

Exhibit GG

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Exhibit HH

MEMORANDUM

To: VFY
From: PJM
Subject: AC Project – Update
Date: April 8, 2012

This document provides an update on the public affairs activity that has occurred since the inception of the project a few weeks ago. It is my intention to provide you with a weekly update moving forward.

- The structure of the team has been finalized and the firms have already begun work in Europe and the US.
- We are using Burson-Marsteller, Fleishman-Hillard, Podesta Group and Mercury Clark Weinstock to cover Europe (Brussels, London, Paris and Berlin) and the US (Washington DC and New York)
- The firms have begun both political and media audits in Europe and the US
- Two key and time sensitive projects are underway
 1. VR Commission Report – Interviews and roundtables throughout Europe over the next two weeks
 2. CPC – public affairs campaign underway for releasing critical information on this reform. Press release going out as soon as legislation is passed evidencing that it is in line with European standards
- Other projects being worked on include a US congressional delegation to Ukraine in May, Euro 2012 media strategy for Ukraine, and work for the elections in October (international observers)
- Digital and Social Media Campaign – this is underway with content being developed to reach more key audiences. New and enhanced websites are being developed as part of the campaign.
- Strategic Plans – the consultants are finalizing their strategic plans for the next 6-months. This accounts for key decision makers in the EU and EC, and a global media campaign.
- Also, we now have in place daily news monitoring in all major cities in Europe and the US
- Kick-off meetings have taken place in Europe and the US the last week of March

Exhibit II

From: Paul Manafort <pmanafort@dmpint.com>
Sent: Monday, June 4, 2012 10:57 AM
To: K. Kilimnik
Cc: Rick Gates
Subject: Re: ST documents
Attachments: ST Stump Speech #1.docx; VIP Elite Speakers.xls

K
I HAVE ATTACHED 2 DOCS WITH MY COMMENTS

1. STUMP SPEECH – THIS IS A GOOD OPENING OF CAMPAIGN SPEECH. I AM RECOMMENDING TO DAN/ADAM TO USE THE HOUSE ANALOGY FOR WAVE2 TV AND RADIO AD

<=>VIP ELITE SPEAKERS – I HAVE ADDED WHERE I KNOW THE PEOPLE. PLS REVIEW & RECOMMENDATION AND ADD THOSE OF YOURS THAT I HAVE NOT SELECTED

PAUL

From: Konstantin Kilimnik <kkilimnik@dmpint.com>
Date: Fri, 1 Jun 2012 11:44:03 -0500
To: Paul Manafort <pmanafort@dmpint.com>
Subject: Re: ST documents

Ok. Excellent. I sent them all to you separately, and it was probably a good idea to send them as one package.

От: Paul Manafort <pmanafort@dmpint.com>
Кому: Константин Килимник <kkilimnik@dmpint.com>
Тема: Re: ST documents

Just got this email. I will provide comments by tomorrow

From: Konstantin Kilimnik <kkilimnik@dmpint.com>
Date: Fri, 1 Jun 2012 11:33:26 -0500
To: Paul Manafort <pmanafort@dmpint.com>
Subject: ST documents

So that you could have them all in one place – please review
The key documents that require your attention are their incarnation of the stump speech and the excel table with the speakers – Tigipko's people would like to have your comments by Tuesday.

The other documents may be useful for Dan/advertisement.

Pls confirm that you have these docs

Thanks

ST STUMP SPEECH #1

PJM Comments

Speech is a very good table setting speech

1. On attack section of speech
 - a. Repeat that opposition wants you to forget their failed govt
 - b. Make point several times the same leaders who are the united opposition are the ones who created the mess – the very same leaders
 - i. They have no new ideas and no new leaders
2. On positive section of speech
 - a. A little bit more on the opposition doesn't want you to should add a few specifics of how people's lives have benefited
 - b. should lay out some promises for the next year and say during the course of this campaign we will be more specific
3. should remind people it is a 5 year program

It was very important for me to meet with you, especially at a time like this.

You probably heard of an old Japanese saying: "May God spare you to live at the time of change".

The Ukrainian version is somewhat different: "May God spare you to live at the time of elections".

The campaign is about to begin.

And I understand that the pressure on you is tremendous.

On TV, in newspaper articles, on the web they are trying to persuade you that what you see is not the reality.

You're told that your income is not growing as fast as you wanted it.

You're told that the increase of pensions is but election populism.

You're told that Viktor Yanukovych and the PoR failed to fulfill their promises.

You are pointed to the "bumps and bruises".

Boxing bouts are staged before you, not on the ring, but in the Parliament.

You're intimidated by boycotts and international isolation.

All of this is done to achieve one single goal: to distract you from the most important issue.

What is it?

Are you ready to repeat the Orange Experiment?

Are you ready to sink into the chaos created in the country by the Orange team – especially now, after so much effort and resources were spent to stop the country from slipping into the abyss.

They are afraid that you will ask this question.

And they will do everything that you do not ask it.

They have the only hope to stay in politics: the hope that you have short memory.

But they hope in vain. Some things may not be forgotten.

First of all, because some of the aftershocks of the orange period we still feel until this day.

It's like a back injury. You were injured in your young years. The acute period is over. But as the weather changes, the pain grows stronger and makes your life miserable. The Tymoshenko gas contract with Gazprom is like this type of injury to me.

Under this contract Ukraine pays for gas almost \$300/tcm more than Europeans. Even though Ukraine is closer to Russia – both geographically and historically. Therefore, Ukraine should be getting a lower price compared to Europe, not the price that is \$300 more expensive. Let us not discuss the criminal nature of this contract.

Just look how this contract robs Ukrainians.

Every year Ukraine overpays Gazprom 5-6 billion dollars. If we could use this money to increase pensions, then the 13 million of Ukrainian pensioners would be getting 427 hryvnas more. Every month! But these money flow to a foreign corporation.

In fact, it is an additional tax – the Tymoshenko tax.

It reaches 20% of the country's budget.

Imagine that from every 100 hryvnas of your wage you immediately would have to pay 20 hryvnas to someone else.

Instead of buying your child a toy.

Or helping your mother pay her utility bills.

Can you imagine this?

Now you understand what I feel as the Minister of Social Policy. When I understand that these funds could be allocated to increase pensions, to create jobs for people with disabilities, to help ill children or orphans. Think about it. It's been two years since the Orange were removed from power, but their legacy continues to cause damage to our land.

For me, just this alone is enough to prevent the return of the opposition to power. But Tymoshenko's gas deal is just one example of the legacy Yanukovich's team received after the election. Probably, the most difficult, the most traumatic, but it is still just one example. In general, the situation was even worse.

Remember a sad anecdote told four years ago? The economic crisis flies over the world. It flies over America and thinks: "They live very well! I should land here and stay for a while. It flies over the UK - "They live very well, too! And I'll stay with them". It flies over Ukraine and is amazed: "Tymoshenko's government has already done the work for me!"

