DEBEVOISE & PLIMPTON LLP

FCPA Update

September 2009 ■ Vol. 1, No. 2

Control Person Liability and the FCPA: What are the Limits and How Should Companies Respond?

On July 31, 2009, the Salt Lake City Regional Office of the U.S. Securities and Exchange Commission ("SEC") opened what could become a new chapter in FCPA enforcement. On that date, the SEC announced a settlement of FCPA allegations against nutritional and personal care products company Nature's Sunshine Products, Inc. ("NSP") relating to alleged bribe payments made for the purpose of securing non-enforcement of Brazilian import regulations. Although the general settlement terms were unremarkable – the company paid a $600,000 civil penalty in connection with payments to brokers of approximately $1 million, some part of which was alleged to have been passed on to Brazilian officials, and consented to an injunction barring future violations of the FCPA – the case is notable because it appears to be the first time the SEC has held public company officials responsible for an FCPA-related books and records violation based solely upon their status as "control persons." As a result, the company officers each paid a $25,000 civil penalty for having violated Section 20(a) of the Securities Exchange Act of 1934,[1] which is the section that gives rise to "control person" liability.

Control person liability under Section 20(a) is nothing new. Together with other provisions of the Securities Exchange Act that hold corporate officials and others accountable as primary violators of the securities laws, as causes of a violation or as aiders and abetters of a violation, control person liability is a means by which

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1 15 U.S.C. § 78t (2006).

2 The Second Circuit has long adopted a "culpable participant" standard for a plaintiff's burden in Section 20(a) cases. *See, e.g., SEC v. First Jersey Securities*, 101 F.3d 1450, 1472 (2d Cir. 1996) (quoting *Gordon v. Burr*, 506 F.2d 1080, 1085 (2d Cir. 1975)). This approach has been adopted in the Third Circuit. *See, e.g., In re Suprema Specialties, Inc., Secs. Litig.*, 438 F.3d 256, 284 n.16 (3d Cir. 2006). The First, Fourth, Fifth, Seventh, Eighth, Ninth, Tenth and Eleventh Circuits, relying on the framework formally established by the statutory language, do not adopt this formulation, but recognize the good faith defense when asserted by a defendant. *See, e.g., In re Mutual Fund Invest. Litig.*, 566 F.3d 111, 130 (4th Cir. 2009); *Mizarro v. Home Depot, Inc.*, 544 F.3d 1230, 1237 (11th Cir. 2008); *Maher v. Durango Metals, Inc.*, 144 F.3d 1302, 1305 (10th Cir. 1998); *Harrison v. Dean Witter Reynolds, Inc.*, 79 F.3d 609, 614-15 (7th Cir. 1996); *Sheinkopf v. Stone*, 927 F.2d 1259, 1270 (1st Cir. 1991); *Hollinger v. Titan Capital Corp.*, 914 F.2d 1564, 1576 (9th Cir. 1990); *Metge v. Baehler*, 762 F.2d 621, 631 (8th Cir. 1985); *G.A. Thompson & Co., Inc. v. Partridge*, 636 F.2d 945, 958 (5th Cir. 1981). The conflict, which may be more apparent than real and, perhaps for that reason, has not been addressed by the U.S. Supreme Court, is discussed in *LaPererriere v. Vesta Ins. Gp., Inc.*, 526 F.3d 715, 721-25 (11th Cir. 2008).

3 *LaPererriere*, 526 F.3d at 722. One circuit requires a controlling person to "prov[e] that it 'maintained and enforced a reasonable and proper system of supervision and internal control.'" *Hollinger v. Titan Capital Corp.*, 914 F.2d 1564, 1576 (9th Cir. 1990) (citation omitted).

4 *LaPererriere*, 526 F.3d at 724.

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In this issue...

News from the BRICs

India Anti-Corruption Initiatives

A thought provoking study by a Fulbright scholar and former Washington D.C. securities lawyer, highlighted in an August 6, 2009 *Wall Street Journal* article, raised concerns that the increase in FCPA enforcement with regard to businesses that operate in developing countries will drive out multinationals and leave the business in those countries to ethically-challenged "dark knights."[1] The easy response to such concerns is stepped-up enforcement of local anti-bribery laws in such developing countries. And in India, a renewed push for local law enforcement effort appears to be an increasing reality.

