept any money
9 from C5. I considered this to be working for the wounded guys and
10 I wouldn't take -- I wouldn't expect money or accept money for
11 something like that.

12 BY (b) (6), (b) (7)(C):

13 Q: Excuse me sir. Just a point of clarification. Did any
14 of the C5 meetings you attended include the geographic expansion
15 of Amazon Web Services?

16 A: I don't recall Amazon or Web Services ever coming up in
17 those meetings. I'm not certain on that. I mean we talked about
18 how you share medical records or something, but I don't recall
19 that ever happening.

20 Q: Thank you.

21 A: Uh, huh [affirmative response].

22 BY (b) (6), (b) (7)(C):

23 Q: So, based on your response is this the reason why C5
24 Capital was not listed on your OGE's 278 financial disclosure
25 report?

1 A: Well I never had a financial relationship with them. I
2 accepted no money from them. I went out to support their efforts
3 on the hospital, but I didn't see that as a financial
4 relationship. I didn't accept money.

5 Q: Yes, sir. On April 24, 2017, you published a
6 memorandum to the secretaries of the military departments with
7 your guidance on dialogue with industry. Please tell us about
8 that document, and that is located at Tab Number 6.

9 A: Okay. Oh, yeah. Okay. What happened here I went out and
10 I met, I want to say there were about 40 leaders of various
11 industry associations. As I recall they were all American
12 companies and basically I said we needed their help that we were
13 -- we had adversaries that were no longer just terrorist. They
14 were threats, what I called powerful nations, specifically
15 Russian and China, and we were going to have to work together
16 along the lines of what industry and Department of Defense,
17 Department of the Army, Department of the Navy, and World War II
18 had done, and I was very specific that federal ethics rules and
19 legal requirements had to be maintained with them, but I needed
20 their help, and we needed to get a sense of urgency because I
21 thought there was too much complacency. I then came back and
22 wrote a note for the Secretary of the military departments and
23 the Chiefs of military services because some of the industry
24 people said we don't know what you need and your people won't
25 meet with us, and they are concerned that they're not allowed to.

1 I said, "No, no. That's imagined. We can meet. We just have to do
2 it in accordance with the law and in accordance with ethical I
3 guidelines." So, that was the origin for that note.

4 Q: Thank you. Please explain how you initially came
5 interested in cloud capabilities?

6 A: Yeah, when I came in the concerns about cyber security
7 were manifold. I was hearing for example from those people that I
8 met with at the companies that they were losing data, losing
9 intellectual property inside our own organizations, not just DoD,
10 but also Office of Personnel Management that personal data was
11 being lost. It just seemed like every month there was over the
12 years that I've been out-out at Stanford and all, and when I got
13 to the Pentagon the concerns about cyber, both cyber-attack,
14 malicious messing with the data, coming in and pulling out
15 classified information, it was just a constant refrain and I
16 said, "I need you to get this under control. We need to be able
17 to protect our private, our classified, our nonpublic information
18 that we're talking about the security of our country." So, what I
19 was doing at that point was I was basically coming to grips with
20 the problem statement of what our problem was, and strategically
21 it was we were unable, we were proving ourselves unable to
22 protect sensitive information of all types. As I was talking with
23 people mostly in the government and here, I don't want to give
24 names of people over this phone line from CIA. That's when I
25 became aware that they had moved to the cloud to address these

1 very concerns that they had too many systems that couldn't talk
2 to each other. The information they needed couldn't be shared
3 quickly. It sounded like an echo of the refrain I was hearing
4 from the services, the armed services, but also that they moved
5 to the cloud. I was initially skeptical. My view was, "Well, what
6 happens if they get inside the cloud now everybody's information
7 is open? In other words, that would give them one big jackpot
8 instead of a whole lot of little ones they had to break into."
9 But after talking to some people they were very adamant that the
10 level of security in the cloud was very enhanced over the many
11 systems we had. We had many of which were not maintained with
12 proper security protocols and so that's when I began focusing on
13 the cloud but, I was not sold on it even then. I stayed skeptical
14 because I didn't consider myself an expert on it. I was just
15 insistent that we had to come up with a way to secure our
16 information.

17 Q: Thank you. Do you recall what time frame that occurred?
18 These meetings with the CIA?

19 A: I was concerned about it on the day -- I was concerned
20 about it due to my prep work outside, prep work. Starting
21 September December 28 of 2017, no '16. Yeah, '17. I was in D.C.
22 preparing for confirmation hearings, and during my prep times I
23 was first briefed on the problems of securing information and
24 what our adversaries were doing from the intelligence briefs,
25 and, as I came into the job it became even more pronounced as I

1 was briefed up and getting the daily briefs that you normally get
2 as the Secretary of Defense. The daily intelligence briefs. From
3 day one basically, or even before I was in the job.

4 Q: Why does the Department of Defense need an enterprise
5 cloud?

6 A: I don't know. I wanted to secure the information. I
7 didn't get into an enterprise cloud at the beginning. Later as
8 the -- basically as my staff matured it and we got in people like
9 Deputy Secretary Shanahan coming from industry which was keen,
10 and he was keenly aware of this issue and Dana Deasy was from the
11 financial markets, also very attentive to the issue. As they
12 moved more deeply into it as they looked at my problem statement,
13 frankly I didn't care how they did it. We had to secure this
14 information, but we had to be able to share it quickly because if
15 we couldn't do that then the very reason of value how you use
16 information on the battlefield was going to fail at the point of
17 contact, and the concern I had was that we just had to be able to
18 meet the needs of the warfighter's and it was very clear none of
19 the warfighter's were happy with the IT structure that we had at
20 the time. We had to move the data faster or it was just going to
21 be basically irrelevant to the fight. And I would just say not
22 having connected databases was a significant part of the problem.
23 In other words you had the information, but if you were using one
24 database you'd have to go outside of that to get the information
25 you need. That was kooky, the idea that people in the midst of a

1 fight or running operations were going to have to have multiple
2 databases that were not integrated meant that we were putting a
3 burden on the warfighters, not enabling the warfighters. And
4 frankly we had an awful lot of people who didn't know how to
5 maintain the systems they had. In other words we had so many
6 systems it was clear that we did not have a, what would you call
7 it? Not each system was serviced, protected, firewalls kept
8 current, as well as others. In other words you had very
9 vulnerable systems too and you would occasionally read about
10 those in the press when we found that we didn't have something
11 called failover in a system. We didn't have sufficient obstacles
12 and so the enemy could get inside it. So, I think if we -- one
13 thing that became clear was we had to have a way to integrate all
14 of the databases and how to do that eventually people said you've
15 got to put it in the cloud especially if you wanted to protect
16 it. So, that's kind of the -- again I was concerned with defining
17 the problem. Once I had the problem defined all I looked at was
18 did I have the right team dealing with it? Did I have people who
19 really knew this esoteric area? There is no way I was going to
20 solve this on my own. So, my job was to make certain that the
21 problem was well defined in strategic terms. They would break the
22 problem set down into technical terms, but I wanted to define it
23 in strategic terms and I was not willing to back off. They had to
24 secure the information. That was a requirement.

25 Q: What kind of guidance or direction did you provide to

1 former Deputy Secretary of Defense Patrick Shanahan for the
2 Defense Cloud initiative?

3 A: I don't think I defined it for the cloud. I defined
4 that he had to find a way and do it fast to protect the
5 information. I don't think I ever told him that the cloud was the
6 requirement, or the -- I stayed on the strategic problem that we
7 were losing information, and our contractors were losing
8 information, and he had to work these on the contractors because
9 obviously we don't own them in the U.S. government. That was a
10 separate approach. It basically eventually translated into that
11 when we did contracts with contractors they had to find a way to
12 protect the information. Again, how they did it I left it to
13 them, just as with Patrick Shanahan I said. "You will find a way
14 to protect this information." The same, by the way, the same
15 direction I gave to Mr. Dana Deasy when we hired him and brought
16 him into OSD.

17 Q: And what action did Mr. Shanahan take following your
18 guidance?

19 A: Yeah, he put the team together and basically began
20 running the processes that would mature the problem statement in
21 technical terms and the potential solutions. He designated the
22 team. He was the one superintending it.

23 Q: On the 5th of October 2017, in that same tab you
24 published guidance to all defense personnel identifying three
25 lines of efforts. One, to restore military readiness as we build

1 a more lethal force. Two, to strengthen alliances and attract new
2 partners. Three, to bring business reform to the DoD. How did the
3 JEDI Cloud fit into your three lines of effort?

4 A: It fit into all three eventually. And again, I was
5 setting the strategic direction, and everything people did down
6 below, personnel, policy, equipment buying, training, education,
7 all of this I expected the Department to be aligned with these
8 three lines of effort. Because military readiness and building a
9 more lethal force would require information sharing at the speed
10 of relevance, and we obviously had to protect our networks even
11 as we attack the enemies networks that certainly required
12 different approach to managing data, managing information, than
13 having hundreds of systems that couldn't be -- you couldn't data
14 mine each other's systems. There were enormous problems with that
15 all brought to me by the service chiefs through various
16 discussions, exercises, after action reports I would hear about.
17 On the alliance part, the second line of effort whatever we did
18 my goal was to build stronger and more alliances. So, you had to
19 be able to share some of the information, not all of it, but if
20 we were going to be fighting in a coalition you had to have the
21 information available to share, or you are going to neuter or
22 marginalize the Allied forces. And, if you want to build a
23 coalition you had to have the ability to share information with
24 them. This is known throughout history as a problem. Churchill
25 put it "the only thing harder than fighting with allies is

1 fighting without them," and a big part of it is this effort to
2 share information. And then on the business reforms there was no
3 way, I became very much aware, there was no way to justify
4 information systems that would fail at the point of contact with
5 the enemy. They had to be protected, they had to be resistant,
6 and resilient. Resistant to attack and resilient to come back up
7 quickly if they were taken down by the enemy. They had to be
8 resistant in a sense of firewalls. We had to be able to adapt it
9 quickly where at the speed of immediate attack by the adversary
10 we had to be on the block it. That sort of thing. So, it kind of
11 cut across all three of the lines of effort since we live in the
12 information age and strategically we had to be able to do this.

13 Q: Okay. So, on the matrix we provided to you indicated
14 that you participated in the problem statement for the
15 acquisition. Can you tell us about that?

16 A: Yeah, I would just say that I gave guidance on the
17 problem that probably guided it. Number one it had to be that
18 they could talk to each other. The systems. I couldn't have the
19 Army with one system and the Navy with a different system and
20 when I send them both off to fight under a COCOM they couldn't
21 talk to each other. So, they had to work that way it had to be
22 swiftly available. The information swiftly available but
23 protected from those who should not have it, and it had to work
24 in a war. So, that was, it's the strategic guidance that probably
25 would then translate down. I didn't give any guidance on the

1 actual acquisition problem statement, but it was strategic
2 direction that I have no doubt impacted a level or two down below
3 that as the team took it on and said, "What does that guidance
4 mean about working with allies for example? Or lethality? How you
5 get the sensor to shooter information there fast enough for what
6 the sensor sees the shooter can hit?" For example, if it's a ship
7 it does you no good if the information on the ships movement, the
8 enemy ships movement comes down 24 hours later that it's a long
9 ways away. It's got to be immediate. So, that was the kind of
10 problem statement I gave them, it was more of a strategic
11 guidance of lethality, of alliance building, and obviously we
12 needed something that wasn't wasting money at the same time.

13 Q: Did you have any other additional conversations with
14 Mr. Shanahan regarding the acquisition itself?

15 A: No. No I never got into the acquisition. I was
16 uninterested in it. I wanted the problem solved. How he did it,
17 he was very capable. Dana Deasy was impressive in every talk I
18 had with him, with his grasp of the situation and the depth of
19 his knowledge. Clearly he was the right person to be working
20 this, and I thought that the oversight of the Congress, the
21 questions we were getting, the responses we were providing I
22 would see those obviously when they went out and it was clear I
23 had the right team working it.

24 Q: In addition, I provided you at tab 7 it is the
25 Consolidated Appropriations Act of 2018, the response to the

1 Members of Congress regarding your requirement to provide to them
2 no later than 60 days the framework.

3 A: Yeah, I see it here. This is the May 2nd letter that
4 comes to me but it's really answering the Congressional mail. I
5 believe it was for two different reports needed about the same
6 time if I recall.

7 Q: That is correct, sir.

8 A: Yeah. Yeah. Okay. Yeah, I kind of sped through this
9 part since I was familiar with it, (b) (6), (b) (7)(C) But yeah, I recall
10 this, seeing this. I think I saw it in its final draft form which
11 didn't get changed from when it went in. Most of it looked
12 exactly the same.