In 2010, when our team came to power, this anecdote crossed my mind every day. But I did not laugh. We lost 15% of our GDP. Industrial output dropped by 20%. Inflation was in double digits. In the first quarter, the deficit of the State Pension Fund reached 29 billion UAH. And it seemed that the worst times returned. The 90's, pensions were delayed.

You all know how seniors were waiting for their pensions in stuffy rooms of savings banks and post offices for several hours. They were just standing there, taking heart medication. In 2010, we were two steps away from the same situation. We were literally on the brink. We began receiving information about delays of pension payments in certain oblasts. A bit more and we would have faced systematic delays in payments.

I would like to ask you: will the current opposition be responsible for this?

So you take a loan in the bank, and your apartment is the security for the loan, you manage your money. If you managed your funds like the "orange team" did with the Pension Fund, you would have already lost the apartment, the money and your property. And they, who led the country to the brink of bankruptcy, are now trying to take a new loan, and not from someone, from you, the credit of your trust.

I'll tell you now a paradoxical thing. If I spoke as politician, I would say, "It's a good thing that we went through the orange period in our history". In fact, a cold shower produces a sobering

effect. A painful injection puts your on your feet. You have something to compare with and what to compare.

But I will not talk as a politician. Sometimes I am insulted just like anyone else - when I recall the situation with the public finances that we inherited from the previous government, and when I hear their criticism of what we did not accomplish in the first year. Indeed, we wanted to bring long-awaited changes and improvements to the country much faster than it happened.

We are also disappointed that it took so long to provide real growth in wages, pensions, social benefits supported by the economy. We understand that you expected more and deserve more.

But I want to ask you: if a person suffers a cut to his artery, will the doctors check his eye-sight and hearing? Of course, not. They should take immediately measures, so that he loses as little blood as possible. The rest will be left for later. Our economy is in a very similar situation.

After the Orange team it was bleeding heavily.

We continued to lose blood, and soon this would lead to irreversible consequences.

We were able to stop this bleeding. Believe me, it was not easy.

Unfortunately, only now we have been able to overcome the chaos and get out of a steep dive.

And we need to correct many other things.

But at least we have a stable chain of command, we have stable public finances.

We have the economic growth. Its rates are not as high as we would like them to be. But still, our economy is growing one and a half times faster than the world economy.

We have a surplus of our current account of more than half a billion USD. In other words, the country sells more than it buys.

As of April, we have 0% of inflation.

Considering the incredible efforts we applied to get out of the financial hole, which we inherited, we carried out major changes in the system of governance.

If Tymoshenko's government initiated crises (sugar, petrol, meat), we initiate and carry out reforms (tax, administrative, pension). As they say, feel the difference.

And only today, when we were able to cope with the chaos left by the previous team, we were able to proceed to concrete measures to improve people's lives.

Pensions have been significantly increased

Almost all social payments have been increased

Payments on deposits of the former USSR Savings Bank are resumed

We began the implementation of our plan on creation of high-paid jobs

And the most important thing is that we now have some real resources to increase the social standards.

We have money in the economy.

We have an economic growth.

We have a predictable economic policy without government-created crisis. Even in the most difficult of times we were not shouting "All is lost!". Today we can say: "It is just the beginning!".

How is the house constructed? Nobody starts from decoration and soft couches.

First, people dig trenches, then they lay the foundation, and after that they erect walls

Today we have reached this stage. We have laid the foundation, this is economic growth, stable power vertical and stable finances. We construct walls in the form of reforms.

We now need to put the roof and to begin decoration.

We have not reached this stage yet, but aspire to it.

I have already mentioned the main issue on today's agenda for a good reason. Are we ready at this stage to destroy the building and to trust the construction to those, who left us ruins?

We know that we need to do a lot of things.

We know you want more and want it right now.

We set the same goal.

Finally, we can show you the facts, not just words.

This is not the time for experiments, especially if we already know, where these experiments take us.

Now we have the time to let the stability, created by us, to bring us to prosperity you want and deserve.

Exhibit JJ

MEMORANDUM

To: AK
From: PJM
Subject: Polling Project - Update
Date: June 19th, 2012

This document provides an update on the polling project with a detailed calendar by date and polling group for the work that is being conducted, and when the results will be available. All groups listed below are willing to publish the results of their polls publicly with the exception of the Benenson Group, whose results will remain private.

Calendar Summary

the background material and pricing proposals on the polling firms that I provided to you previously. It also outlines a proposed plan for releasing a poll about every two weeks and more poll results as we approach the election date based on your desired requirements.

<u>Polling Dates</u>	<u>Polling Group</u>	<u>Results Released</u>	<u>Budget</u>
<u>June 18 – June 29</u> Focus Group Survey	Fabrizio Ward, LLC	<u>July 4</u>	\$30k
<u>July 1 – July 13 – oversample of Central oblasts</u>		<u>July 18</u>	\$6545k
<u>July 16 – July 27</u>		<u>August 1</u>	\$95k
<u>July 30 – August 10</u>		<u>August 15</u>	\$60k
<u>August 13 – August 24</u> Oversample of western oblasts		<u>August 29</u>	\$6545k
<u>August 27 – September 7</u>		<u>September 12</u>	\$60k
<u>September 10 – September 21</u>		<u>September 26</u>	\$60k
<u>September 17 – September 28</u> National poll and targeted SMDs		<u>October 3</u>	\$6545K
<u>October 1 – October 12</u>	Benenson	<u>October 17</u>	\$95k
<u>October 8 – October 20</u>		<u>October 24</u>	\$5045k

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Background on Companies:

GfK Group

Germany and the UK

GfK is one of the world's leading market research companies, with more than 11,000 employees. The company conducts polling in over 100 countries throughout the world. GfK is a full-service institute, and focuses on methodology and analysis. It has conducted political polling for decades and in almost every major company.

~~Our plan is to use GfK to cover Germany and the UK in terms of a credible pollster. GfK Group is headquartered in Germany, but most of its political polling is operated out of the UK. GfK has local resources in Ukraine that will can conduct the field work for our project. In addition, we used GfK for the exit polling project during the Presidential election.~~

Ipsos S.A.

France

The company was founded in 1975 by co-founders and co-presidents, Didier Truchot and Jean-Marc Lech. The company had revenues of € 1.36 billion in 2011 and has over 16,000 employees world-wide. In 2011, Ipsos acquired Synovate to become the 3rd largest polling and market research company in the world. The company has offices throughout the world, and has provided credible polling results in multiple countries.

Ipsos has an office presence in Ukraine ~~as well~~ from which it would do the field work. However, the analysis will be done by Ipsos in Paris, France.