India has had a long history of attacking corruption, with strong laws on the books since the 1960s.[2] The difficulty, as demonstrated by recent FCPA enforcement activity in India, has been mustering the political will and the resources to enforce those laws vigorously. An example of insufficient resources was seen perhaps most recently in 2007, when the U.S. SEC settled charges against The Dow Chemical Company in connection with $200,000 in alleged improper payments by a Dow subsidiary in India to officials at India's Central Insecticides Board, as well as other payments to government officials,[3] and Indian authorities did not commence their own anti-bribery investigation for nearly six months.[4]

In the past year, however, Indian authorities, prompted by the Satyam case and an increasing concern over the relationship between corruption and terrorism, have committed additional resources to anti-corruption efforts. In addition to amending the local anti-corruption law in 2008, the government has established 71 courts to work with the Central Bureau of Investigation ("CBI") to focus on public corruption.[5] On September 12, 2009, the Chief Justice of India, speaking at a seminar for judges and prosecutors, condemned the "pervasive culture of graft [that] provokes

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1 Dionne Searcy, "In Antibribery Law, Some Fear Inadvertent Chill on Business," *The Wall Street Journal* (Aug. 6, 2009), http://online.wsj.com/article/SB124952459432309943.html.

2 *See* Central Services (Conduct) Rules of 1964, http://www.referencer.in/CS_Regulations/CCS(Conduct) Rules 1964/Default.aspx; All-India Services (Conduct) Rules of 1968, http://www.referencer.in/CS_Regulations/AIS(Conduct)Rules1968/Default.aspx; Foreign Contribution (Regulation Act) of 1976, http://www.usig.org/countryinfo/laws/India/India%20Foreign%20Contribution%20-%20Regulation%20-%20Act.pdf; and the Prevention of Corruption Act of 1988, http://www.kar.nic.in/lokayukta/preact.htm. Although India is not a signatory to the Organization for Economic Development and Co-operation ("OECD") Convention on Combating Bribery of Foreign Public Officials in International Business Transactions ("OECD Convention"), http://www.oecd.org/dataoecd/52/53/2406809.pdf, it was an early signatory to the 2005 UN Convention Against Corruption. *See* http://www.oecd.org/dataoecd/59/13/40272933.pdf and http://www.unodc.org/unodc/en/treaties/CAC/signatories.html.

3 *SEC v. The Dow Chemical Co.*, SEC Litig. Rel. No. 20000 (SEC Feb. 13, 2007), http://sec.gov/litigation/litreleases/2007/lr20000.htm.

4 *See, e.g.*, Anuradha Mukherjee, "CBI Raids Against Dow Officials," *Hindustan Times* (Aug. 22, 2007), http://www.bhopal.net/case%20against%20dow%20files/Dow%20Bribery%20Scandal.doc.

5 "PM Ask CBI Check Rampant Corruption in India," *Thaindian News* (Aug. 26, 2009), http://www.thaindian.com/newsportal/uncategorized/pm-ask-cbi-check-rampant-corruption-inindia_100238240.html.

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FINRA and the FCPA:
Risk Areas for Financial Services Firms

It has been six months since the Financial Industry Regulatory Authority ("FINRA") announced that compliance with the FCPA would be a focus of its 2009 examination program.[1] It remains to be seen whether examination results will, in fact, reflect this heightened focus, but the question confronting financial services compliance and risk officers struggling to cope with the worldwide recession and tight budgets is whether their firms are allocating sufficient resources to FCPA-related risks. Most firms subject to FINRA review have established FCPA compliance programs, but it is always worth asking: What could we be overlooking?

While financial services firms no doubt face many of the same risks that entities such as defense contractors and natural resource companies have long addressed in anti-bribery compliance – every company with operations abroad, for example, must deal with taxes, customs and immigration – the risk environment for financial services firms operating globally is uniquely complex.

Such firms will likely have interactions with banking, insurance and securities market regulators in each jurisdiction in which they operate. In addition, through proprietary trading, investment banking, public pension fund management, insurance programs for public employees, as well as real estate financing and investment operations, such firms will have numerous and potentially lucrative (and hence high-risk) interactions with numerous government decision makers and employees of state-owned enterprises. The role played by financial services firms in merger and acquisition activity gives rise to potential additional risk of aiding and abetting liability for substantive FCPA violations.