13 Q: Okay. And Mr. John Gibson who was the Chief Management
14 Officer at the time --

15 A: Right.

16 Q: -- and Mr. Robert Daigle provided this report. Did they
17 provide you any briefing other than providing you the documents
18 for your review?

19 A: No specific briefing that I recall, (b) (6), (b) (7)(C) Let me
20 think. Two mornings a week, Tuesdays and Thursdays if I was in
21 town I would meet with all of the staff, the OSD staff, and a
22 couple others, member of the Joint Staff just the routine
23 management stuff, and I remember Congressional report response
24 due, Congressional inquiries, and all of that, and I'm sure this
25 came up there, not the details at all, just that we were going to

1 meet the date. I was adamant that we meet Congressional reporting
2 requirements by the date and if not we tell them ahead of time
3 why we wouldn't and when we would meet it. So, I'm sure this got
4 briefed up to me, and remember at this time we are also dealing
5 with just constant reports of what was it? That all of these
6 services had to do certain things in order to be certified to
7 keep one of their systems online. In other words, if we went in
8 at OS -- at DoD level and found the Marines had not protected
9 their personnel data or their targeting mechanism then we could
10 actually turn them off, we would turn them off if they weren't
11 certified thru a certain level. In other words we had a number of
12 things going on. Again, I was focused on the strategic
13 requirement to secure data, to share data with the right people,
14 protect it from the wrong people, and make certain what we were
15 doing also brought allies on board, that the allies would see
16 this as us working with them. Not blocking them. There's always
17 concern among our allies that we're not sharing information they
18 need to be part of the coalition. Just the normal it goes back
19 1,000 years in history about allies. But, I think that there was
20 nothing that I recall about the specifics in the report that I
21 didn't really learn from reading it. I'm a pretty voracious
22 reader. If I know something's out there I'll get it and read it.

23 Q: What was your involvement in the single award strategy,
24 and that is also in Tab 7 and it is located about two pages
25 before you get to Tab 8?

1 A: Okay. Let me just look at that here.

2 Q: The title of that is "Determination and findings for
3 authority to award as task order contract to a single source."

4 A: And where -- can you say where that is again, (b) (6), (b) (7)(C) Is
5 it before Tab A?

6 Q: Yes, sir. It's in Tab D.

7 A: In Tab D?

8 Q: Yes, sir.

9 A: Hold on a second. In my Tab B shows coordination sheet
10 signed by (b) (6), (b) (7)(C) .

11 BY (b) (6), (b) (7)(C) :

12 Q: yes, sir. That's going to be 7 Delta, and it's going to
13 be the last two pages in 7 Delta.

14 A: Oh, 7 Delta. Is there -- I've got pages up to 12, 13,
15 and then there's a whole lot of charts of services here. I'm in
16 the wrong place? Page 14 of the last page on the report, right?

17 Q: Yes, sir. That's going to be Tab Bravo. The next tab
18 will be Charlie, and then the tab we're referring to is Delta.

19 A: Okay. I've only got Tabs A and B. The last thing I have
20 in Tab 7, you all are in Tab 7, right?

21 Q: Yes, sir.

22 A: The last thing that there that you sent me with (b) (6), (b) (7)(C) --
23 signed by (b) (6), (b) (7)(C) a coordination sheet, and that is Tab B. So,
24 can you read for me what Tab D says?

25 BY (b) (6), (b) (7)(C) :

1 Q: Yes, sir. Will do.

2 A: There's no Tab C or D here.

3 Q: Okay. So, I'm referencing a memorandum signed by
4 Honorable Ellen Lord who was the Under Secretary of Defense for
5 Acquisition and Sustainment dated July 19, 2018. And, it's a
6 three page document. So I'll paraphrase what's inside of it if
7 that's okay with you.

8 A: Oh, sure.

9 Q: According to Mrs. Lord, she made the determination and
10 finding concerning the award of an indefinite delivery,
11 indefinite quantity contract to a single source to acquire a
12 modern commercial enterprise services solution for infrastructure
13 as a service and platform as a service that can support all
14 classified levels for the U.S. Department of Defense. This
15 contracting action is known as the Joint Enterprise Defense
16 Infrastructure Cloud Acquisition. The contracts order period will
17 consist of a two-year base ordering period, a three-year option
18 ordering period, a three-year option ordering period, and a final
19 two-year option ordering period. The contracts maximum ordering
20 period if all options are exercised will be 10 years with a
21 maximum dollar amount value of \$10 billion. The contract will be
22 awarded pursuant to full and open competition.

23 A: Uh, huh [affirmative response] okay. I know what you're
24 referring to. I don't recall that specific paper, but I recall
25 those words, and I will just tell you that I did not get into any

1 aspects of how they were going to solve this problem. My purpose
2 was to define the problem and expect a solution, and my, perhaps
3 my more tactical role was to make more certain that we had people
4 like the former CEO of Textron who obviously knew what she was
5 doing, the former Financial Services Fellow Dana Deasy who was
6 known as one of the best in the business when we checked on his
7 background, and to get those people to solve this problem. I
8 played no role. I didn't know enough about how to actually
9 technically do it. To presume that I was going to get into that
10 plus I never engaged in contracting activities as Secretary of
11 Defense.

12 Q: So, I'd like to ask a follow-up question.

13 A: Uh, huh [affirmative response].

14 Q: Who was the decision-making authority responsible for
15 making the decision about the single versus multi-sourced
16 strategy?

17 A: I wouldn't -- I just knew that the process was going
18 right and the reason I say that is I knew that the Congress was
19 keeping a very close eye, oversight eye, appropriate eye, I might
20 add, and so I was getting feedback, (b) (6), (b) (7)(C) on what was
21 happening. Often times that feedback even came in the form of
22 news articles with various people's opinions about what was
23 happening. Sometime, they had their fact wrong about what was
24 happening, but I did not, I just didn't get into the contracting
25 piece of it to include I assumed it would be under acquisition

1 and sustainment, which of course is Ms. Lord, but I didn't get
2 into any more detail than that. I just wanted to problem solved.

3 Q: You mentioned that you received information or feedback
4 from the media, which was often times inaccurate. Who provided
5 you feedback or updates about it?

6 A: Well, it would depend. If we ran one of those twice a
7 week meetings and it was brought up in their either by me or by
8 one of them whoever initiated it. If there was something
9 incorrect they would note that there has not been a decision on
10 something, or whatever, but it was really more of a in the event
11 that I was asked about it by the President, by the Congress,
12 something like this that I would have the answer that the process
13 was being followed. It was immune to, I would just say immune to
14 any kind of manipulation, and we were going to solve the problem,
15 but I couldn't even tell them how it was going to be solved. I
16 wasn't engaged enough. I just knew that I expected them to solve
17 it to protect our information and make certain that the
18 warfighters could use it in real time to win wars.

19 Q: Okay. And in those biweekly meetings was Mr. Shanahan
20 present as well?

21 A: If he was in town which was most of the time he was, he
22 was probably in the meeting. He was in the meetings more than me
23 due to my international travel. I was often out in NATO, or the
24 Pacific, or something. So, in those matters he obviously had more
25 time in the Pentagon then I did in order to keep the Pentagon on

1 track. I wanted it aligned to solving problems and transparent
2 between the various elements, Army, Navy, OSD. All of the
3 services had to be working together and that was his job to make
4 sure that happened while I was out running around the world.

5 Q: And during those biweekly meetings, did anyone else
6 mention any of the potential competitors for the JEDI Cloud
7 acquisition?

8 A: I don't recall. I don't recall any discussion about who
9 would be competing for the cloud. The more I talked to people,
10 you know, even in social settings and talking to -- people were
11 trying to protect for example the election infrastructure
12 something that came under DHS. I just remember some folks talking
13 about it, talking about how they had to find better ways to
14 protect the voter information in our country. I was sitting there
15 and just listening to them kind of idling, but I remember
16 thinking they've got the same problem I've got. I didn't bring up
17 how we were dealing with it, but defining the problem again
18 remained my concern and I would even find the issues when I went
19 to Brussels and talked to other NATO nations. So, this was
20 clearly a problem that needed to be addressed, but, who would
21 address it and how it would be addressed I was very agnostic on.
22 I just wanted the problem solved. I didn't get into who was going
23 to do it. I didn't have the expertise, and I was prohibited by
24 law from getting involved in the DoD part of it, but I would be
25 very insistent when I was at NATO that they had to figure out how

1 to protect their information too, because we wouldn't be able to
2 share ours with them if we weren't confident that they could
3 conceal it from the adversaries.

4 Q: Okay. I'd like to direct your attention and Tab number
5 8. There are two travel itineraries enclosed in Tab number 8. One
6 is travel.

7 A: Yes. Got them. Yeah.

8 Q: Okay. So, I'd like to start with your trip to the
9 United Kingdom Which Took place March 29, 2017 to 1 April 2017.

10 A: Yes. Got it.

11 Q: If you could turn to Page number 5 of 7 on the travel
12 itinerary.

13 A: Okay. Oh, yeah at 1830?

14 Q: Yes, Sir. Can you tell us what the purpose for this
15 trip was?

16 A: For the trip?

17 Q: Yes, sir.

18 A: Let me look what happened before 1830 here. That's when
19 I went to dinner. Okay, I was seeing (b) (6), (b) (7)(C) . That was on
20 a specific issue. Having to do with how we deal with certain
21 other countries. Don't need to go into that I think here.

22 Q: Yes, sir.

23 A: And we went to -- talked on foreign relations. I just
24 wanted to hear other people's ideas on what they thought we faced
25 as far as strategic challenges. The Bloomberg Dinner was a

1 dinner, I would call it a broadening dinner. I needed to hear
2 from others what they saw as strategic challenges. I didn't want
3 to just stay inside of military situation approach. It had to be
4 a whole government effort, whole of country. I met with
5 Ambassador Haley to make certain that we were tied tightly
6 together with our diplomats, and there were some specific issues
7 there I believe about Morocco and some other things but it was
8 not -- it was more just finding out where she was at so that I
9 could be tied together. We flew to London, or flew to England,
10 moved to London. Met with the country team in order to get
11 brought up to date on the issues between us, and the basically
12 the Ministry of Defense Sir Michael, and then on that day I went
13 to meet with Prime Minister Theresa May, and this was about, was
14 principally about how we keep our militaries working together,
15 their aircraft carrier, putting the aircraft on. I met with
16 Financial Times. I consider them one of the best newspapers in
17 terms of the analysis, and then at the dinner, Sir, Graeme Lamb
18 he's an old friend. We had fought together, and one of the
19 keenest observers of the Middle East and where it was going.
20 General Sir David Richards, old friend. These are both I'm almost
21 certain were retired at this point. I'm not positive on that, but
22 they are two very, very David Richards commanded ISAF back in the
23 mid-2000 in Afghanistan. Graeme Lamb was the one who never got
24 credit for it, but he was the guy who helped us in Iraq to define
25 the enemy and change the approach, that eventually won it after

1 the surge shows well, and I believe that he has got a PhD in
2 Mideast Affairs. I'm not sure on that, but he is very, very
3 studied on the Mideast. Tobias Ellwood, again another old friend.
4 A Member of Parliament. His brother was murdered by the
5 terrorists in the Bali bombing. I had taken him into Afghanistan
6 when I was a three star I believe. He's a Reserve officer the
7 British Army Infantryman, and he was in charge of their Mideast I
8 think he was like a Shadow Minister. I'm not quite sure about all
9 of the type terms, but he's a Member of Parliament who was turned
10 to often by his party for defense matters. Cheryl Plumbridge. Old
11 friend. She was the Deputy Commander, or Deputy Director of the
12 British development effort in southern Afghanistan where I also
13 shared some of the provinces, and she had been an enormous help
14 in trying to get the military and civilian effort there. Teresa
15 Carlson I did not know her, but she was an Amazon person, but I
16 guess in London at the times, or stationed, I don't know which,
17 and Andre Pienarr, I think there was -- I thought there was
18 someone else there because I remember the talk about the Hospital
19 came up here, and I think there was someone else doing some of
20 the talking on that, but I don't think it was the Duke. I think I
21 would -- but it might have been the Duke, it obviously didn't
22 show up. This is the itinerary and if there was a change and
23 somebody fell off or somebody was added because it was very
24 casual, it was in a pub. We just sat in a room kind of off from
25 the main room all of us, most of us just talking about old times

1 and laughing about things. We did talk about the hospital. Teresa
2 Carlson I see there. I do not recall a single mention of the
3 cloud or of Amazon at all at that dinner. I don't think it ever
4 came up. It was mostly just recalling old times amongst people
5 who fought together in various places, and served together, about
6 the Middle East in general and what was happening, and about the
7 hospital. That's all I recall of it.