Benenson Strategy Group

United States

The Benenson Strategy Group is a globally recognized strategic research and consulting firm. Founded in 2000, Benenson Strategy Group's clients include presidential candidates, premiers and prime ministers. We work for governors, members of Congress, international labor unions, Fortune 100 companies and major nonprofits.

The Benenson Strategy Group has helped clients win elections, launch new products, reposition brands, beat back competitive challenges and overcome public-affairs crises. We have worked on six continents and in more than 60 countries.

The founder of the company, Joel Beneson, is the President of the Benenson Strategy Group, which he co-founded in 2000. He has served as a strategic analyst and adviser to heads of state, senior members of Congress and other national political leaders, business leaders, and major advocacy and charitable institutions.

~~Benenson offers clients a unique combination of communication expertise and an aggressive analytical approach to produce messaging strategies that work in the most difficult situations. His extensive experience, prior to his becoming a pollster in 1995, includes working as a political journalist for the Daily News in New York and serving as communications director for Gov. Mario Cuomo's 1994 campaign. He was previously a vice-president at the New York ad agency FCB.~~

Benenson was the lead pollster and a senior strategist for President Barack Obama during the 2008 election, and he continues in that role today. He has also been a pollster and strategist for U.S. senators, governors and mayors from around the country. He played an integral role as a pollster for the DCCC in 2006, when the Democrats won back the majority in the House of Representatives. The team Benenson was on won eight of 10 races, including three in which incumbents were defeated.

Fabrizio McLaughlin & Associates

United States

Fabrizio, McLaughlin & Associates is a leading international survey research and strategic consulting firm whose partners have played a key role in assisting corporations, candidates and organizations across the United States and the world over the past two decades. The firm has earned an unparalleled reputation among the leading survey research and campaign strategists in the nation.

Fabrizio McLaughlin & Associates do polling for the national Republican Party and work for the Republican Speaker of the US House of Representatives. Our intent is to use them to impact the thinking of the leadership of the Republicans, which control the US Congress, on their attitudes on the October parliamentary election results.

Calendar Summary

Assuming that contracts can be finalized the week of June 11, we would work to have the first poll issued at the end of June. Below is a preliminary calendar of polling results by the firms.

- June 18th ————— Focus Group Surveys (Fabrizio McLaughlin)
- June 25th ————— Benenson
- July 2nd —————
- July 16th —————
- July 23rd —————
- July 30th —————
- August 6th ————— Benenson
- August 13th —————
- August 27th —————
- September 10th —————
- September 17th ————— Fabrizio McLaughlin
- September 24th —————
- October 1st ————— Benenson
- October 22nd ————— Benenson

Based on the proposed schedule there will be a total of 11 polls conducted. Each firm will conduct 3 polls with the exception of Benenson, which will conduct 4, and Fabrizio McLaughlin

which will conduct 1 poll, but will also do the focus group surveys,

Budget

The range of costs for each of the polling companies is within a consistent range. The prices will differ based on sample size, type of poll (in-person, telephone, or other), and other factors. In general, the polls will run from € 25,000—€ 40,000 per poll, for an estimated total project budget of € 275k—€ 440k. However, given that these firms will do recurring polls, we will work to reduce these fees once you have finalized the approval process and we can proceed.

In addition, the budget for focus group surveys is \$30k for all work related to the 18 focus group survey groups around the country, the analysis and reporting.

I am prepared to move forward with the project but we need to discuss some of the details further. Once you approve, we can launch the project quickly.

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Page 1: [2] Formatted	Rick Gates	6/19/2012 9:11:00 PM
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Exhibit KK

To: Paul Manafort[pmanafort@dmpint.com]
Cc: Rick Gates[rgates@dmpint.com]
From: K. Kilimnik
Sent: Thur 7/12/2012 7:42:08 AM
Importance: Normal
Subject: Re: EI Outreach - International Plan
Received: Thur 7/12/2012 7:42:17 AM
[Election Integrity Outreach KK inserts.docx](#)

Paul,

Attached is the final version of the memo. It was given to SL, Levenets, MFA, AK.
As I mentioned several times last week after the EI meeting, SL is expecting a detailed breakdown from you on the list of responsibilities of various parties and schedule of activities, i.e. **who should do what and at what time.**

I still do not have it from you, and expect SL to start demanding this document pretty soon.

Thanks

K

От: Paul Manafort <pmanafort@dmpint.com>
Кому: Константин Килимник <kkilimnik@dmpint.com>
Копия: Rick Gates <rgates@dmpint.com>
Тема: EI Outreach - International Plan

Was this memo given to SL? Pls send me the final version with the information you inserted

To: SL, AK, ST, BVK, KG
From: PJM
Re: Program to Conduct Briefings of Embassies, Media and NGOS
Date: July 3, 2012

As we begin the formal election process it is important that we keep the international community briefed on the important election updates.

The opposition is already planting the seeds to claim that the election is unfair. Through regular briefings of the Embassy staffs, NGO offices and international media they are claiming that the PoR is using administrative resources to "steal the election".

We must get into these same channels to promote our positions and to listen to any of their criticisms to make it look as if we are being responsive to their concerns.

There are several types of briefings that we should organize. This memo seeks to identify these briefings, outline the types of issues which should be discussed and who should be meeting with the international community.

Administration of Election - CEC

The CEC should conduct a series of private briefings to update the international community on the progress of the election process. These briefings should be in addition to the regular public briefings of the CEC.

The private briefings should be directed at the key NGOs and Embassies in Kyiv.

Similar to the European tour that Dep Commissioner Othnorsky is making, these briefings would update the audience on the implementation of the election law. The details of the management of candidate applications, organizations of DEC's, PEC's and oversight of the election day activities should comprise the agenda.

Someone from the CEC should be designated to do these briefings in order to maintain consistency in reporting. The briefings will be very time consuming so the person designated should have the time to commit to this important function. Given that Dep Commissioner Orthnorsky is conducting briefings in Europe, he may be the best one but that is a decision that should be taken quickly.

The goal is to ensure that the audiences understand the election complaints as they are occurring and witness the solutions in real time. In this way, when the opposition approaches these same people to complain about certain violations, the audience is already educated and knowledgeable. This will allow correct assessments to occur in real time.

Management of the Election Process – PoR

The explanation of why the PoR is going to win and how we are managing the campaign process is very important to communicate.

It is important that we maintain a frequent briefing schedule with the key embassies and opinion-makers (like AMCHAM, European Business Association, Kyiv offices of OSCE, World Bank, IMF, EBRD etc) on the election process. Each of the target audiences should be briefed at least twice a month.

Because these briefings need to be personal in nature to be effective, it is important that the person briefing be a part of the campaign leadership. Such people are AK, ST, or BVK. The campaign should organize who of the 3 is best to brief what embassy or NGO or organization. Once the assignments are made, they should remain for the entire campaign.

There are 3 important components to these briefings.