Morgan Stanley's February 11, 2009 announcement that it had fired an employee based in Shanghai in connection with real estate transactions that may have violated the FCPA[2] is further evidence – if any were needed – that the risks are acute in China, where investment and finance are closely regulated.

For each area of interaction with government or state-owned enterprises, compliance resources need to be reasonably allocated not only to articulate and train on standards for ethical interactions, but also to audit transactions and retrain and discipline errant employees. Resources also need to be devoted to due diligence of agents and other third party payees as well as for M&A transactions. As the fourth quarter looms and bonus pools are identified, managers need to take special notice of employees who might be tempted to cut ethical corners to close a lucrative deal. ■

1 Letter dated Mar. 9, 2009 from R. Errico, Executive President, Member Regulation, Sales Practice; Grace B. Vogel, Executive Vice President, Member Regulation, Risk Oversight and Operational Regulation; and Thomas R. Gira, Executive President, Market Regulation; http://www.finra.org/web/groups/industry/@ip/@reg/@guide/documents/industry/p118113.pdf.

2 "Morgan Stanley Fires China Employee for Violations," *Reuters* (Feb. 11, 2009), http://www.reuters.com/article/rbssInvestmentServices/idUSN1140412520090211.

Upcoming Speaking Engagements

October 1-2, 2009
Paul R. Berger

"The FCPA Year in Review: Update on Recent Investigations, Landmark Settlements and Increased International Cooperation"

FCPA Boot Camp
American Conference Institute
Miami
Conference Brochure:
http://image.exct.net/lib/fef31178736702/d/1/805L10%201795.pdf

October 28, 2009
Paul R. Berger

"Strategies for Representing Individuals in FCPA Investigations, Trials, and in the Court of Public Opinion"

Complying With FCPA in a Heightened Enforcement Environment: What Advice You Need to Give Your Clients and When
City Bar Center for CLE
New York
Conference Brochure:
https://www.nycbar.org/CLE/pdf/10_09/1028091.pdf

November 17-18, 2009
Bruce E. Yannett

"Coordinating a Multi-Jurisdictional Government Investigation: Managing Privacy and Double Jeopardy Risks"

22nd National Conference on Foreign Corrupt Practices Act
American Conference Institute
Washington, D.C.
Conference Brochure:
http://www.fcpaconference.com/agenda.html

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securities regulators and plaintiffs try to hold management and directors accountable for misconduct at public companies. Section 20(a) is similar to the concept of "respondeat superior" in other tort contexts – holding the superior official accountable for the (mis)conduct of more junior employees. To that end, in most federal courts, it is not necessary to show that the corporate official being charged had a culpable state of mind.[2] Rather, the official is viewed as being responsible for violations if he or she had control and responsibility – subject to the corporate official being able to establish as an affirmative defense that he or she "did not act in bad faith or with a recklessness that equates to inducing the acts constituting a ...violation."[3] In most if not all U.S. courts, the fact that a controlling person did not "knowingly participate in or independently commit a violation of the Act"[4] is insufficient to avoid 20(a) liability.

The Section 20(a) allegations in *Nature's Sunshine* involved charges that the CEO (formerly the COO) and the former CFO "failed adequately to supervise" company employees with respect to books, records and internal controls violations occasioned by the mis-recording of certain payments to customs officials. The corporate officials also allegedly failed to put in place corporate controls to prevent, detect, and remediate the payments and inaccurate records that were made. The SEC Complaint identified numerous "red flags," including reports by Brazilian subsidiary finance personnel to controllers in NSP's headquarters in Utah that the company's products were not properly registered and yet were being imported into the country after a new customs agent had been identified to facilitate the imports for an increase of 25 percent in the previously-negotiated handling costs.[5]

The CEO and CFO of NSP were not accused of having booked the inaccurate entries themselves. In fact, they were not accused of even knowing about the inaccurate entries. Rather, without having any specific knowledge of the entries in question, they were held accountable for the violations simply because of their operational positions within the company and their responsibility for maintaining accurate books and records. While Section 20(a) liability for supervisory personnel has been used in the past to hold senior officials accountable for maintaining accurate books and records – this was one of the bases upon which the SEC held Maurice Greenberg accountable for his role as CEO of AIG[6] – the *Nature's Sunshine* case appears to be the first time such supervisory accountability has figured in an FCPA case. The case also may mark a trend towards the expanded use of Section 20(a) liability by the SEC.[7]

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5 Complaint at ¶¶ 16-48, *SEC v. Nature's Sunshine Products, Inc., et al.*, No. 02-09 Civ. 0672 (D. Utah filed July 31, 2009). *See generally* SEC Litig. Rel. No. 21162 (July 31, 2009) (settlement terms), http://www.sec.gov/litigation/litreleases/2009/lr21162.htm.