8 Q: So, what discussions were brought up during that
9 meeting, and I have another follow-up. Andre Pienarr, how is he
10 involved or invited to participate in this dinner? As you say an
11 old times dinner with friends when he was not listed anywhere in
12 the official itinerary for this travel?

13 A: Well, this is the official itinerary. Isn't it?

14 Q: Well, yes. I meant as far as any official events on
15 this travel on the itinerary other than the dinner that shows off
16 of the record.

17 A: Well, number one, he is an old friend working on the
18 hospital issue, the Dukes Hospital in U.K., and the one in --
19 that they were trying to figure out how to do in either UAE or
20 Bahrain. This is the official itinerary. This is just a bunch of
21 friends getting together. I would have to say, I'm not certain
22 why Teresa Carlson was included, although Sally Donnelly was
23 there and Sally knew Teresa. I doubt my Vice Admiral or Rear
24 Admiral Craig Faller knew her. If he may, I shouldn't say that, I
25 don't know if he knew. I did not, but Andre Pienarr was there

1 simply kind of along the same lines as a Member of Parliament.
2 Tobias Ellwood or Cheryl Plumbridge just someone I knew, and it
3 was a dinner off the record and we were just going to sit around
4 and shoot the breeze. There was no agenda for the dinner.

5 Q: Did you consult with DoD OGC SOCO about having this
6 dinner with old friends?

7 A: I have no idea. I generally did not consult with SOCO
8 unless it had to do with a potential conflict of interest, and I
9 didn't see one in this. I mean, it's the same when I went to
10 dinner or lunch or whatever with Financial Times, or meet with
11 them. So, I probably did not, No. But I can't tell you if there
12 was a SOCO preview of this.

13 Q: On this same itinerary it shows off the record
14 listening mode. Can you tell me what that means?

15 A: It means I listened to what they were talking about. I
16 would guess if I wanted to just go and have an off the record
17 discussion with the press it means they can't quote anything I
18 say. If I ask them about something or they can't go out and say,
19 "Okay. Mattis is asking about this." If the Bloomberg Dinner,
20 you'll see where there was all sorts of people there from the
21 former Secretary of Treasury to the Anchor America Vice Chairman,
22 and all of us which is where I collect information.

23 Q: Yes, sir. Thank you for that.

24 A: Sure. I'd say one just from the looks of the people
25 there in London was more just old friends. Old friends. Teresa

1 Carlson being the outlier because I just didn't know her, but
2 that wasn't that was unusual either. For example, I knew (b) (6), (b) (7)(C)
3 (b) (6), (b) (7)(C) of Financial Times. I had met him. I didn't know him well
4 but I'd never met (b) (6), (b) (7)(C). The idea that on off the record
5 saying it was I would say the norm that people that I didn't know
6 would be there. I mean like I didn't keep it just the people I
7 knew. This was more just friends getting together.

8 Q: Sir, also in Tab number 8 there's an e-mail and it
9 should be towards the middle, and it's after the second
10 itinerary, sir.

11 A: Oh.

12 Q: Dated 27 April 2017. And it's a tentative meeting --

13 A: 27 April?

14 Q: Yes, sir. 27 April 2017.

15 A: Can you hold on just a minute? Let me find this. I've
16 got a whole bunch on the 17th, 18th, 21. I've got 21.

17 Q: I believe the --

18 A: What is the subject?

19 Q: The subject is Sec Def meeting with Jeff. The date
20 actually starts the 10th of April. The e-mail starts from the
21 10th of April and goes up to 27th of April 2017, and it reads
22 from (b) (6), (b) (7)(C).

23 A: Okay. I found it. Okay. Go ahead.

24 Q: And it reads, (b) (6), (b) (7)(C) Secretary Mattis has recently
25 requested to meet with Jeff. We have received confirmation from

1 his staff that Secretary Mattis could be available for a meeting
2 with Jeff, or when Jeff is in town for the AFCEA event on 27
3 April."

4 A: Uh, huh [affirmative response].

5 Q: What can you tell us about this e-mail, sir?

6 A: Probably I had said I'd like to meet with this guy. I
7 don't recall meeting with him on 27 April frankly, but I think I
8 first met with Jeff in Seattle. I think that's where we met, but
9 I may be wrong on that. It was a couple years ago now. But yeah,
10 as you can see as you go through hundreds of schedules you'll see
11 me doing this routinely, yeah.

12 Q: Do you recall why you wanted to meet with Mr. Bezos?

13 A: West Coast companies just seemed to me to be the ones
14 that were doing the freshest thinking. It wasn't Bezos. This is
15 obviously from Bezos' guy. I'm not sure who (b) (6), (b) (7)(C) is, but
16 he's Amazon. So, I'm sure that you could probably go out and find
17 another hundred people and say hey, Secretary Defense is
18 interested in meeting with my boss. And I would be. I just, I met
19 with news people, CEOs, academicians, think tankers, just the
20 normal routine reaching out talking to people. He also had very
21 interesting ways of running a company, and that comes up to when
22 I met with him in Seattle is when I remember we just said it was
23 a wonderful discussion about that. For example, when I went out
24 to, where did I go? I headed out to the West Coast and I tried to
25 see as many CEOs as their schedule and my schedule permitted in

1 order to get through as many as possible. I think that was out in
2 September. So August.

3 Q: We can move to that particular trip, and that would be
4 located --

5 A: I found, yeah. I've got it here. It might be August 7
6 version 2017, yeah.

7 Q: Yes, and this was your travel from Palo Alto,
8 California to Seattle, Washington.

9 A: Right. Yeah. I got to see the submarine group up at
10 Bangor. (b) (5), (b) (7)(E)

11 (b) (6), (b) (7)(C), (b) (5) I went down on board the submarine, talked
12 to the submarine crew, and the next morning in Seattle we went to
13 Amazon. I don't recall Ms. Donnelly being with us. I know she's
14 on the schedule, but I don't think she was there. I'm pretty sure
15 she was not. So, we went there and met with Jeff Bezos. It was
16 most interesting in our discussion I recall it clearly to this
17 day was he was trying to figure out how you would scale up a
18 startup company, but keep the start up. It's what he called it
19 the day one mentality. I was -- and he wanted to scale it up to a
20 Fortune 100 company obviously without losing what he had. And as
21 a CEO I was asking him about it because I needed to take like a
22 Fortune 100 company and bring in kind of startup mentality, the
23 aggressiveness, the initiatives, the risk-taking that allowed the
24 Pentagon basically retake the high ground in our competition with
25 adversaries where our competitive edge was clearly eroding. We

1 needed to find ways to run the Pentagon that rewarded that kind
2 of fresh thinking. That's what we talked about during that day. I
3 don't recall a single time that he and I even mentioned the cloud
4 or that sort of stuff. It was much more about how you select the
5 right people, how you reward the right behavior in the
6 organization. And then we flew down to California.

7 Q: Okay. Who else --

8 A: But I think he was there much longer just to be clear
9 here. I'm almost certain he was there for more than 30 minutes.
10 It was a very invigorating meeting about how you lead an
11 organization, in order to get this kind of what I would call West
12 Coast initiative ingrained, inculcated into the corporate
13 culture. But schedules are just suggestions. That wasn't anything
14 unusual but I was quite happy with it. And then we flew down to
15 (b) (7)(E) to see the DIUX because I wanted to remove the X,
16 experimental from it. I thought what Ash Carter had done was
17 good, but I needed to get current with them, and I eventually was
18 able to get rid of the X and say nope. This is a permanent part
19 of DoD. So I wanted to meet with (b) (6), (b) (7)(C) there.

20 Q: Was a DoD cloud a topic of your discussion with Mr.
21 Bezos?

22 A: I don't recall the cloud ever being brought up his
23 Bezos that day. It may have been. By this point it's becoming
24 very clear that we're going to have to have a way of exchanging
25 information in real time and I talked to CIA about it, and about

1 my concerns about security which was my biggest concern. Again,
2 I'm not going to tell people how to do it, but I'm going to be
3 adamant that it's got to be secure. And, after talking to some
4 folks from CIA because they had gone to a cloud and they were
5 adamant that it was much more secure. And so when CIA which knows
6 how to keep a secret and plus they value that capability. By this
7 point I'm starting to think this may be the way we've got to go,
8 but I'm still just talking to people about a whole host of
9 issues.

10 Q: Okay. In an e-mail there's another e-mail located in
11 that same file, sir. It's dated 10 August 2017, where one of the
12 members, and I'm sorry. I want to go back. It's the e-mail from
13 William Bushman to Ms. Sally Donnelly, and the subject is --

14 A: Okay. Hold on a minute. Let me find this. That is in
15 this --

16 Q: Yes, sir. The subject is RE, reference FYI. And he
17 mentions that the boss did say he's 99.9 percent there in terms
18 of going to the cloud.

19 A: Yeah. Yeah. Yeah, probably by then, because I know I
20 met with the CIA folks. I don't recall who they were right now,
21 although there's somebody who might be able to find that person.
22 But that was the one. This is in Number 8? Tab 8?

23 Q: No, sir. It should be in Tab 9.

24 A: Oh, okay. Excuse me. Oh, yeah. Okay. I found it. Yeah,
25 99 -- yeah, okay. That's probably accurate. I know it wasn't

1 recent either. Like weeks or even months before I'd basically
2 decided that yeah, this is probably right. Matter of fact you'll
3 see the same thing I say at Google. I'm looking at the kind of
4 who's got this kind of cloud stuff and all, and my concern is
5 again that whoever it is has got to be able to protect our
6 information. So now I'm getting focused on getting educated on
7 this thing. But whether it's one cloud or multiple clouds inside
8 a cloud, I don't know what that's going to be. I know now that's
9 probably the way industry thinks, CIA are all going that way,
10 that DoD had better get with the program and figure out how to do
11 it. And I meet with some Congressmen and shared that information
12 and they were very, very supportive. They were very attentive to
13 me watching over this issue, and they'd been impressed by the
14 teams that had come up there from DoD briefed them on the problem
15 and what we were doing about it.

16 Q: Okay. Also located in Tab number 9 is an e-mail dated
17 11 August 2017, from a member of your staff and the subject is,
18 FYI. That reads from Mr. Bushman to Ms. Donnelly, Sundar Pichai?

19 A: Yeah, he's the CEO. He was very strong on why we should
20 move to the cloud. I remember he was just adamant saying there's
21 no way to do what you want to do. He said, "I've heard what you
22 want as far as protecting information and sharing, and
23 technologically there's no way around going to the cloud, going
24 through the cloud." And I think that (b) (6), (b) (7)(C) point was very
25 strong about it. It wasn't about the cloud, (b) (6), (b) (7) was all over

1 about protecting information in general of what was happening and
2 that sort of thing. But I don't recall, I just don't recall there
3 the clouds coming up, but it may have. I just can't recall it.
4 But, I was trying to plug in a whole lot of people on one trip
5 out there as many CEOs from different organizations as I could.
6 So I may have some of it mixed up in my mind here.

7 Q: So Mr. Mattis, just for clarity during this meeting in
8 Silicon Valley were you presenting the problem statement to
9 Google and Amazon officials? Regarding --

10 A: Not the -- maybe on a strategic level. Not technically,
11 just that we were losing information through contractors, losing
12 -- we weren't able to share information. We had systems that were
13 vulnerable. We also -- I also wanted to know how they ran their
14 companies in a manner that created initiative that rewarded
15 people who took risks with new projects, and just how to bring
16 some of the West Coast corporate culture into Department that was
17 large and at times cumbersome to create change. My goal while I
18 was talking to these strategies was to talk to people who also
19 led organizations like I led one. The cloud might have come up,
20 but it was mostly just how do we protect our information at the
21 same time not so much so that we can't share the information with
22 those who need it in order to make change that we need to make
23 sense the enemy is gaining on us.

24 Q: And did you have any --

25 A: That point the cloud would always come up because

1 that's what they were all doing out there. So, they would bring
2 it up, but to me it was more of the problem and getting a sense
3 like I did with CIA, with bankers. I would talk to bankers at
4 social events how do you make sure that you're not losing your
5 money? And many of them would talked about the cloud that they
6 were turning to.

7 Q: Did you have any additional following discussions
8 either publicly or in a meeting about potential competitors for
9 cloud for the Defense?