First is the strength of our organization. By regularly demonstrating the growth of our local organizations, we must show how we are the only real political party and why we are confident that this organization can deliver the vote if among disillusioned former PoR voters. Without giving away secrets, we can and must flex our organizational advantages to these audiences.

Second is the rationale for why we are going to win. Again, without giving away campaign secrets, we must demonstrate a confidence in our winning the election. Through the use of public and private polls, we can demonstrate in a clear and convincing way how we expect to win control of the next VR. While some may not believe we are correct, the more that they hear it in private conversations, the more it will blunt some of the absurd rhetoric being promoted by the opposition.

Third is to use these meetings to raise our concerns about opposition abuses and violations.

Additionally, through these regular, private briefings we will hear complaints or concerns from the Embassies. Where possible, we should commit to addressing the complaints. Then we should follow through with correcting the mistakes where they are more mistakes of omission than commission.

There will be some issues, like access to media, that we should prepare statistics to refute at the appropriate time.

Co-ordination with the International Observer Groups - MFA

The Observer groups are a unique organizations. They need to be managed on a formal basis and occasionally on an informal basis.

The formal basis focuses on the invitations, registration and management of the observers. This role should be done by the MFA.

In many respects, the MFA is already interacting with the key organizations. We need to expand the interaction to being some subtle lobbying in addition to the formal registration roles.

One person should be assigned to deal regularly with OSCE, ODIHR, PACE and other key election groups. The agenda should be disguised as informative and administrative. But, in addition to these functions, we should be communicating important information demonstrating the fairness and transparency of the process.

Where there are issues which are raised, the MFA should send them to the appropriate place to be answered or fixed. Being competent and engaged will overcome many minor issues which, if left alone, might combine to create impressions that often are not true.

International Community

In addition to the audiences in Ukraine, it is important that we deal with the target countries in their capitals. The Brussels NGO that we have formed and their consultants are already engaged in the process.

As briefing materials are created for the domestic briefings they need to be transmitted to the international community for use.

Issues to Prepare for Briefings

The political briefings by the PoR should be prepared to include a number of topics in addition to the organizational advantages and reasons to expect victory.

The PoR briefers must be prepared to deal with issues such as the following:

- i. access to media equal for all parties – show proof
- ii. harassment of officials – prepare cases of opposition activity
- iii. difficulty to vote/pressure on voters or system
- iv. denying all parties equal access
- v. code of conduct to govern behavior of PoR organization in the VR Election process

The CEC and MFA should be prepared to brief on issues such as

- vi. implementation of the law without prejudice
- vii. organization of SMDs fairly
- viii. creation of PECs, DECes
- ix. processing and approval of candidacy applications
- x. protection of ballot

Conclusion

These roles and schedule should be organized immediately.

This master program must be organized and implemented by July 15.

A command and control center should be set up to manage all of these pieces in a coherent way.

Regular meetings of the key briefers for all groups should occur weekly to compare notes, identify issues and organize follow-up.

Exhibit LL

From: K. Kilimnik <kkilimnik@dmpint.com>
Sent: Friday, July 13, 2012 9:54 AM
To: Paul Manafort
Cc: Rick Gates
Subject: Demidko documents - Party program
Attachments: PoR campaign program ENG.doc

Attached pls find the Engl version of one of the documents we got from Demidko this week. This is a CEC required program that is to be approved at the Congress. Pls let me know if you have any changes/comments

Thanks

K

PoR Campaign Program at 2012 parliamentary elections

FROM STABILITY TO PROSPERITY

In difficult times for Ukraine, PoR took the responsibility for the fate of the country. 5 years of orange leadership led the country to the brink of economic and social disaster. We inherited 15% of GDP fall, 22% inflation and enslaving 64 bln UAH gas agreement a year. Due to coordinated actions we managed to overcome chaos and ruins, we stabilized the situation and laid the foundation for reforms in all spheres of economic and public life. PoR suggests Ukrainian people a thought out and real life program of formation of a society of free and wealthy citizens. We address its implementation under the slogan FROM STABILITY TO PROSPERITY and urge our compatriots to support us in a common cause on the way to national progress and new quality of life.

UKRAINE IS A 50 MLN EUROPEAN COUNTRY OF SUCCESSFUL PEOPLE!

Everything we do, we do for the grand cause- well-being of all Ukrainian citizens. The key task of PoR is creation of certain conditions for decent living of our citizens.

STRONG FAMILY – FOUNDATION OF A HEALTHY SOCIETY!

- The country should give young people a boost in life. To accomplish this we'll provide affordable housing for young families through loans at 3% APR.
- The financial aid for the 1st born child will reach 28,830 UAH as of December 1, 2012, the second child – 57,660 UAH, the third – 115,320 UAH. By 2017 the amount of these payments will double.
- The amount of state financed child care aid in 2013 will increase by 360 UAH, in 2014 – by 500 UAH.
- Perinatal centers (center of maternity and childhood) will be opened in each oblast.

EDUCATION: INVESTMENT IN THE FUTURE

Quality education today means the prosperity of state in the decades to come. The improvement of quality of Ukrainian education will include:

- 75% of tuitions in higher educational establishments will be paid by the state
- Stipends will equal the minimum wage
- Salaries of people employed in the education sphere will increase by at least 20%
- Provision of affordable housing for people employed in the education sphere
- 100% internet provision at schools

IT IS COMFORTABLE AND PRESTIGIOUS TO WORK IN UKRAINE

Every Ukrainian will have a decent salary and employment opportunities. New jobs will be created through the following policies:

- 100% compensation of the single social tax for the employment of the disabled, orphans, single parents and people over 50 years old;
- Professional training for the unemployed will be provided in those occupations that are in demand
- The first job program at the expense of formation of state order in higher educational establishment for young specialists, students' internships with further employment
- The incomes of citizens will gradually increase; the average salary will make 8,000 UAH.

PEOPLE'S HEALTH IS THE FOUNDATION OF WELL-BEING

We will provide a quality and affordably health care to all citizens of Ukraine. We will introduce:

- Average salary in health care not less than 8000 UAH for doctors and 5500 UAH for health care personnel.
- 30% decrease of prices on drugs of first necessity
- Mobile hospitals will cover all villages
- The institute of family doctors
- New pools, stadiums, skating rings and sports grounds will be opened in each region to promote health way of life.

PROSPEROUS PENSIONERS

To create decent conditions for elderly people:

- Full compensation of USSR Savings Bank deposits up to 5000 rubles by 2017
- Minimum pensions will be 30% higher than the living standard
- Pensions of former military people, law enforcement employees and children of war will be significantly increased.

COMFORTABLE AND AFFORDABLE HOUSING

Creation of a system of state mortgage at 3% APR up to 15 years for medical workers, teachers, law enforcements officers, military and civil servants, young families.