6 *SEC v. Greenberg, et al.*, No. 09 Cov. 6939 (S.D.N.Y. filed August 6, 2009) (Complaint ¶¶ 118-121); *see also* SEC Litig. Rel. No. 21170 (Aug. 8, 2009), http://www.sec.gov/litigation/litreleases/2009/lr21170.htm

7 Although Section 20(a) claims are common in private securities litigation, they have been used less frequently by the SEC as the sole basis for holding corporate officials liable for the actions of others under their supervision. The general trend of the case law has been to uphold the SEC's authority to bring Section 20(a) actions. See *SEC v. J.W. Barclay & Co.*, 432 F.3d 834 (3d Cir. 2006) (upholding SEC authority in the particular circumstances of seeking payment of a fine); *SEC v. First Jersey Securities*, 101 F.3d 1450 (2d Cir. 1996) (generally upholding SEC authority); *cf. SEC v. Coffey*, 493 F.2d 1304 (6th Cir. 1974) (construing an earlier version of the statute to have provided that the SEC was not a "person" to whom a violator of the securities laws was liable under Section 20(a)). *See also* Kenneth Winer and Kimberly Shur, "A Mighty Sword: Should the SEC Bring Enforcement Actions Solely on the Basis of Control Person Liability," 41 *Securities Regulation Law & Report* 1686 (Sept. 14, 2009), available at http:www.bna.com.

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Section 20(a) also can be a powerful tool in addressing the liability of a parent company for conduct at its subsidiaries.

Still open for debate is the question whether Nature's Sunshine is a singular case arising under exceptional circumstances, or a portent for expanded use of Section 20(a) liability in the FCPA context. In particular, if the SEC's new FCPA enforcement unit were to apply Section 20(a) to substantive FCPA anti-bribary violations, the impact could be dramatic. For example, a corporate parent whose subsidiary's employees engaged in a primary anti-bribery offense generally would be shielded from anti-bribery liability in the absence of knowledge or deliberate avoidance of knowledge at the corporate parent level.[8] The possibility of Section 20(a) liability, however, could make such lack-of-actual knowledge defenses irrelevant.

Arguments could be made that imposing Section 20(a) liability on corporate parent entities and individual corporate officers for primary anti-bribery liability is contrary to the clearly-expressed statutory scheme, in which Congress very carefully articulated the kind of knowledge of corruption required to impose liability for primary anti-bribery offenses.[9] But it remains to be seen whether the SEC will choose to test these arguments in a future enforcement action.

Even as it stands, the *Nature's Sunshine* settlement and its imposition of 20(a) liability for books, records and internal controls offenses will serve as yet another reminder of the necessity of a strong ethical "tone from the top" and implementation of robust anti-bribery compliance, due diligence and remediation programs. ■

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8 *See* FCPA Update, Vol. 1, No. 1 at 1 (August 2009), http://www.debevoise.com/files/Publication/3143fa0a-ebbb-4dff-a8e1-28b53eb18152/Presentation/PublicationAttachment/842874c6-e886-4a04-89b4-28e58f03e031/FCPA_Update_August09v12.pdf. Similar knowledge requirements exist for primary anti-bribery violations by individuals; the anti-bribery provisions expressly codify definitions of what constitutes knowledge in particular cases. 15 U.S.C. §§ 78dd-1, dd-2, dd-3 (2006).

9 *See* 15 U.S.C. §§ 78dd-1(a), (f)(2) and (g); 78dd-2(a) and (h)(3); and 78dd-3(a) and (f)(3) (2006). A court might well hesitate to expand the remedial scheme should it conclude that the statutory language is ambiguous, particularly in a case in which the nexus to U.S. commerce is tenuous and the presumption against extraterritorial application of U.S. statutory law may come into play. *See, e.g., Microsoft Corp. v. AT&T*, 550 U.S. 454-55 (2007) (applying the presumption in the patent context); *F. Hoffmann-La Roche Ltd. v. Empagran S.A.*, 542 U.S. 155, 159 (2004) (same; antitrust context).