10 A: Never spoke about it. Never. That wasn't my problem. I
11 needed to have the right team working the problem. I needed
12 everyone aligned and agreeing on what the problem was. Once I got
13 the right people in I was very confident in Ellen Lord, David
14 Deasy, Pat Shanahan, Daigle and his independent oversight, and
15 Congress gave a lot of attention to this and it was the right --
16 if you want to see Congress in action in doing things right take
17 a look at our communities and the questions they were asking
18 about how we were going to solve this problem. They were as
19 adamant as I was. I was very happy with the Congressional
20 attention to this.

21 Q: Okay. I'd like to refer you to Tab number 10.

22 A: Okay. [affirmative response.]

23 Q: The e-mail is dated October 18, 2017, and the subject
24 is proposed meeting with Jeff Bezos from (b) (6), (b) (7)(C) to Sec Def
25 Confidential Assistant, (b) (6), (b) (7)(C) .

1 A: Uh, huh [affirmative response].

2 Q: And Kevin Sweeney is also CCed on the line.

3 A: Yeah, I've got it right here.

4 Q: It reads, "I want to follow up with you on the Sec
5 Def's questions about meeting with Mr. Bezos of Amazon." So was
6 there a separate meeting tentatively scheduled for 30 November
7 2017 with Mr. Bezos?

8 A: Yes, he was -- yeah, we'd agreed in Seattle. I had to
9 rush off to get down to, I think to California and I said I'd
10 like to continue this discussion. That was the discussion about
11 how do you select the right people, and how you reward the right
12 behavior? And when we met the next time I believe we did run that
13 by because it was going to be just this meeting him alone.
14 Whereas on the previous trip I had done Seattle, I had done
15 Silicon Valley. I met with like four or five people because I was
16 meeting with him alone this time I'm sure that's why it was run
17 by the Standards of Conduct, or by the ethics people. Standards
18 of Conduct Office.

19 Q: So when you say how to select the right people, are you
20 talking about the right people to run a contract? Or the right
21 people to? Please explain.

22 A: Yeah, the right people to make the Department more
23 agile which it would be everything from the right generals to
24 command units, to the right people who can take science a step
25 further. For example at DARPA or something like that. DARPA or

1 Strategic Capabilities Office, what's called SCO. The R&D people.
2 How do you look holistically at an organization and figure out
3 how you're going to shift it to a more agile stance?

4 Q: Okay. Thank you. If you can refer to Tab number 11
5 there's a meeting with Microsoft.

6 A: Yeah. They wanted to talk about, actually if I recall
7 right their idea was to push us to the cloud. I said, "I don't
8 get into the solutions. I'm interested in anything they had to
9 say." But let me find it here. They were very high on the cloud,
10 when I met with them, Microsoft. And I had been seeing all these
11 guys. Okay. So what -- that's the one that Sally Donnelly or
12 DeMartino to the Deputy Sally Donnelly to the Chief of Staff,
13 Kevin Sweeney?

14 Q: Yes, and its dated January 8, 2018.

15 A: January 8? No. I've got 1130 on those two e-mails. Oh,
16 I see, per our previous conversation we need to get Microsoft CEO
17 on Sec Def's schedule. January 8 is the only day in the near
18 future available. I 'm seeing Bezos, Schmidt, Pinchai, yeah, so.
19 They're trying to keep all of these guys coming in.

20 Q: Did you ever meet with Mr. Nadella?

21 A: No, I don't think so. I think, gosh dangit. I think we
22 talked on the phone. I think it was just a scheduling issue. I
23 was rather busy as Sec Def, and sometimes we weren't able to do
24 things we wanted to do. I thought I met with him, but maybe not.
25 I honestly don't remember now.

1 Q: You mentioned earlier that they were very interested in
2 the cloud. What can you share with me about what you recall from
3 their conversations?

4 A: Yeah, it was -- they, how did they put it? They just
5 saw themselves as our helpers on this. Again, it was more and
6 more -- I mean I was still going around talking to bankers and
7 other people about how do you secure information? How do you do
8 -- I'm not -- I know the CIA is sold on it. I know banks are sold
9 on it, but I'm still looking are there other ways, in the back in
10 my mind, it's still this concern, we'd all go to one cloud. What
11 if somebody gets inside there with some technology we're not
12 aware of yet, not developed yet. So, I always like to have a Plan
13 B. So, I'm still out looking around. I still want to talk to
14 people. I want to pick up very quickly if anyone's got a new
15 idea, if anyone's got a concern, but frankly I've got a lot of
16 other things on my mind right then with Syria going wrong, Turkey
17 going wrong, and stuff. A lot of the meetings I was planned to
18 have were dropping off at this point in time just due to other
19 things going on in the world.

20 Q: Also in that same Tab there is an e-mail dated February
21 14, 2018, and it's a request from Oracle CEO, Safra Catz.

22 A: Hold on. Let me find this. February 14 you said?

23 Q: Yes, sir. Tab 12, as you were.

24 A: I've got February 15 from Sally Donnelly. February 15
25 from (b) (6), (b) (7)(C), and the CEO of Oracle will be in town.

1 Q: Yes, Sir.

2 A: And I've got the 21st. I don't have a --

3 Q: Right. And that one starts the 14th of February,
4 meeting request for Safra Catz, CEO of Oracle from (b) (6), (b) (7)(C)
5 who's from (b) (6), (b) (7)(C) with Oracle.

6 A: Okay. Mine -- I think you I may have it here but it
7 starts with Sally Donnelly on the 15th.

8 Q: Yes.

9 A: Okay, yeah. Okay. I've got it here.

10 Q: Right. So in that initial e-mail traffic from (b) (6), (b) (7)(C)
11 (b) (6), (b) (7)(C) I'll read it to you in case you can't locate it. And
12 it's ccing Mr. Kevin Sweeney and Sally Donnelly. It says, "Dear
13 (b) (6), (b) (7)(C) Next week Safra Catz CEO of Oracle will be in D.C. and
14 would like an opportunity to speak with Secretary Mattis to
15 discuss his modernization agenda, share some insights from her
16 experience at Oracle, and explore having him out to visit Oracle
17 team and meet with some of the veterans, reservists, guardsmen
18 working at Oracle. We recognize that he has had the chance to
19 meet with fellow tech CEOs from Amazon and Google, but given
20 Safra's unique experience we think it would be a good use of his
21 time." And they give some dates that she will be in town, 21, 22,
22 23 February.

23 A: Yeah.

24 Q: Did you --

25 A: I see it, yeah. Somehow the header did not get included

1 in what you sent me, and she'll be in town these dates to make
2 herself available. Secretary Mattis is unavailable. Honored to
3 meet with Deputy Secretary Shanahan. Yeah, I don't recall this.
4 You know, we get dozens of these every day, and then I see one
5 signed by (b) (6), (b) (7)(C) Scheduler setting up a
6 meeting with Mr. Shanahan. Is that right, the next one?

7 Q: Yes, sir.

8 A: Yeah. So what probably happened if I wasn't there, my
9 frequent trips overseas or wherever, mostly overseas then the
10 Deputy would pick up something like this. Very common. So, yes.
11 Okay, I've got it.

12 Q: So, did Mr. Shanahan meet with Oracle, Ms. Catz?

13 A: I can't tell you. I noticed they offered three
14 different times on two different days there. So clearly they
15 tried to meet with her, but I don't know if they did or not.
16 Yeah, there it is. Back on the last -- the next page.

17 "Unfortunately Secretary Mattis will be out of the D.C. area."

18 So, that's what happened. It's SOP. If I'm not there the Deputy
19 picks it up even if it involves a foreign ministers of defense,
20 or CEO, or Secretary of Homeland Security. Then if I wasn't there
21 he just picked it up.

22 Q: Okay. So, given the time frame of this e-mail which is
23 February 2018, we were well into the development of the cloud for
24 the Defense, and your team was put together in place to run that
25 initiative. Do you remember if there were any additional meetings

1 that either yourself or the Deputy Secretary of Defense, Mr.
2 Patrick Shanahan had with Oracle? Did they ever get an
3 opportunity to voice or present information to you in the same
4 capacity as the other two major companies?

5 A: Well we certainly made every effort to talk to
6 everybody we could. I don't recall -- I don't know if Shanahan
7 met with Oracle or not because I saw recently in the federal
8 court decision Oracle apparently had decided that they could not
9 meet the requirements, but I don't know anything more about that.
10 I was not involved enough in the selection of who was going to do
11 what.

12 Q: So, Mr. Mattis, given everything that we've discussed
13 what comments have you made about Amazon in public, in meeting,
14 or privately that could give them a competitive advantage?

15 A: None.

16 Q: What have you said in public or in private meetings
17 about other vendors competing for the JEDI Cloud contract that
18 could give them a competitive advantage?

19 A: I never talked about the JEDI contract in meetings in
20 terms of who might have an advantage or be out in front, that
21 sort of thing.

22 Q: What about disadvantage?

23 A: No. No. I don't talk about those things.

24 Q: Did anybody attempt --

25 A: But number one I wouldn't know. I mean I wouldn't have

1 known who had an advantage or disadvantage. It just wouldn't have
2 come to me.

3 Q: Did anyone attempt to influence you to favor Amazon
4 over other vendors competing for the JEDI Cloud contract?

5 A: No.

6 Q: After you met with other various officials or vendors
7 competing for the JEDI contract did you express to anyone your
8 personal preference of which vendor the DoD should select?

9 A: No. In fact, I wasn't completely sold on the cloud. I
10 was still looking if there were any concerns or other options.
11 So, that is not what I saw my job as being.

12 Q: How do you respond to the assertion that you favored
13 Amazon over other vendors for the JEDI Cloud contract?

14 A: It's an unfortunate fabrication.

15 Q: How you respond to the assertions that your meetings
16 with Amazon personnel showed favoritism towards them?

17 A: No, that's refuted by my meeting with a number, a large
18 number of other companies, and the CIA, and others. I was just in
19 and information gathering, how do we protect our information?

20 Q: So, now I'd like to discuss some of the other
21 individuals identified, and I'd like to start with Ms. Sally
22 Donnelly. Can you tell me we first met her?

23 A: Sometime back in the -- sometime back in the mid-2000.
24 She was, at the time she was I believe the Chairman of the Joint
25 Chiefs of Staff Special Assistant, Admiral Mullen. But, I'm a

1 little hazy on this. But I know I knew her when she was Admiral
2 Mullen's Special Assistant.

3 Q: And what is your understanding of Ms. Donnelly's
4 relationship with or interest in SBD Advisors?

5 A: Sally B. Donnelly Advisors was her, I think, I don't
6 know if this is a right term, but consulting company, but her
7 company anyway.

8 Q: Pallas advisors as well?

9 A: Yes. That's just Pallas I think is her new company that
10 she has today. But, SBD I think is the company she had when I
11 asked her to come in as an assistant and, when I was made Sec
12 Def.

13 Q: And what is Mrs. Donnelly's relationship with C5
14 Capital?

15 A: I know she works worked with Andre Pienarr at one time.
16 I don't know the status of that relationship. Obviously she had
17 to get out of SBD and, I think that's what when she was working
18 with Andre. Because she was out there when we're working the
19 hospital issues. And, at the dinner in London where we were
20 talking about the fighting in Yemen and how they needed to get --
21 they needed to get on with this hospital. They couldn't continue
22 to have their guys get, being made casualties, and they had no
23 way to take care of them.

24 Q: And did Ms. Donnelly need to disqualify herself from
25 participating in the JEDI Cloud acquisition because of any of

1 those relationships or interest?

2 A: I have no idea because I was not involved in the JEDI
3 Cloud acquisition.

4 Q: And, what was your understanding of Ms. Donnelly's
5 ethics agreement?

6 A: Can you say that again, (b) (6), (b) (7)(C)?

7 Q: What was your understanding of Mrs. Donnelly's ethics
8 agreement?

9 A: Well everybody -- all of us had to sign one. I can't
10 tell you what her specific. Obviously she had the same kind of
11 restrictions that my Chief of Staff, that my Deputy Secretary.
12 I'm not sure. I assume that since we're all under the federal
13 ethics rules it's the same for all of us.

14 Q: What have you ever heard Ms. Donnelly say about Amazon?

15 A: She would talk about Amazon but she'd also talk about
16 Microsoft. You know, it was she just -- she was the one who
17 initially said well, you keep bringing up the West Coast
18 companies. Why don't we go out and talk to them? Because I was
19 reading about them, I was trying to figure out how you do you
20 change DoD's corporate culture from risk-adverse to risk-taking
21 in terms of research and development. And so, when I went out to
22 see Tim Cook I remember she was the one who set that up down in
23 Silicon Valley, and when I went to see DIUX because I was
24 interested in getting rid of the experimental. I mean she -- her
25 view of the high-tech stuff was they have a lot to offer, but it

1 was not just about Amazon. It was about all of them. Google,
2 Microsoft. As a matter of fact we were supposed to see Starbucks
3 too. How did Starbucks run to just explode across the country,
4 across the world, but I don't think we ever got to them. I'm sure
5 we didn't.