CLEAN ENVIRONMENT

Improvement of the ecological situation:

- Completion of construction of the shelter over the fourth unit of the Chernobyl NPP by 2015;
- 23,000 cleaning systems of drinking water;
- New garbage recycling plants in every region.

ECONOMIC GROWTH IS INSURANCE OF HIGH SOCIAL STANDARDS!

The Party of Regions always paid special attention to the economic development of the country. Our goal is to create modern effective economy in Ukraine.

MODERN ECONOMY

We are going to create the high effective innovative economy. We will ensure:

- Stable GDP growth at the rate of at least 5% per year;
- Stable national currency;
- Average salary of 8000 UAH.
- It will be realized due to:
 - Profit tax cut to 16%;
 - Reduction in the number of controlling agencies and restricting functions of law enforcement agencies;
 - Total elimination of tax audits of self-employed individuals (private entrepreneurs);
 - Introduction of tax benefits for IT and innovative companies for 5 years;
 - Providing affordable loans to national producers for their development;
 - Single social tax cut to 31%.

EFFECTIVE POWER ENGINEERING AND ENERGY INDEPENDENCE

Ukraine will get rid of dependence on imported energy carriers. We will increase the production of our own energy carriers – shale gas and coal; we will increase the use of environmentally friendly and safe energy of the sun, wind and water.

Coal is the main source of the energetic independence of the country. We will upgrade the existing thermal power plants for the effective usage of domestic coal.

NEW LIFE OF UKRAINIAN VILLAGE

We have almost the largest potential in the world for the development of agriculture, the most fertile land. Ukraine will renew the status of the breadbasket of Europe due to:

- 15,000 agricultural cooperatives will be created;
- Construction of new grain storage facilities;
- The price of a land share will not be less than 20,000 UAH per hectare and the lease rate will be established at no less than 800 UAH per hectare;
- Development of the social infrastructure of rural area (roads, hospitals, schools; gasification of villages).
- Life in rural areas will be gradually brought to the level of life in the cities.

MODERN INFRASTRUCTURE FOR UKRAINE!

Developed, modern infrastructure is the guarantee of the fast development of the economy. Renovation of all infrastructures that provides:

- Construction of modern roads that would enable to cover the distance from the West to the East of Ukraine in 14 hours;
- New rail communication between the capital city and regions;
- Affordable flights for every Ukrainian;
- Reconstruction and construction of airports, sea and river ports, train stations.

EFFECTIVE COUNTRY:

RESPONSIBLE GOVERNMENT AND OPEN SOCIETY

Economic prosperity and high social standards cannot exist without the proper level of public freedoms and necessary efforts of the government to guarantee safety of the state and its citizens.

COUNTRY OF FREE PEOPLE

The opportunity of the person to develop freely in all areas is one of our priorities. That is why we stand for:

- Intellectual freedom – free access to information;
- Freedom of speech – the guarantee of free work of mass media;
- Right to native language, granting the Russian language the status of the second state language.

STRONG REGIONS – PROSPEROUS STATE!

The state will prosper if its regions are powerful. In order to continue the development of local government:

- The state will empower local governments;
- 60% of total state budget will be given to city councils.

EFFECTIVE LAW ENFORCEMENT AGENCIES AND EFFECTIVE ARMY

Ukraine should have the European structure of law enforcement agencies. For that we will need:

- Effective contract-based army, for which the conscription will be cancelled in 2014;
- Comfortable conditions for military servants and law enforcement officers;
- Reformation of the Security Service of Ukraine (SBU), restriction of its authorities, particularly, elimination of investigatory functions.
- Complete cancellation of general supervision of the Prosecutor General's Office.

WORLDWIDE RECOGNITION OF UKRAINE

- Strategic partnership with Russia, the U.S., China;
- Ukraine will keep its non-aligned status as the guarantee of safety of each citizen.
- Opening the markets of G-20 and emerging countries for Ukraine;

- Competitive right to hold sport and cultural events of the European and global level.

IT IS TIME TO JOIN EFFORTS FOR THE NATIONAL PROGRESS AND PROSPERITY. LET'S GO FROM STABILITY TO PROSPERITY TOGETHER!

Chairman of the Party of Regions,
Prime Minister of Ukraine

M.Azarov

Exhibit MM

GDA

From: Paul Manafort <pmanafort@dmpint.com>
Sent: Saturday, October 6, 2012 8:50 AM
To: K. Kilimnik
Cc: Rick Gates; Tony Fabrizio; Bob Ward; Dan Rabin; Adam Strasberg
Subject: Memo on campaign Status
Attachments: VY Memo - Outline State of Campaign 3 weeks out.docx

K

Pls translate for delivery on Monday. If anyone has any comments, pls provide them to me by noon, NY time, on Sunday.
Paul

State of Campaign – 3 weeks out

Overview

1. We are meeting our targets for current timeframe
 - a. Margin growing
 - b. Intensity of support & Turnout expectations
 - c. PoR perceived as winner – in Ukr and Internationally
 - i. Remzakov & NDI
 - d. Election fairness - PACE & OSCE
 - i. Media Monitoring Report
 - ii. Violations at local level – administrative treatment
 - iii. CEC decisions by Unanimity

Next Steps

1. Goals
 - a. squeeze UDAR
 - b. decrease CP vote
 - c. build growing acceptance of a fair election and efforts of Govt to ensure fairness
2. Squeeze UDAR
 - a. PoR strategy –
 - i. connect UDAR to Orange through paid national advertising, talking head campaign on local and regional TV/Radio
 - ii. Messages
 1. A vote for UDAR is a vote for return of Orange leadership
 - a. UDAR has no team
 - b. UDAR cannot run govt alone/will need to be in coalition
 - c. UDAR is opposition party thus only partner will be failed Orange coalition
 2. UDAR/Orange govt will repeal language law
 3. UDAR does not have the experience to manage the economy and create jobs
 - a. Ukr cannot afford on the job training
 - b. Turn UO against UDAR
 - i. PoR margin is growing and accept that PoR will win
 - ii. Contest for second place & who is the leader of opposition
 - iii. UDAR is replacing UO
 - iv. Force UO to go after UDAR to try to recapture second place
 - v. Messages
 1. UDAR does not have a team to govern
 2. UDAR does not have the experience needed
3. Decrease CP vote
 - a. Efforts are succeeding
 - b. Have successfully targeted soft CP vote that was formerly PoR
 - c. They are returning as campaign messages are impacting
 - d. Data shows that the jobs and social programs themes are starting to work