Blood-Oaths, Small Countries and Stanford Financial: Bribery Allegation Spices Up Caribbean Bank Case

An intriguing allegation of foreign bribery surfaced last month in the case against Robert Allen Stanford, who stands accused by the DOJ and SEC of running a $7 billion investment fraud through Stanford Financial Group ("SFG"). The plea agreement of SFG CFO James Davis states that in 2003, Stanford swore a "blood oath" with Leroy King, Chief Executive Officer of the Financial Services Regulatory Commission of Antigua, where SFG operated a bank. The agreement states that Stanford paid more than $200,000 to King, and gave him tickets to the 2004 Super Bowl worth $8,000, in exchange for King's help in ensuring that the Antiguan regulator did not examine the bank's investment reports and in misleading other regulators, including the SEC.[1]

There is no FCPA count in Stanford's indictment,[2] and of course Stanford and his co-defendants, who include King, are innocent until proven guilty. Moreover, an alleged "blood oath" between an executive and the head of a foreign regulator is unusual, to say the least. Nonetheless, the Stanford case provides broadly-applicable reminders of bribery risks:

Big company + small economy = risk. In Stanford, a bank with a purported $8.5 billion in assets[3] was located in Antigua, a nation with a 2008 GDP of $1.7 billion, according to the CIA World Factbook.[4] Although Stanford's alleged conduct was far - outside legitimate business practices, such an imbalance of wealth heightens the risk of bribery even for responsible companies.[5]

Relationships with regulators merit close scrutiny. Personal relationships between company personnel and foreign financial, tax or other officials naturally must be monitored. So must lobbying efforts.[6]

Beware of fiefdoms. Stanford's CFO, Davis, was a friend of Stanford's from college. Davis, in turn, hired a protégé as chief investment officer.[7] All three became defendants. This scenario highlights the risk of corporate structures that allow individual managers to exert great control over lines of business or regional operations, especially including the selection of managers responsible for compliance or financial reporting. ■

1 *United States v. Davis*, Cr. No. H-09-335 (S.D. Tex. Aug. 27, 2009), ¶¶ 17(b)-(w), http://www.usdoj.gov/criminal/vns/docs/2009/aug/08-27-09Davis-Plea.pdf.

2 *United States v. Stanford*, Cr. No. H-09-342 (S.D. Tex. June 18, 2009), http://www.usdoj.gov/criminal/vns/docs/2009/jun/06-18-09Stanford.pdf.

3 Stanford indictment, ¶¶ 3.

4 https://www.cia.gov/library/publications/the-world-factbook/geos/ac.html.

5 *See In re American Rice*, SEC Release No. 47286 (2003) (company allegedly paid $528,000 in bribes to Haitian officials to try to maintain large market share), http://www.sec.gov/litigation/admin/34-47286.htm

6 *See SEC v. Monsanto Co.*, Civ. No.05-cv-00014-RMU. (D.D.C. 2005) (alleged bribes of environmental official after lobbying failed), http://www.sec.gov/litigation/complaints/comp19023.pdf. *See also In re Dow Chem. Co.*, SEC Release No. 55281 (2007) (alleged $200,000 payments to Indian insecticide regulators), http://www.sec.gov/litigation/admin/2007/34-55281.pdf.

7 *See* Julie Creswell and Clifford Krauss, "Stanford Accused of a Long-Running Scheme," *The New York Times* (Feb. 27, 2009), http://www.nytimes.com/2009/02/28/business/28stanford.html.

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pessimism about the quality of governance."[6] This sentiment, combined with a renewed commitment by the DOJ and SEC to coordinate closely with their counter-parts overseas, may provide U.S. corporations operating in India with a more "level playing field" when it comes to transparency in that country. At the same time, businesses subject to both the FCPA and Indian law will need to be mindful of the increasing risk that misconduct will be caught and prosecuted. ■

6 Public Information Bureau, Ministry of Law & Justice, National Seminar on "Fighting Crimes Relating To Corruption" Inaugurated (Sept. 12, 2009), http://pib.nic.in/release/release.asp?relid=52591.