6 Q: How do you respond to the assertions that Ms. Donnelly
7 played a key role in the JEDI Cloud acquisition and had a
8 conflict of interest?

9 A: Well I didn't. I can't tell you that I kept track of
10 Ms. Donnelly. She worked for me. I didn't work for her, so she
11 could be doing things I suppose, but I never saw any indication
12 of it, nor did she have any authority to work on the contract.
13 So, you'd have to talk to those who did to find out if in fact
14 she did anything like that. But, I can't imagine that I would not
15 have heard about it if I had one of my personal staff involved in
16 it. So, I think it's highly unlikely, but you'll have to talk to
17 those who actually dealt with the contract to see if she was
18 involved.

19 Q: Has anyone ever told you that Ms. Donnelly said or did
20 something that would cause them to question her impartiality
21 concerning Amazon?

22 A: I don't think so. I mean I've obviously read about it
23 in this Oracle effort to see it got underway, the same one where
24 they say I have an undisclosed financial relationship with
25 Amazon. It must be undisclosed because I never received a penny

1 from them, but, no. Other than the allegations in the press that
2 I've read since leaving office I've got no reason to suspect
3 that.

4 Q: What about concerning the JEDI Cloud acquisition?

5 A: Her involvement with that you mean, (b) (6), (b) (7)(C)

6 Q: Yes, sir.

7 A: Yeah, you'll have to talk with people involved. I had
8 no knowledge of the acquisition process. Well I knew the process
9 that they would collect, you know, they'd put out there
10 requirements and collect contract bids. But, I'm not aware of any
11 of the inner workings of that effort because I was prohibited
12 from being involved and I never asked.

13 Q: Tell us about Ms. Donnelly's employment after leaving
14 the DoD?

15 A: Yeah, she started a company I know Pallas I think you
16 mentioned, and she's I believe involved with (b) (6), (b) (7)(C) who left
17 the White House probably, I don't know. He left the White House
18 quite some time ago. He was I think he was the head of the
19 (b) (6), (b) (7)(C) for the President, but I'm not really aware of
20 what she does with the company. I have no idea of what
21 particulars, you know, what she's doing. I've been in touch with
22 her occasionally but more on a social basis. You know, am I going
23 to be in New York at a certain time or something? But I haven't
24 linked up with her. Oh no, I have. She came out to Stanford. She
25 was out at Silicon Valley and I'm working at Stanford and she

1 came by my office for some coffee one time. But I don't have any
2 business knowledge of what she's doing. I think it's again some
3 kind of consulting but that's more an assumption. We haven't
4 really -- we haven't talked about specifics.

5 Q: Okay. Did anyone express concerns to you about her post
6 government employment?

7 A: No, but I've been rather strongly staying out of
8 political matters, not making statements. The news media all want
9 me to talk about one issue or the other and I just stay
10 completely out of that. I hadn't been back to Washington D.C. in
11 six months until last week when I was in Tysons corner for a few
12 hours.

13 (b) (6), (b) (7)(C): Okay. Thank you. (b) (6), (b) (7)(C), do you have any
14 questions?

15 (b) (6), (b) (7)(C): No questions.

16 BY (b) (6), (b) (7)(C):

17 Q: So now I'd like to move over to Mr. DeMartino.

18 A: Okay. (b) (6), (b) (7)(C) how much more time? I put aside two hours.
19 I do have another conference call in about 10 minutes. Do you
20 think we can complete this in 10 minutes or do I need to put off
21 some people?

22 Q: I think we can get it done in 10 minutes, sir.

23 A: Okay. Please go ahead.

24 Q: What is your understanding of Mr. DeMartino's
25 relationship with or interest in SBD Advisors as well as Pallas

1 advisors?

2 A: I think he was working. I'm not sure if this, but I
3 thought he was either working with or in some way associated with
4 SBD and Pallas I don't know what it is, if he's involved. He
5 might very well be but I'm not aware of that. I just don't know
6 to much, I don't know basically anything about Pallas other than
7 it Sally's new company, but they were always -- I think they
8 worked together before. It wouldn't surprise me if it back
9 together again, but I don't know.

10 Q: Did he have a relationship with C5 Capital as well?

11 A: I have no idea.

12 Q: And, what about conflicts of interest that Mr.
13 DeMartino should have been required to recuse him from for
14 particular matters as it relates to the JEDI acquisition?

15 A: I have no idea. I don't know what he was doing. I don't
16 know any specifics about what matters he was dealing with before
17 he came to work at Sec Def's Office. So, I can't tell you other
18 than standard if he had been involved in something before then
19 you had to recuse yourself.

20 Q: And how do you respond to the assertions that Mr.
21 DeMartino played a key role in the JEDI Cloud acquisition and had
22 a conflict of interest?

23 A: I'm not aware of any role he played, or conflict of
24 interest. Again, you'd have to talk, (b) (6), (b) (7)(C), to the team
25 that were actually doing the cloud contract. The IT Contracting

1 to find out if in fact he inserted himself. I'm not aware of any
2 such thing.

3 Q: Okay. Has anyone told you that Mr. DeMartino said or
4 did something that would cause them to question his impartiality
5 concerning Amazon?

6 A: The Oracle chart that I just referred to when we
7 started I noticed he too was on there, but in light of what
8 Oracle said about me having an undisclosed financial relationship
9 with Amazon I give them no credibility at all. You need to look
10 into it of course but as proven liars already I have a hard time
11 crediting their integrity, their managerial integrity as I deal
12 with the outfall of everything that's going on including this
13 inquiry here.

14 Q: And so now I'd like to talk about the CAPE Director,
15 Mr. Robert Daigle. What was Mr. Daigle's involvement in the JEDI
16 Cloud acquisition for the single award strategy?

17 A: I'm not aware of. Again, I did not get involved in that
18 so I have no knowledge of it. Mr. Daigle led CAPE. CAPE was the
19 Secretary of Defense's independent analysis group that would look
20 at everything from what mix of airplanes should the Marine Corps
21 have, to whether or not the Ford carriers was properly
22 progressing towards commissioning and availability for that. He
23 worked those issues for me. Highly capable. Very ethical. I'm not
24 aware of any role on the cloud, but you would have to, other than
25 just reviewing what was going on, you'd have to ask the people

1 involved with the cloud.

2 Q: Okay. Has anyone ever told you that Mr. Daigle said or
3 did something that would cause them to question his impartiality
4 concerning the JEDI Cloud acquisition?

5 A: No. In fact from several different quarters one of the
6 Armed Forces I believe it was the Navy, even when people
7 disagreed with them I heard from numerous people that he did his
8 homework. He was very data-driven. So, no. I heard just the
9 opposite that his ethical stance and his integrity were absolute
10 even when it was on topic.

11 Q: Thank you. Also, Mr. Victor Gavin. Do you know Mr.
12 Victor Gavin is, sir?

13 A: No. No. If I walked into a room I wouldn't recognize
14 him. I saw the name. I don't know anything about him.

15 Q: How about Mr. Deap Ubhi?

16 A: Say the name again.

17 Q: Deap Ubhi?

18 A: No. Oh, no. I've never met him. Never heard his name or
19 read his name until I saw it in the newspaper.

20 Q: Okay. How do you respond to the reports that you may
21 have violated ethics rules by having a prior commercial
22 relationship with Amazon commercial cloud partner, C5 Capital?

23 A: Well, it's a total falsehood. I've never had one penny
24 or any understanding with Amazon. If I had any respect for Oracle
25 I'd sue them for lying, but frankly, on the banks of the Columbia

1 frankly I don't give a damn.

2 Q: And how you respond to reports that you may have failed
3 to disclose a commercial prior relationship with Amazon despite
4 your work with C5 Capital promoting Amazon's cloud service in the
5 Middle East?

6 A: Yeah, its total fabrication.

7 Q: And how do you respond to reports that you have
8 violated ethics rules by not recusing yourself from the JEDI
9 Cloud acquisition?

10 A: I was never involved with the JEDI Cloud acquisition.

11 Q: And how do you respond to the many comments and
12 assertions in the media that DoD officials took steps to steer
13 the JEDI Cloud acquisition towards Amazon?

14 A: I was not involved in the selection but because once I
15 define the strategic problem of protecting information and
16 enabling the warfighter to win wars. I put the right people in
17 place. I'm confident they would not do that because they had
18 everything to gain by finding a way to solve this problem with
19 the best solution, not preferential treatment, and I think that
20 in light of the people making the allegation are clearly
21 fabricating information. They're going to have to show me how
22 this happened because the system is actually set up to not permit
23 this to happen, and furthermore the Congress did not take a
24 hands-off approach to this. The staffers and several of the
25 members, several, both on the Senate and the House side were

1 watching over this, and they gave appropriate and thorough
2 oversight. So, that was outside agency, obviously different
3 branch of government that was watching over it as well.

4 Q: Do you have any other comments you would like to make
5 regarding this matter that we have not already addressed?

6 A: No, I think you've covered it. Sorry I was a little
7 slow on finding some of the e-mails, but since I had to go
8 through them rather rapidly last night, but no, I think you
9 covered it all. I hope I didn't slow you down too much this
10 morning.

11 Q: No, sir. I appreciate your time.

12 A: Yeah, no problem. No problem. And I'm going -- I'm
13 shifting down to Stanford tomorrow where I work most of the time,
14 so I won't be available tomorrow if you have a follow-up
15 question, but I'm available then for the next 10 days before I
16 move back up. I'll be out of touch for one day so, other than
17 tomorrow for the next 10 days I'm available.

18 Q: Okay. Thank you for that. So, sir, we'll go ahead and
19 begin your read out.

20 A: Okay.

21 Q: Is there any additional information that you would like
22 to provide to us?

23 A: No.

24 Q: Do you have any comments or concerns about the way we
25 conducted this interview?

1 A: No, none at all.

2 Q: Okay. If you anything else that you believe may be
3 relevant to this review please let me know.

4 A: Sure.

5 (b) (6), (b) (7)(C): Finally, in order to protect the integrity of
6 this review we ask that you do not discuss this matter under
7 review, or the questions we've asked you during this review with
8 anyone other than your personal attorney should you choose to
9 consult with one. This does not apply to or restrict you of your
10 right to contact an IG or a Member of Congress. If anyone asks
11 you about your testimony or the review, please inform them that
12 the DoD OIG, Inspector General has asked you not to discuss this
13 matter. If anyone persists in asking you about your testimony, or
14 the review, or if you feel threatened in any manner because you
15 provided testimony, please contact me. The time is now 11:55
16 Eastern Standard Time. This concludes our interview.

17 [The interview terminated at 11:55 a.m., August 14, 2019.]

18 [The interview resumed at 11:55 a.m., August 14, 2019.]

19 (b) (6), (b) (7)(C) The recorders are back on. It's 11:55 a.m.
20 Mr. Mattis, you have an additional comment?

21 MR. MATTIS: Yes. Well first, thanks for the way you
22 conducted this, but if Oracle continues to defame my name without
23 referring to your inquiry, I do want you to know that I will take
24 steps, legal steps advised by my attorney if they continue to
25 fabricate things that are proven, can be proven to be false. So,
I just want to say that on the record.

1 (b) (6), (b) (7)(C): Yes, sir. Understood.

2 MR. MATTIS: So, that would be where I would be talking
3 about this, but not about your inquiry, okay?

4 (b) (6), (b) (7)(C): Yes, sir.

5 MR. MATTIS: Okay. All right. Very good.

6 (b) (6), (b) (7)(C): I'll stop the recorders now.

7 [The interview ended at 11:56 a.m., August 14, 2019.]

8 [END OF PAGE]

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12 MATTIS - August 14, 2019

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16 MATTIS - August 14, 2019

DEPARTMENT OF DEFENSE
OFFICE OF INSPECTOR GENERAL

DEPUTY INSPECTOR GENERAL
FOR ADMINISTRATIVE INVESTIGATIONS

RECORDED TRANSCRIPTION

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INTERVIEW OF

ISO - Mr. James Mattis (Recall Interview)
November 4, 2019

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1 P R O C E E D I N G

2 (b) (6), (b) (7)(C): Today is November 4, 2019, and the time is
3 now 1005 Eastern Standard Time. I am (b) (6), (b) (7)(C) with the
4 Department of Defense, Office of the Inspector General. With me
5 are my colleagues (b) (6), (b) (7)(C)
6 (b) (6), (b) (7)(C), and the witness former
7 Secretary of Defense James Mattis. We are continuing by telephone
8 an interview we conducted on August 14, 2019. We're continuing
9 the interview for the purpose of clarifying certain details in
10 media that we read about JEDI Cloud procurement. We are at the
11 Mark Center located in Alexandria, Virginia, and Mr. Mattis is in
12 Richland, Washington. At this time I ask you to acknowledge that
13 this interview is being recorded.