- e. Still approx 7% of soft CP/undecided dropoff voters available
 - f. Messages
4. Fairness of elections
- a. VIP goal is to win the pre-election day campaign on the issue of free and fair elections
 - b. Key criteria
 - i. Access to media/no pressure on medi
 - ii. CEC manages election process openly and fairly
 - iii. Administrative resources
 - iv. Efforts - impact on perception of open minded observers
 - c. Access to med1a
 - i. Council for State XXXX must create a website and publish weekly and daily national coverage in details
 - 1. Report - Week 1 accepted as credible & well received
 - 2. Importance of website is to create the historical information trail
 - a. Allows observers who arrive for election day monitoring to have access to information
 - b. Will dispel attacks on opposition
 - ii. Council should do a weekly distribution of statistics with brief analysis and offer for any interested parties to come to office to review statistics and verify them
 - 1. NGOs, Embassies, Media, important civic organizations (like AmCHAM, EurCHAM)
 - iii. review of local and regional media to determine if we should include this infro in the report
 - 1. if regional analysis shows dominance of PoR in east and south but dominance of Opposition in west and Center that is ok
 - 2. in this situation, coverage should be included in weekly Media Monitoring report of Council
 - d. CEC management of election process
 - i. OSCE Interim Report #1 was a very good starting point
 - 1. Indicated that CEC is managing by consensus and most decisions have been unanimous - meaning professional, not political
 - 2. Indicated that CEC is meeting deadlines
 - 3. Concern is the vagueness of election law in certain areas creates confusion
 - ii. Challenge is to have DEC's and PEC's managed similarly
 - iii. Most important actions to stress in pre-election period
 - 1. All meetings - DEC/PEC should be open meetings with public and NGOs invited to attend
 - 2. Education of election workers should be visible and through
 - a. USAID manual to assist election day monitors should be printed and distributed this week

- i. matter is currently not happening because of lack of finances (even though AID provided funding)
 - ii. This is VIP and must be visibly implemented this week
 - e. Administrative Resources
 - i. OSCE report indicates that most violations are occurring in local SMDs
 - ii. Actions to take
 - 1. Meeting of President with Governors this week –
 - a. Public Message: do not use administrative resources for election purposes
 - b. Private Message: PoR is winning campaign, don't commit election violations that will risk international observers endorsement of "free and fair" election
 - c. Meeting should be open and covered widely by media
 - 2. NA press conference on what govt is doing to assist CEC
 - a. TV surveillance – rules on how used
 - b. Local police being encouraged to be tolerant of legitimate campaign activity
 - 3. CEC should immediately conduct a visible local Education campaign on voting areas,
 - 4. Courts should continue to make decisions on violations based on facts
 - a. Currently approximately 10% of all cases are being overturned in favor of opposition claims of local violations
 - b. This should continue and even increase to show lack of administrative control and to allow us to claim that this violations are not systemic, but rather random and local

Summary

1. Efforts are working
2. Need to build more momentum to increase margins
3. Need to monitor carefully election fairness
4. Need to communicate publicly important messages on openness and accessibility
5. Need to keep media coverage of opposition

Attachment: table of polls over since April

Exhibit NN

MEMORANDUM

To: President VFY
From: PJM
Subject: US Government Activity
Date: February 4th, 2013

Over the course of the last several weeks there has been significant activity by the US Government and Congress, as President Obama was sworn in for a second term, and a new Congress appointed. This memo summarizes the key activities that relate to Ukraine by the USG and the actions taken by our AC team in support of Ukraine priorities.

Obama Administration

The most significant and positive change for Ukraine is the confirmation of Senator John Kerry as the new Secretary of State. I have already had preliminary meetings with some of his key advisers and Secretary Kerry will focus largely on policy issues related to energy and the environment. The Secretary has always been a proponent of these issues. This is a positive development for us and will be a dramatic change from former Secretary Clinton.

Overall the State Department will maintain a position of opposing sanctions of any kind as an instrument to deal with foreign governments. This policy is consistent with State Department actions directly applied to Ukraine over the last several years. However, given the policy interests of Secretary Kerry, we now have a great opportunity to take a proactive and positive approach with the State Department. Focusing on the recent shale gas contracts with Exxon and Chevron will be important and welcome to the USG. In addition, the HEU issues will allow us to expand our relationship not only with the State Department, but more importantly, directly with the Obama Administration.

At this time the rest of the key personnel at State Department is fluid. Secretary Kerry will take two of his top staffers from his Senate office. But the rest of the key appointments will be made by the White House. At this time the only confirmed appointee affecting us is that DAS Dan Russell will remain at this post. AS Phil Gordon is likely to be moved to another post.

In addition to the appointment of Secretary Kerry, President Obama made several key appointments to his executive office which are good for Ukraine.

- Denis McDonough has been appointed WH Chief of Staff. Previously Mr. McDonough served as Deputy National Security Adviser.
- Tony Blinken has been appointed as Deputy National Security Adviser and Assistant to the President. Previously, Mr. Blinken served as VP Biden's national security adviser.

These two appointments are critical for the GoU. Both are pragmatic, sensible and will want to see Ukraine align with the West. Their focus will be on geo-political relations specifically watching Russia and other former Soviet countries, and their actions. The emphasis of the President's national security team will not be so much on human rights.

US Congress

Although the US Congress was largely unchanged following the November 2012 election in terms of control of the House and Senate, there have been several significant changes to the committee structures that will benefit Ukraine.

House

The Republicans were able to maintain their control of the US House of Representatives. The House leadership will remain in place. Speaker John Boehner and Majority Leader Eric Cantor will lead the Republicans. Nancy Pelosi will remain as the Minority Leader. The majority of the first six months of the new Congress will be consumed by budgetary issues. This will help to take negative attention away from the GoU. However, we already have evidence that YU's forces

The significant changes at the House level relate to key committee structures. There is a guiding rule in the House that Chairs of all committees are changed every two years, and are appointed at the discretion of the leadership – seniority no longer takes precedent.

The House Committee of Foreign Affairs will now be chaired by Congressman Ed Royce (a Republican from California). I have known Congressman Royce for many years and this will be a helpful appointment for Ukraine.

The key subcommittee for Ukraine is the House Foreign Affairs Subcommittee on Europe, Eurasia and Emerging Threats. The new chairman is Congressman Dana Rohrabacher (a Republican from California). Again, the new chairman is a good appointment for Ukraine and will be open minded about key policy issues. [I have attached a document that provides more background on the Committees and the Chairs].

Prior to the appointments there was an attempt by Congressman Chris Smith (Republican from New Jersey) to be selected as the Committee Chair. Congressman Smith did not have the support of the Republican leadership. However, he was given the Chairmanship of the Subcommittee on Africa, Global Health, Global Human Rights and International Organizations. It is highly likely that Smith uses this subcommittee as a vehicle to hold hearings on YU's situation and possibly promote legislation. Our AC team is close to his staff and as of this memo, Smith intends to take no action at this time. However, he was disappointed in the latest charges levied against YU.