DOJ's Mendelsohn Notes Recent Enforcement Trends

Continued vigorous enforcement of the FCPA against companies – both domestic and foreign – and individuals was the overwhelming theme of Mark F. Mendelsohn's top-ten list of FCPA enforcement trends at a recent conference. Mendelsohn, who is the Deputy Chief of the Fraud Section of the Criminal Division of the U.S. Department of Justice, with responsibility for all criminal FCPA investigations and prosecutions, struck this theme at the ABA Criminal Justice Section's Second Annual FCPA Update on September 10, 2009.

Noting that criminal prosecutions and settlements in FCPA matters already were on the rise, Mendelsohn looked ahead to what he identified as the most important ongoing trends in FCPA enforcement. They can be summarized as follows:[1]

1. The pace of enforcement and prosecutions will continue to increase. The DOJ now has approximately 120 open and ongoing FCPA investigations, according to Mendelsohn.
2. Corporate executives should be aware that the government is pursuing more actions against individuals. Two such cases recently were tried, resulting in convictions, according to Mendelsohn, and he added that the trial in a third case was ending as he offered his remarks.[2]
3. As more FCPA cases, particularly those against individuals, have been going to trial, they have been generating more judicial decisions that will help to fill gaps in the current understanding of the FCPA. According to Mendelsohn, there previously had been a paucity of case law on the FCPA.
4. The DOJ will continue to use the full reach of its jurisdictional authority to pursue FCPA violations, according to Mendelsohn. This means that foreign private issuers and domestic concerns should expect continued close scrutiny from the DOJ.
5. Multi-jurisdictional investigations are on the rise, as are cooperation and collaboration among the world's enforcement agencies. Mendelsohn specifically mentioned investigations in such disparate countries as the UK, Germany, Italy, France and Japan.
6. The DOJ is becoming more adept at using Multi-Lateral Assistance Treaties to pursue evidence located abroad. According to Mendelsohn, the process is becoming faster as a result of growing experience.
7. Mendelsohn said there will be more industry-wide or sector-wide investigations. Among the industries already receiving scrutiny, Mendeslsohn mentioned the freight-forwarding/customs handling industry and the medical devices business. In many cases, according to Mendelsohn, industry-wide investigations are prompted by what the DOJ finds in a particular investigation within an industry, particularly if there are indications that the problem is widespread. Mendelsohn noted that such investigations are important as a matter of fairness to those who comply with the law.
8. Voluntary self-disclosure remains encouraged and will continue. Roughly 35 percent of cases come to the DOJ through voluntary self-disclosure. The DOJ learns of the remainder of its cases from a variety of other sources, including tips, letters, referrals from overseas, the Office of International Affairs (which is the office within the Department that receives requests from assistance from other jurisdictions), the media and FBI attachés at US embassies.
9. FCPA compliance due diligence remains essential in connection with merger and acquisition transactions. Mendelsohn said that such diligence frequently uncovers abuses.
10. Increasing overlap is being found between FCPA issues and other kinds of regulatory deficiencies, including sanctions violations, commercial bribery, procurement fraud, antitrust violations and accounting fraud (in addition to books and records violations, which are part of almost every FCPA case).

Mendelsohn also made two predictions for the ABA audience. First, he said, the increasing role of government capital in world economies is likely to present new FCPA challenges. Judgments about whether executives and others are public or private employees could become more complex as a result of government investments in otherwise private enterprise. He also said that the increase in large infrastructure projects is fraught with possibilities for fraud and corruption.

Second, according to Mendelsohn, enforcement of the FCPA is likely to be taken to the next level in coming years, as the DOJ, FBI and SEC all devote added resources and expertise, as well as additional emphasis, to FCPA issues.

Mendelsohn's remarks highlight the continued and growing importance of compliance programs that are tailored to the realities of a company's business, and prompt follow-up, remediation and at least consideration of whether to make a voluntary disclosure to the DOJ in the event evidence of potential FCPA violations is uncovered by management. ■

1 An audio recording of Mendelsohn's complete remarks will be available from the ABA at http://www.abanet.org/abastore/index.cfm?section=main&fm=Product.AddToCart&pid=CEN08FCP1POD.

2 This case also ended in conviction. See DoJ Press Release 09-952, September 14, 2009 - Film Executive and Spouse Found Guilty of Paying Bribes to a Senior Thai Tourism Official to Obtain Lucrative Contracts, http://www.usdoj.gov/opa/pr/2009/September/09-crm-952.html.