14 MR. MATTIS: Yes. Uh, huh [affirmative response].

15 (b) (6), (b) (7)(C): Thank you. Do you understand that you remain
16 under oath to provide truthful testimony?

17 MR. MATTIS: Yes.

18 JAMES MATTIS

19 was recalled as a witness, reminded of her previous oath, and
20 provided the following testimony:

21 E X A M I N A T I O N

22 BY (b) (6), (b) (7)(C):

23 Q: Sir, now I'd like to talk about a published book that
24 was in the news and it recently said -- by Mr. Guy Snodgrass who
25 wrote, and I quote, "In the summer of 2018 Trump called and

1 directed Mattis to screw Amazon by locking them out of a chance
2 to bid on called --" I'm sorry. I apologize. "By locking them
3 out of a chance to bid on JEDI." Snodgrass then wrote that,
4 "Relaying the story to us during small group Mattis said we're
5 not going to do that. This will be done by the book both legally
6 and ethically." Can you please tell me who is Guy Snodgrass and
7 what is his job?

8 A: Yeah, he was one of my three speechwriters. He was a
9 commander in the Navy, recommended to my Chief of Staff, hired
10 for that job. During his time with me he was selected to command
11 an aircraft carrier. He chose not to take that job and chose to
12 resign from the Navy and we kept him on in a civilian capacity as
13 a speechwriter. He would be in some meetings based on if there
14 were things that I had to be able to put into like Congressional
15 statements or speeches I was giving then often times one of the
16 three speechwriters would be there. They were probably in no more
17 than about a quarter of all the meetings I was -- I would be
18 holding. Maybe even 15 to 20 percent. In other words, many of the
19 meetings had nothing to do with public statements or
20 Congressional statements. So, that was his role. He did shift
21 from military to civilian during his time with me, and then he
22 left the office I would say (b) (6), (b) (7)(C) by the time he
23 left, though I never understood some of the reasons for that. I
24 can't speak to that. I'm just not -- he and I never spoke about
25 that.

1 Q: Do you recall the timeframe he worked for you, sir?

2 A: I don't. I was -- I knew you were going to ask that. I
3 don't recall it. He was not in the initial right away early on
4 group, when I walked through the door and I just had a handful of
5 people and it grew over the months, and I know he wasn't there at
6 the end, but I don't remember the dates not well enough. He was a
7 rather low-level -- he was a low-level function although he had
8 direct access to me on some occasions, minority of times I had
9 meetings in the office or something.

10 Q: Was he still there before you left DoD, sir?

11 A: I don't think so. I think he had left months before --
12 a couple of months before, but again, I -- please check. I'm sure
13 that the personnel people there for OSD can give you the specific
14 date. That would be a lot more authoritative. I just can't
15 remember it. He was not -- I mean, I could tell you the dates the
16 people I was working closely with but I can't remember him.

17 Q: And what is your reaction to Mr. Snodgrass' statement?

18 A: I heard more about the President's disgruntle -- well,
19 one -- let me ask you a procedural question here. If I talk about
20 I have never revealed the President's communications with anyone
21 with me. I've always felt like that was private. I maintained
22 confidentiality on that. If I talk on this, does this become
23 public? Does this then go out and reveal that I'm now talking for
24 the first time about the President's -- my discussions with the
25 President in private?

1 (b) (6), (b) (7)(C): (b) (6), (b) (7)(C) you want to answer that?

2 A: Are you still there?

3 (b) (6), (b) (7)(C): Yes.

4 BY (b) (6), (b) (7)(C)

5 Q: Let me try on that one, sir. This is (b) (6), (b) (7)(C)
6 speaking. At this point I can say that the intent is to address
7 in our report these -- this matter of whether or not President
8 Trump influenced or tried to influence the JEDI Cloud
9 procurement. In order to get at that we're asking you about these
10 statements that Mr. Snodgrass attributed to Mr. Trump and to you,
11 and we will -- we anticipate putting the information about that
12 in the report. At this time I can also say that it is Mr. Fine's
13 intent that this report be made public, and so with that I would
14 say that if there is an answer or answers that you feel that you
15 cannot answer that we should pause and move on and then we can
16 consult with counsel and/or others regarding the answers that you
17 provided or did not provide in response to our questions --

18 A: Yeah, that's helpful. Thank you. Well let me put it
19 this way and I think this will answer what you need. I knew more
20 about the President's disgruntlement and that I'm characterizing
21 it that way based on what I read in the newspaper, I didn't watch
22 very much TV. I never have, but in the news I would read about
23 his unhappiness with Amazon and its connection to the Washington
24 Post, but I don't -- he may very well have said something like
25 that to me, but one conversation years ago I just don't recall

1 it. It may well have happened the way that Mr. Snodgrass is
2 relating it, but I was aware regardless of whether or not I heard
3 it on that phone call. I was aware of the President's unhappiness
4 with Amazon, and to include he did not like the contract going to
5 them. I was aware of that. Does that get at what you're saying?

6 (b) (6), (b) (7)(C): Yes, sir.

7 A: Asking?

8 Q: Well, we may have some direct questions for you, sir,
9 about your communications with President Trump if you are --

10 A: Sure.

11 Q: if you feel you are unable to answer that question
12 directly would you please let us know?

13 A: Yeah, yeah. No problem. I understand, but the President
14 at no time, that may have happened. That would have been my
15 response because it was probably my response if ever asked or if
16 I read it, for example you get the Early Bird every morning with
17 news articles, and if I saw something like that in there I would
18 have circled it and I probably would have said, "The process
19 continues in accordance with the legal and ethical standards."
20 And just I would not go into any more detail, would not ask who
21 we had working on the contract, never spoke to anybody working on
22 the contract, I just made sure that everyone knew my expectations
23 were legal and ethical process. So, it could -- it sounds like
24 what I would have said. I can't tell you if that's what I said
25 for certain at that moment, or if I even got that call, but I

1 wouldn't say I didn't either. That's the best I can give you on
2 this folks.

3 Q: Sir, are you referring at least in part to the -- what
4 Mr. Snodgrass wrote about what you said at small group meeting?

5 A: Yeah, yeah. That it would be a legal and ethical
6 process. Yeah, that's -- I mean that's my guidance to the
7 Department went far beyond just Amazon contract. It was about the
8 running the ethical midfield on everything we did.

9 BY (b) (6), (b) (7)(C) :

10 Q: Okay. So, remember that this is an unclassified
11 interview, what besides JEDI did you talk about, and that would
12 be with the President?

13 A: Besides JEDI? Everything. I mean --

14 BY (b) (6), (b) (7)(C) :

15 Q: I think (b) (6), (b) (7)(C) means during the alleged phone call where
16 he allegedly said to screw Amazon?

17 A: Ladies and gentlemen, I had dozens and dozens of phone
18 calls with the President. I honestly cannot confirm that that
19 came up on a phone call. It sounds like something that might have
20 happened, I just over those years I just don't recall the
21 specifics there.

22 BY (b) (6), (b) (7)(C)

23 Q: Did you by chance mention this conversation with anyone
24 outside of this small group as Mr. Snodgrass refers to, and these
25 would be the comments about Amazon?

1 A: I probably wouldn't. I wouldn't be inclined to just
2 because I'd want to contain that sort of influence. My
3 inclination would have been that the small group was sufficient.
4 As long as they knew my intent, and they were there to make sure
5 my intent was carried out, and that my intent was understood. So,
6 no, I probably would have avoided talking about it frankly just
7 to avoid inadvertently giving that idea and the impetus, but
8 again I don't recall the President's words on this. So, I don't
9 want to give it too much credence here that I can't in good
10 conscious say I recall.

11 Q: Okay. Mr. Snodgrass reportedly stated that President
12 Trump, "Personally got involved in who would win" the JEDI Cloud
13 computing contract, also known as the JEDI.

14 A: Yeah, I don't know how he would have known something
15 like that, although, I mean this guy was a speechwriter. I would
16 -- I mean, the book from what I'm told has a fair number of
17 inaccuracies in it just so you're aware of that. I mean, he has
18 me apparently on the -- in the book he's actually got me being
19 sworn in by President Trump at the White House. I was sworn in by
20 the Vice President at the old EOB. I mean, from the very
21 beginning the book is full of inaccuracies even on things that
22 are relatively easily checked. So, I'm not going to give it
23 credibility. I'm not saying it didn't happen but I certainly
24 can't say that it did either.

25 Q: Well, can you share with us if there were anything else

1 that President Trump may have involved himself surrounding the
2 JEDI procurement. Were there request for information from you or
3 anyone else?

4 A: Yeah, he never asked me for any information. I told him
5 we had to follow regulatory -- we were talking I remember about
6 some contract. I think it was an aircraft contract but I'm not
7 certain early on, and I explained the way the process is set up,
8 and but I don't recall any details about how the JEDI contract
9 was going to be led by DoD between me and the President. I just
10 don't recall that at all. I think I would recall that if that had
11 come up in a discussion. In other words some substantive, you
12 know, who does it, and how is it done, and what's the time? I'd
13 remember a longer conversation like that I think.

14 Q: Can you tell us if you know about any involvement in
15 the JEDI procurement by President Trump's staff?

16 A: No. Certainly, the Chief of Staff had nothing to do
17 with it. I'm certain of that. It never came up. OMB never came
18 up. Just going through here, no, I don't recall it. I mean I knew
19 more from the newspaper that the President didn't like Amazon.
20 That's where I was aware of it, and that's about the extent of
21 it. It wasn't from discussions in the White House. I talked about
22 a lot of things in the White House having to do with Syria, or
23 China, or Russia, and stuff but never this.

24 Q: Has anyone ever told you that members of President
25 Trump's staff were involved in the JEDI procurement?

1 A: No. No. I used to be rather attentive to people from
2 outside of the Department trying to get into what I consider to
3 be the areas of my responsibilities. So that would have -- that
4 would not have gone over well with me. I would've taken immediate
5 action if I'd heard it and I would remember that.

6 Q: Okay. What other communications --

7 A: That's not to say they didn't do now, it is just it
8 never came to mind attention if they did.

9 Q: Thank you for clarifying.

10 A: Uh, huh [affirmative response].

11 Q: What other communications did you have with President
12 Trump about JEDI, Amazon, or other competitors for the contract?

13 A: I don't recall the President and I having a
14 conversation about JEDI. It may have been, once in a while he
15 call me in the morning about something he read in the newspaper
16 and had been thinking about, and sometimes he didn't have all the
17 details yet so I'd go back to him with details, but that I know
18 that we never discussed the JEDI contract, the President and I,
19 with any kind of substance or procedural way or how it could be
20 influenced, just never happened.

21 Q: Did you have any other communications from President
22 Trump's staff about JEDI, Amazon, or other competitors?

23 A: No. If I did it had to be in passing but I think I'd
24 remember that because that would have been so odd, and I just --
25 I just doubt that I did, although I can't say for certain. I just

1 don't remember it coming up.

2 Q: What else have you personally heard President Trump say
3 that was about or related to JEDI Cloud procurement?

4 A: Yeah, nothing that I can recall. It was in the news
5 enough that it was probably always in the back of my mind what
6 his views were of Amazon, but it just -- I just did my duty. I
7 wasn't -- my duty was to maintain the managerial integrity of the
8 Department, and I wasn't going to let anything get in a way of
9 that frankly.

10 Q: What else have you heard President Trump say about Jeff
11 Bezos?

12 A: I don't recall anytime him bringing up Jeff Bezos'
13 name. It was always Amazon is what I recall from the news
14 reports, and I think Bezos came up there but I cannot recall a
15 single time he brought up Jeff Bezos personally with me like on a
16 phone call or a -- we used to have lunch like once a week if we
17 were both in town, and that's where we often times talked about
18 just various issues. Most of them were foreign policy, military
19 policy. Overwhelmingly they were, once in a while they would be
20 something more here at home, the parade for example he wanted,
21 that sort of thing, but most of it was for -- almost all of it
22 was foreign policy or military policy.

23 Q: Okay. So now, I am going to ask you a question and some of
24 the following questions pertain to after you departed.