Last week the House Foreign Affairs Committee completed its "Oversight Plan". This document governs much of the work by the committee throughout the Congressional Session. This document is not public yet but highlights several key sections that pertain to Ukraine. [Full HFA Oversight Plan is attached].

q. **Russia:** The Committee will address the impact of Russia's foreign policy on U.S. political, economic, and other interests in key countries and regions, with a focus on identifying significant areas of competition and potential cooperation. Of note is the Administration's announced intention to negotiate new agreements with Russia on limiting strategic forces and ballistic missile defense, including the U.S. system scheduled for deployment in Europe. Russia's adherence to the rules of the World Trade Organization and the impact on U.S. exports will be addressed. The Committee will also review how Russia's domestic policies impact the U.S., and will consider the country's respect for human rights, democratic governance, and rule of law

r. **Europe/Eurasia:** The Committee will review U.S. relations with European countries, with an emphasis on the European Union and NATO, including potential membership of the Western Balkan nations in those institutions. Key issues will include removal of barriers to trade, including a potential Trans-Atlantic Free Trade Area, the deployment of a regional ballistic missile defense system, the impact of the European financial crisis, diversification of energy sources, and Turkey's new foreign policy orientation and its domestic political evolution, among others. The Committee will also conduct oversight of U.S. policy in Central Asia, including as it relates to the 2014 transition in Afghanistan.

t. **Human Rights and Democracy:** The Committee will examine U.S. activities to promote democracy and protect human rights around the world. The Committee will critically assess U.S. involvement with multilateral human rights mechanisms, to ensure that U.S. diplomacy serves to promote fundamental human rights and freedoms.

Senate

Due to the confirmation of Secretary Kerry the relevant committee in the US Senate for Ukraine, the Senate Foreign Relations Committee has undergone few changes thus far. The Republicans have made its appointments and it is expected that the Senate leadership will make the final Democratic appointments during the week of February 4th.

However, we do know that Senator Dick Durbin (D-IL) will no longer serve on the Committee. Nor will Senator Jim Inhofe (R-OK). These two Senators were the lead sponsors on Senate Resolution 466 that was passed last year.

The SFRC structure (at this time) is listed below:

Democrats

TBD, *Chairman* (but likely Menendez from NJ)
Barbara Boxer, California
Robert Menendez, New Jersey
Benjamin L. Cardin, Maryland
Robert P. Casey Jr, Pennsylvania
Jeanne Shaheen, New Hampshire
Christopher Coons, Delaware
Tom Udall, New Mexico
Chris Murphy, Connecticut
Tim Kaine, Virginia

Republicans

Bob Corker, Ranking Member, Tenn
James Risch, Idaho
Marco Rubio, Florida
Ron Johnson, Wisconsin
Jeff Flake, Arizona
John McCain, Arizona
John Barrasso, Wyoming
Rand Paul, Kentucky

At this time the structure of subcommittees have not been decided.

Resolutions and Legislation

At the time of this memo, there are only two resolutions that have been introduced related to Ukraine. On January 14, Rep. Marcy Kaptur (D-OH-9) introduced two resolutions regarding Ukraine. Both Resolutions were referred to the House Committee on Foreign Affairs and have gained no additional sponsors as of January 31.

- * H.Res. 27 - Supporting the establishment and full funding of a staff exchange program between the House of Representatives and the Parliament of Ukraine, the Verkhovna Rada, as soon as possible.
- * H.Res. 28 - Condemning the persecution of political opposition leader Yulia Tymoshenko as well as other political prisoners, among them former internal affairs minister Yuri Lutsenko.

H.Res 28 is a resolution that the Congresswoman introduces every year but it never receives attention. Our AC team has already contacted Chairman Royce on this matter and the resolution will not gain approval from the committee, and will not be brought up for debate.

There is some renewed calling for additional actions to be taken against Ukraine. Thus far this rhetoric has only come from Ukraine's opposition and former US Ambassador to Ukraine Steven Pifer last week during an interview with Voice of America. Pifer indicated that the US Congress is concerned about the situation in Ukraine, and could use sanctions to pressure the GoU into freeing what it calls political prisoners.

Some critics are saying the focus will return to a bill that was passed by the US Congress at the end of last year called the "Russia and Moldova Jackson-Vanik Repeal and Sergei Magnitsky Rule of Law Accountability Act of 2012" otherwise known as the Magnitsky Act. The bill was signed into law by President Obama on December 14th, 2012.

Some critics of Ukraine suggest expanding the scope of this legislation to include Ukraine and place travel sanctions on certain Ukrainian Government officials. Our AC team is monitoring this bill closely and no action has been taken by any Congressional member.

White House Petition

There is one other attempt of deploying sanctions against Ukraine. A petition is being circulated that calls for sanctions to be introduced against Ukrainian officials involved in the falsification of the criminal case against businessman Dmytro Pavlychenko and his son Serhiy Pavlychenko, who were convicted of killing a judge of a district court in Kyiv.

A relevant petition was registered on the Web site of the White House on January 26, 2013. The petition has to collect at least 100,000 signatures by February 25, 2013 to be considered by the White House. Thus far only 3,847 signatures have been collected.

The petition proposes to put a ban on entry to the United States for former Interior Minister of Ukraine Anatoliy Mohylov, Head of the Public Security Department of the Interior Ministry of Ukraine Oleksiy Krykun, Head of the Investigatory Department of the Interior Ministry of Ukraine Vasyl Farynnyk, investigators and other people involved in the falsification of the criminal case, torture, and the violation of human rights and freedoms.

Exhibit 00

MEMORANDUM

To: President VFY
From: PJM
Subject: US Government Update
Date: February 19th, 2013

A number of policy changes will impact Ukraine in 2013 largely due to the elections that occurred in the US at the end of last year. These changes represent new opportunities for the GoU to expand relationships, open minds, and demonstrate to the global community that Ukraine is a modern democracy.

Over the course of the last several weeks there has been significant changes with respect to the activity in the US Government and Congress. This memo summarizes the key items that relate to Ukraine by the USG, and the actions taken by our US consultants team in support of Ukraine's priorities.

Engage Ukraine – Strategy for 2013

The US consultants team has already been active in implementing a strategy that we call "Engage Ukraine". This strategy is designed to focus on the many positive aspects and strengths that Ukraine brings to the US – politically and culturally. It is designed to deepen the relationships between the two countries, and focus on major policy initiatives of significance to both countries.

The strategy focuses on several core pillars that the US consultants team will build out during the year. The main components of the strategy include the following:

1. Engage the Administration and Congress
 - a. We must protect our support in the WH and at the Department of State from YT's lobbyists and human rights pressure.
 - b. We must build support within Congress. Last year we learned that many members do not have a basic foundation of knowledge on issues important to both the Ukraine and the US.
 - c. We are currently engaging all relevant committees both in the House and the Senate.
2. Emphasize the reforms that the GoU has worked aggressively to implement.
 - a. There are several key messages we are emphasizing
 - i. The Yanukovich Administration has done more in key areas of policy development than any previous government in Ukraine.
 - ii. This government has progressed EU integration more successfully than any other, and it is precisely this reason why Ukraine is on the verge of signing the Association Agreement with Ukraine.
 - iii. Major reforms include criminal justice, economic, tax, social policy and many more. It is important to emphasize these major reforms to members of the USG, and demonstrate that Ukraine is making significant progress.