25 A: Okay.

1 Q: But certainly, you may be able to share a little bit
2 more insight about some of our questions here.

3 Q: So in July 2019 in the media reported that President
4 Trump said and I quote, "Companies complained about the planned
5 JEDI contract, and that he was or would be looking at the
6 contract." The media also reported that President Trump said
7 quote, "We'll take a very strong look at JEDI, and had asked
8 aides to investigate the JEDI contract." What can you tell us
9 about those statements in the media that are attributed to
10 President Trump?

11 A: Yeah, I never minded whether it be the President, or
12 the Congress, or the press looking at what we were doing. As I
13 used to tell our guys and gals if what we were doing couldn't
14 stand outside reviews then maybe we ought to change what we're
15 doing which is why we had to maintain the ethical and legal
16 standards, and even better than that run the ethical midfield.
17 Don't even get close to the sidelines. So, I never worried about
18 that. That to me, I mean they could catch us every time that we
19 were doing something right as well far as I was concerned and if
20 we were doing something wrong then we'd admit it, correct it, and
21 move out. That doesn't bother me. I was that proud of the
22 Department and its internal processes and its internal controls
23 and oversight, and I didn't deny that the Congress had an
24 oversight role, the press had a role, the White House had a role,
25 we had very close relationship with State Department, and if they

1 didn't like something we were doing in the military field because
2 it was impacting our diplomats, that to me is a healthy
3 organization. So, I did not have any reservations about any
4 oversight. It didn't bother me at all. Have at it as far as I was
5 concerned.

6 Q: Okay. And you mentioned oversight, what other concerns
7 did you get from Congress regarding the JEDI contract during your
8 tenure?

9 A: I don't recall any. I know that the committees, the
10 House Armed Service Committee was very interested. Their staffers
11 were talking to our people about how we were going to manage, and
12 it wasn't just JEDI. It was the whole information technology
13 structure. It had to do a security of it, heavy emphasis on
14 security. These kinds of questions were routine not just about
15 that, it was about the FORD carrier, it was about the F-35, and
16 the -- this oversight by the Congress I thought was attentive. It
17 was informed. I didn't have -- they knew what they were talking
18 about. It was, I would say it was routine and appropriate.

19 Q: Okay. Do you have any else -- any other things you'd
20 like to share with us?

21 A: You mean about the oversight?

22 Q: Or any other request from Congress that they may have
23 asked about.

24 A: Oh, okay. I see. No. I know that I got -- I was
25 informed that they'd been impressed by Mr. Dana, I forget. I

1 think it was someone on the House Armed Services Committee told
2 me how informed and helpful Mr. Dana Deasy was, a new guy was
3 brought in to oversee the information technology adaptations we
4 were doing. I remember getting either a phone call or heard it up
5 on Capitol Hill from one of the members of the committee as to
6 how he been very impressive, very knowledgeable, answered all
7 their questions, and he was all on board. I forget who it was. It
8 was up on the Hill. It was up on the Hill, and it was before my
9 -- I think it was sometime in the fall of 2018 like September,
10 October timeframe. I remember that that he had been very helpful,
11 and then that was the only specific thing I remember about
12 Congress bringing up the information technology aspect of what we
13 were doing and the information we were providing to the Congress.

14 Q: Thank you for that. So, I'd like to ask you a question,
15 and this is just your opinion, sir. How did President Trump's or
16 President Trump's staff communications with you about JEDI
17 procurement influence your actions related to the procurement,
18 during your tenure there as the SECDEF?

19 A: It had no influence on my actions. I did probably on
20 more than one occasion because of what I read in the news, I
21 probably on more than one occasion said that we maintain strictly
22 by the book legal, and ethical management of this project, and I
23 would go into no more details. I did not want to be updated on
24 it. I never asked for the names of the people who were actually
25 administering the contract. I never got into discussions with the

1 Under Secretary that who would be watching over this, although
2 Dana Deasy was the person I knew making certain all of the
3 equities from the military department's and OSD, and the
4 technical aspects were being integrated into the requirements,
5 but I did not get into those. I specifically only made it clear
6 that we would do things by the book.

7 Q: Okay. And what pressure did President Trump or anyone
8 from his staff exert on you regarding the JEDI contract?

9 A: It's probably the way I'm built, ma'am, but I didn't
10 feel one ounce of pressure from anyone. I don't recall any
11 direction from the President, or any member from the staff, or
12 from anyone. I'll even broaden it, no Congressman, no member of
13 the Executive Branch, no Senator, I don't recall anyone trying to
14 direct me what to do with the JEDI contract, and that includes
15 the President. I knew he probably wouldn't like it much if Amazon
16 won, but that's frankly wasn't my concern as long as we did it
17 right.

18 Q: And what is your response to the assertion that
19 President Trump influenced the JEDI Cloud procurement in a way
20 that disadvantaged Amazon?

21 A: I can't comment on that because I've been gone. As you
22 know the contract was put on hold after I left, and then the
23 process was reviewed. That one I would be very reluctant to
24 answer because I just don't know.

25 Q: And do you know who won the award for the JEDI

1 contract?

2 A: I think its Microsoft if what I'm reading the papers is
3 correct. Oracle's challenge probably bought time for Microsoft.
4 In other words, I think there was a delay as it went through the
5 court proceedings and this some sort of thing. The federal judge
6 said the Department had done things right. There were some things
7 that needed to be looked at, but I'm getting way outside of the
8 area. I mean what I'm starting to repeat things in the press,
9 this is one of my frustrations that I'm still have an answer
10 these questions because an awful lot of people seem to be saying
11 things or like in Oracle's case, manufacturing things that they
12 know to be, or should know to be libelous frankly.

13 Q: Okay. Thank you for that. (b) (6), (b) (7)(C)?

14 BY (b) (6), (b) (7)(C):

15 Q: Sir, did President Trump tell you that he did not want
16 Amazon to win the contract?

17 A: I don't recall that. It could have happened but I just
18 don't recall those words. Again, I knew his dissatisfaction with
19 Amazon. I mean I knew that loud and clear. I knew that before he,
20 you know if he and I spoke on the phone about it I was already
21 aware from early on his views of Amazon, Washington Post, and
22 Jeff Bezos but I don't recall us having a discussion about it.

23 Q: Were you aware of his dissatisfaction with Amazon or
24 with Mr. Bezos from discussions with him, or from some other
25 sources?

1 A: No. I don't think so. I think it -- I think my
2 awareness was initially what I read in the news and reinforced at
3 least several times even possibly many times of what by what I
4 read in the news.

5 Q: Do you recall that specific small group meeting that
6 Mr. Snodgrass wrote about in his book?

7 A: I don't. I don't recall that.

8 Q: Were you surprised by the fact that Amazon won the
9 award, I'm sorry that Microsoft won the award?

10 A: Not really. I mean they were -- I think they were one
11 of the competitors. I did not know their technical ability to
12 carry out the contract, but I didn't know Amazon's either. So, I
13 remained in a spectator role of the actual contract while
14 maintaining what I thought was the appropriate direction for me
15 which was keep it by the book, legal, and ethical. I thought that
16 was my role so that it was unassailable when it was done. It had
17 to be able to hold because we had done it right. So, I don't
18 think I was surprised. Of course that was just recently and I've
19 been long gone. Frankly, nothing would surprise me coming out of
20 Washington D.C. these days.

21 Q: Okay. Sir, I'm going to do a -- it's a bit of a
22 scripted read out at this time. I ask you to remain on the phone
23 for just a minute after we turn the recorders off.

24 A: Sure.

25 Q: So, I'll ask you, do you have any questions of us?

1 A: No. I think the only one I had was that one right at
2 the beginning just I mean I'm even being very careful not to talk
3 to old friends or anything just because this subject might come
4 up. People I've worked with, people who are no longer in
5 government. So that's kind of why I'm asking why this keeps
6 going, but no, that was the only question. I have no problems
7 with the questions you're asking or the direction you have to
8 take because you have to explore the veracity of what you're
9 saying on the news.

10 Q: Okay. If you remember, anything else that you think
11 would be relevant to the line of inquiry that we're talking about
12 today please contact us and we be happy to take that information
13 from you.

14 A: Yeah. Well I got back in Saturday night to my home and
15 I went through what notes I have here, and there aren't many. I
16 left all of my black books because they had classified
17 information. Little notebooks I had each day there at the
18 Pentagon to be retained there because of the classification
19 thing, but I went through other notes I have just written
20 documents and that sort of thing. There's a gray notebook. You
21 know it might be helpful for you all to find this. Let me just --
22 I've got into my library here. Let me just walk in there. I'll
23 tell you what it is because I know that OSD could find this for
24 you because it was printed and handed out to everybody. If you
25 don't already have it. Let me look at it here. Here we go. It's

1 called, "Secretary Mattis' leadership philosophy and guidance
2 2018," and that is my -- the guidance I gave to all of the Joint
3 Chiefs of Staff and the senior civilian leadership over at Fort
4 McNair. My staff had put it together without my awareness and
5 it's a great guide. They just pulled out a lot of things about my
6 guidance, and in there you'll see guidance on how we do business,
7 and that might be helpful to you. That's the only think I can
8 think of that I have here that might be helpful to you there. I
9 found nothing else about contracts of any kind. There were kind
10 of big contracts like the F-35 biggest program in DoD history in
11 terms of dollars and all, and I don't have anything on any
12 contracts or guidance, or letters or anything about that.

Q: Okay. I would imagine the Secretary's Chief, the
current Secretary's Chief of Staff would have that, copy of that?

A: He probably does.

Q: That would be the place to start?

A: I know that Secretary Esper got a copy of it because he
was the Secretary of the Army, but it was printed and it was, you
know who might be able to help you? Would be the Public Affairs
folks or, gosh I think everyone else has been rotated out of
there. My speechwriters are gone. They were part of putting it
together, the other two besides Snodgrass who you don't want to
go to by the way. (b) (6), (b) (7)(C)

Let me think.

Q: I think we can track it down.

A: I know you find it. It's a pamphlet. Eight and half by
11, it's probably about 40 pages long and that's the only thing I
can think of that might tangentially or indirectly be helpful to
you. I just didn't find anything else here in my stack. There
were ethics things put out under the standards. I'll bet the
Standards of Conduct Office might have it. SOCO in OSD General
Counsel.

Q: Okay. And sir, we ask you to continue to refrain from
speaking with others or answering questions about our inquiry or
any of the questions that we've asked you. Of course this is not
restrict your right to contact an Inspector General or Member of
Congress.

A: Yeah. One thing on that would you let me know when
you're done because I really have interrupted, since our first
talk, stopped even talking with some of my former staff, and I
want to get back to talking with them and see how they're doing
and all. So, would you let me know when you're done?

(b) (6), (b) (7)(C) Well, that's one of the reasons I ask you to
remain on the line after we turn the recorders off. I'll try to
provide you and answer questions for you.

MR. MATTIS: Okay.

(b) (6), (b) (7)(C): The time is 10:40 a.m. and this interview is
concluded.

[The interview terminated at 10:40 a.m., November 4, 2019.]

[END OF PAGE]

(b) (6), (b) (7)(C)

From: (b) (6), (b) (7)(C)
Sent: Thursday, November 14, 2019 2:21 PM
To: (b) (6), (b) (7)(C)
DoD
Subject: FW: [Non-DoD Source] Re: DoDIG Matter
Attachments: Snodgrass MFR 11-1-19 ads.pdf; Snodgrass Book pp 80-81.pdf; Snodgrass Book JEDI.pdf

Team,

Attached is my telephonic interview with Mr. Snodgrass from Nov. 1st. The below info is follow-up information from Mr. Snodgrass via his attorney. Also attached is the pages from the book mentioned/referenced below.

v/r,

(b) (6), (b) (7)(C)

Investigations of Senior Officials
Department of Defense Office of Inspector General
4800 Mark Center Drive, (b) (6), (b) (7)(C) Alexandria, VA 22350-1500

(b) (6), (b) (7)(C)

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-----Original Message-----

From: (b) (6), (b) (7)(C)
Sent: Thursday, November 14, 2019 12:59 PM
To: (b) (6), (b) (7)(C) >
Cc: (b) (6), (b) (7)(C)
Subject: Re: [Non-DoD Source] Re: DoDIG Matter

■ please find answers below from Mr. Snodgrass to assist you with your investigation. His answers are below your text.

Let me know if you need anything else.

■

I would like to clarify this information, when and how events transpired

>>

>> Exactly as depicted in the book (location, time frame, group)

, and whether there is any additional related the incident that is not

>> recorded in the book.

>>

>> This issue (President Trump telling Mattis he wanted to block Amazon) was a topic of discussion within the inner/core staff on numerous occasions from spring to summer 2018.

President Trump also discussed his dislike of Bezos, fixating on the Washington Post and a recent article he did not like (for 10 minutes), during his first visit to the Pentagon on July 20, 2017. (Book p.80)

Jeff Bezos was also blocked by the White House from joining the Defense Innovation Board in summer of 2017. Mattis proceeded on a trip to Seattle (during a West Coast technology-focused visit) with the intention of swearing in Bezos to the role. We were directed to "stand down." Bezos was dropped at the last minute. (Not in book)

In other words, what day did this occur,

>>

>> First specifically raised in March of 2018, then again in June/July. No exact date for book's scene.

was Mr. Snodgrass present when Secretary Mattis spoke to President Trump,

>> etc.

>>

>> No

I would like for Mr. Snodgrass to define or identify "Small Group," (who

>> else was there) and provide more details of how Secretary Mattis "demurred"

>> (what did he say?).

>>

>> I was present in Small Group meeting when Mattis relayed that POTUS directed him to "screw Amazon." Mattis specifically relayed that he was told by POTUS to block Amazon from the JEDI cloud contract.

Small group consists of the chief of staff (Kevin Sweeney), senior military assistant (then-Rear Admiral Craig Faller), public affairs (almost always

(b) (6), (b) (7)(C)), legislative affairs (Rob Hood), OGC (b) (6), (b) (7)(C)

at the time), and DepSecDef Pat Shanahan, plus special assistant

(b) (6), (b) (7)(C), and typically 1-2 DepSecDef

staffers (e.g., Brigadier General Matt McFarlane and then-DepSecDef CoS Ralph Cacci)

On Wed, Nov 13, 2019 at 9:43 AM (b) (6), (b) (7)(C)

wrote:

> (b) (6), (b) (7)(C),

>

> Good Morning. I wanted to follow up with you regarding the written
> response from Mr. Snodgrass. He and I spoke over the telephone on November
> 1st, and he agreed to prepare a written response based on our discussion.
> He said he would provide his response to you and let you provide it to me.
>
> I just wanted to follow-up on the status of his written response.

> v/r,

> (b) (6), (b) (7)(C)

> Investigations of Senior Officials

> Department of Defense Office of Inspector General

> 4800 Mark Center Drive, (b) (6), (b) (7)(C) Alexandria, VA 22350-1500

> (b) (6), (b) (7)(C)

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>
>
> -----Original Message-----

> From: (b) (6), (b) (7)(C)

> Sent: Thursday, October 31, 2019 4:40 PM

> To: (b) (6), (b) (7)(C)

> Subject: Re: [Non-DoD Source] Re: DoDIG Matter

>
> (b) (6) checking on this!

>
> (b) (6), (b) (7)(C)

>
> On Thu, Oct 31, 2019 at 4:33 PM (b) (6), (b) (7)(C)

wrote:

>
>> (b) (6), (b) (7)(C),

>> Good afternoon and thank you for your e-mail.

>> My office is currently conducting an investigation that involves the JEDI

>> Cloud procurement. Mr. Snodgrass is not a subject in this matter. I

>> reached out to Mr. Snodgrass based on the following information contained

> > in his book, "Holding the Line," on page 309:

> >

> >

> >

> > "[Secretary] Mattis provided a valuable service to the nation, our
> > international allies and partners, and the members of the department he
> > led. Just as important, Mattis effectively translated the president's
> > desires into ethical, well-executed outcomes. In the summer of 2018,
> > [President] Trump called and directed Mattis to 'screw Amazon' by locking
> > them out of a chance to bid for the \$10 billion networking contract known
> > as 'JEDI.' Mattis demurred. Relaying the story to us during Small Group,
> > Mattis said, 'We're not going to do that. This will be done by the book,
> > both legally and ethically.'"

> >

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> >

> > I would like to clarify this information, when and how events transpired,
> > and whether there is any additional related the incident that is not
> > recorded in the book. In other words, what day did this occur, was Mr.
> > Snodgrass present when Secretary Mattis spoke to President Trump, etc. I
> > would like for Mr. Snodgrass to define or identify "Small Group," (who
> > else

> > was there) and provide more details of how Secretary Mattis "demurred"
> > (what did he say?).

> >

> >

> >

> > I ask that neither you nor Mr. Snodgrass share this e-mail or its
> > contents

> > with anyone else.

> >

> >

> >

> > I will be in my office until about 5:00pm today if you and Mr. Snodgrass
> > would like to give me a call. Otherwise I will be in the office tomorrow
> > morning after 8:30am.

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> >

> > Again, thanks for responding to my e-mail and I look forward to hearing
> > from you.

> >

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> >

> > v/r,

> >

> > (b) (6), (b) (7)(C)

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> >

> > Investigations of Senior Officials

> >

>> Department of Defense Office of Inspector General

>>

>> 4800 Mark Center Drive, (b) (6), (b) (7)(C) Alexandria, VA 22350-1500

>>

>> (b) (6), (b) (7)(C)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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>> -----Original Message-----

>> From: (b) (6), (b) (7)(C)

>> Sent: Thursday, October 31, 2019 1:28 PM

>> To: (b) (6), (b) (7)(C)

[REDACTED]

>> Subject: [Non-DoD Source] Re: DoDIG Matter

>>

>>

>>

>> (b) (6), (b) (7)(C)

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>>

>>

>> I represent Mr. Snodgrass and he forwarded me your e-mail below. Can you

>>

>> provide some additional information on the scope of the investigation? I

>>

>> trust by your assurance that he is not a subject (or target or interested

>>

>> person) that he is nothing more than a witness and this is a voluntary

>>

>> interview?

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>>
>> Thanks.
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>> (b) (6), (b) (7)(C)
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>>> *From:* "(b) (6), (b) (7)(C)" >
>>
>>> *Date:* October 30, 2019 at 2:41:19 PM EDT
>>
>>> *To:* "(b) (6), (b) (7)(C)" "
>>
>>> (b) (6), (b) (7)(C)" >
>>
>>> *Subject:* *DoDIG Matter*
>>
>>
>>
>>
>>> Mr. Snodgrass,
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>>
>>> Good afternoon. Your name has come up as a potential witness in an
>>
>>> investigation our office is conducting and we would like to speak with
>> you
>>
>>> at your earliest convenience. Please be assure you are not the subject
>> of
>>
>>> our investigation.
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>>
>>
>>> Please call me at my number below or reply to this e-mail and provide a
>>
>>> number where I may reach you. Because of the sensitivity of our

>>
>>> investigations, I ask that you not discuss this request with anyone at
>> this
>>
>>> time.

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>>
>>> I look forward to hearing from you.

>>
>>>
>>
>>> v/r,

>>
>>> (b) (6), (b) (7)(C)

>>
>>> Investigations of Senior Officials
>>
>>> Department of Defense Office of Inspector General

>>
>>> 4800 Mark Center Drive, (b) (6), (b) (7)(C) Alexandria, VA
> 22350-1500

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>>> (b) (6), (b) (7)(C)

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> Privacy

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>>> Act and/or legal and or other privileges that restrict release without

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>>> appropriate legal authority.

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>> thereof. Thank you.

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>> (b) (6), (b) (7)(C)

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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>>
>> 1250 Connecticut Avenue, N.W.

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>>
>> (b) (6), (b) (7)(C) Please note new suite number ***

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>>
>> Washington, D.C. 20036

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>> (b) (6), (b) (7)(C)

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>>
>> (202) 330-5610 fax

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>> Website: www.(b) (6), (b) (7)(C)

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> thereof. Thank you.~~

>
>
>
> (b) (6), (b) (7)(C)

>
> 1250 Connecticut Avenue, N.W.

> [REDACTED] Please note new suite number ***

> Washington, D.C. 20036

> (b) (6), (b) (7)(C)

> (202) 330-5610 fax

> (b) (6), (b) (7)(C)

>
> [REDACTED]
>
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(b) (6), (b) (7)(C)

1250 Connecticut Avenue, N.W.

**** Please note new suite number*****

Washington, D.C. 20036

(b) (6), (b) (7)(C)

(202) 330-5610 fax

(b) (6), (b) (7)(C)

November 1, 2019

MEMORANDUM FOR RECORD

SUBJECT: Telephonic Interview with Mr. Guy M. "Bus" Snodgrass, Commander (Retired),
United States Navy

About 9:25am, November 1, 2019, Mr. Snodgrass returned the undersigned call regarding the JEDI Cloud procurement investigation (Report of Investigation 20190321-056996-CASE-01). Mr. Snodgrass agreed to speak with the undersigned outside the present of (b) (6), (b) (7)(C) [REDACTED] of Washington, D.C.

The interview centered on information contained in Mr. Snodgrass' book, "Holding the Line – Inside Trump's Pentagon with Secretary Mattis." Specifically, on page 309 of the book, Mr. Snodgrass wrote:

[Secretary] Mattis provided a valuable service to the nation, our international allies and partners, and the members of the department he led. Just as important, [Secretary] Mattis effectively translated the president's desire into ethical, well-executed outcomes. In the summer of 2018, [President] Trump called and directed [Secretary] Mattis to "screw Amazon" by locking them out of a chance to bid for the \$10 billion networking contract known as "JEDI." [Secretary] Mattis demurred. Relaying the story to us during Small Group, [Secretary] Mattis said, "We're not going to do that. This will be done by the book, both legally and ethically."

Mr. Snodgrass started the interview by saying he stood behind the content of his book 100%. He said his book was not to slight Secretary Mattis at all but to highlight some events he felt were significant during his tenure as Secretary Mattis' speechwriter.

Mr. Snodgrass identified the following individuals as being present when Secretary Mattis made the comment to the Small Group:

Secretary Mattis
Deputy Secretary of Defense - Honorable Patrick Shanahan
Secretary of Defense's Chief of Staff - Mr. Kevin Sweeney
Senior Military Assistant to Secretary Mattis - Vice Admiral Craig Faller
Public Affairs - (b) (6), (b) (7)(C)
General Counsel - (b) (6), (b) (7)(C)
Legislative Assistant - (b) (6), (b) (7)(C)

Mr. Snodgrass said these individuals normally participated in the Small Group and they met every Monday, Wednesday, and Friday (if Secretary Mattis was in town) about 6:30am after Secretary Mattis completed his initial 6:00am morning reading.

~~FOR OFFICIAL USE ONLY~~

November 1, 2019

Mr. Snodgrass said Secretary Mattis walked into the meeting room and told the group of his conversation with President Trump, who told Secretary Mattis to "screw Amazon," and to make sure Amazon did not get the JEDI contract. Mr. Snodgrass said Secretary Mattis was very clear it was the President that he had talked to and who told him to "screw Amazon." Mr. Snodgrass said Secretary Mattis continued by telling the group that the Department would not do that, and basically told the General Counsel that everything would be done according to acquisition and ethics policy. Mr. Snodgrass did not have the exact date of this meeting; however, he said the meeting was during the late spring/early summer of 2018 and he believed something about JEDI had surfaced in the media the day before.

Mr. Snodgrass said about 7:00am that same morning, after the Small Group meeting concluded, he and other staff personnel routinely met with Vice Admiral Faller to discuss topics of interest for that day. He said often Admiral Faller would quickly mentioned pressure from the White House (no specific person in the WH mentioned) over the JEDI cloud procurement. Mr. Snodgrass said the best way to describe it was that there was pressure being relayed from the White House to the Pentagon. He said this happened almost every time something hit the media about JEDI - they would feel this pressure - but he could not say it was directly from POTUS or a specific person; only that it came from the White House. Mr. Snodgrass said the staff never did a deep dive into the pressure issue during the 7:00am meetings because there was never time; however Vice Admiral Faller would let the staff know about it along with the big topics of the day.

Mr. Snodgrass said in the late summer of 2017, Secretary Mattis traveled to Silicon Valley to meet with quite a few people [industry leaders]. (Note: Mr. Snodgrass addresses this information in his book.) He said Secretary Mattis first stopped to visit Navy personnel in the state of Washington, then proceeded on to California. Mr. Snodgrass said during this trip, Secretary Mattis was scheduled to officiate a ceremony to appoint Mr. Jeff Bezos, Chief Executive Office of Amazon, as Chairman of the Defense Innovation Board (DIB). Mr. Snodgrass said the ceremony was "turned-off" last minute by the White House. Mr. Snodgrass said he was not on the trip but he recalled the discussion around Secretary's Mattis' front office was that the ceremony was turned off by the White House because it was "untenable" based on the relationship between the President and Mr. Bezos.

The telephonic interview concluded about 9:50am, November 1, 2019.

(b) (6), (b) (7)(C) [REDACTED]
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Investigation of Senior Officials