- b. The new CPC is a critical part of this strategy. Andriy Portnov had a very successful visit to Washington emphasizing the new Code and how it facilitates a major
3. Focus on geopolitical issues, and the impact Ukraine will have on Europe.
- a. The USG does not want to undercut Europe's initiatives with Ukraine. Thus the US strategy focuses on the positive activities that are a part of the current interactions between the EU and Ukraine. Key attention is being drawn to the Feb 25th Summit and the Vilnius Summit
 - b. A key component of the geopolitical strategy is to keep awareness of the pressure Russia is imposing on Ukraine to forgo integration with Europe and to join the Russian led Customs Union. This point is very important to the objective members of Congress and is a driving tenet of the Obama Administration.
 - c. Energy security is a key concern of Secretary of State Kerry. We are emphasizing the risk to independence of the Gazprom contract and the actions Ukraine is undertaking to achieve energy independence. Special attention is being given to the award of contracts to American companies in the energy field.
 - d. Educate Congress, in particular, on the reforms being implemented as a part of the process towards signing of the AA and DCFTA agreement.
 - e. Tymo lobbyists are aggressively pushing for sanctions using Sen McCain as the point. We know the Obama Administration is opposed to mandatory sanctions and are working with the Administration and friends in the US Congress to repel any efforts led by McCain. This effort requires visits by important leaders of the GoU. Andriy Portnov's visit was the first of many that we plan. Additionally, we are using friends in the Hapsburg group to come to Washington to hold high level meetings on the importance of engaging Ukraine, not imposing sanctions. This effort is fully engaged now.
 - f. The CPC is the primary reform being touted currently because it is the long term solution to the concerns expressed regarding the prosecution of Tymoshenko and Lutsenko.
 - g. We are working with the Administration on emphasizing to Congress the important bilateral programs between the US and Ukraine. In this regard we are building a better understanding of the fact that the GoU has been a solid ally of the US in dealing with security matters – such as NATO exercises, shared security information, HEU, and others.
4. Energy Issues
- a. We are emphasizing the shale gas contracts and the potential of new business opportunities for US companies. This has a very positive impact on both the Congress and US business.
 - b. Energy independence is a positive issue in Washington. Both Carlos Pascual, after his recent trip to Kyiv, and Richard Morningstar are promoting a more aggressive and positive agenda between the US and Ukraine. As this is one of the key issues of the 2011 US-Ukr Strategic Commission, we are using it as a foundation of the new strategy. It will be important to bring the Min of Energy, and others to Washington to brief Members of Congress and the Obama Administration. It is a mistake to rely on the US Embassy in Kyiv to carry the correct messages back to Washington.
 - c. If all proceeds well with the EU-Ukraine Summit on Feb 25th, we will use the consensus reached in Brussels as part of the Washington narrative on energy security.

5. Jewish Community

- a. We have been actively promoting the concept of anti-semitism as a part of the Opposition. We have been doing this since the pact was reached between the United Opposition and Svoboda. This is a key part of our Washington strategy. We are building on the statements we generated out of Tel Aviv during the elections, including having Jewish lobbyists and officials of the Israeli government make our points in Washington among important Members of Congress who are a part of the Israeli lobby.
- b. We have a number of initiatives being discussed and have targeted important members of Congress who are Jewish (the #2 leader in the House of Representatives is Eric Cantor – he is Jewish).
- c. It will be important to find opportunities for positive statements by President VY on Israel and tying Svoboda and the opposition into anti semitic activity.

6. Disapora

- a. Other than the Tymo lobby, the Disapora is the main originator of anti VY activity in Washington. Through money and political support in local communities the Dispora is active.
- b. We are identifying a new strategy for the Diaspora. The key to this strategy is to have a Ukrainian Ambassador to the US who I can work with to manage this part of the strategy. As we have discussed, a political representative of the President would be better than a diplomat.
- c. My recommendation is that you consider Anna German as your appointment to be Ambassador to the US. She was very positively received during her visit to Washington to attend the National Prayer breakfast. Additionally, as a woman she will be a good response to the attacks by women on VY. Finally, her reputation is one that we can promote positively to the objective Members of Congress. Anna is viewed as being close to you, understands the issues and players and is someone I can work with immediately to frame the right strategy for the Disapora and also for the USG. For these reasons I urge that you consider this appointment. The sooner it is done the better it will be. We need to have a strong personal representative of the President on site before the new US Congress and new Secretary of State engage in policy issues related to Ukraine.

Tymoshenko's Plans

YT's plan to impact policymakers in the US is to focus the debate on imposing sanctions against the GoU.

YT is working aggressively to disrupt the work of the GoU in Washington, DC. She has several sympathizers in Congress and the Administration that believe nothing short of her release is necessary to truly re-engage with the GoU. She has hired professional lobbyists (Wiley Rein & Felding) to press her case and work directly with key members of the USG to formulate potential resolutions that are damaging to the image of Ukraine.

While integration with the EU is important in the eyes of the USG, there are other major issues that are of concern to the US as well. Several members in the US Congress have personally taken on campaigns to combat what are perceived global human rights abuses. This has applied to China

mainly, but over the last several years has been vastly expanded. Tymoshenko has used this cause in the US to press her case of “wrongful conviction” and “political prosecution”.

The US consultants are battling against the strategy being waged by YT by focusing on two major components. They are focusing on an issue of greater importance to the US which is the geopolitical issue of Ukraine aligning with the West. This is extremely important to the USG that Ukraine not be perceived to moving toward Russia. We are focusing on the relevant committee and subcommittee members on the foreign relations committees making sure they understand the significance of Ukraine’s alignment with the West.

The second part of the plan to neutralize YT in Washington is implementing the “Engage Ukraine” strategy outlined above. We must be aggressive and positive – not defensive. Ukraine has a compelling story to tell about the many positive aspects of its relationship with the US. Most members in the USG and in Congress do not recognize these positive elements. The components of this program are listed above.

Administration - Update

The White House and State Department position toward Ukraine will be one of caution but hope for progress.

Last week we learned that the Strategic Partnership Commission, between the US and Ukraine, which will be useful to strengthening relations, will re-engage. The Helsinki Commission indicated that the working group at the State Department is likely to meet in the next few weeks, which is being construed as “a good signal”.

Another significant and positive change for Ukraine is the confirmation of Senator John Kerry as the new Secretary of State. Secretary Kerry will focus largely on policy issues related to energy and the environment. The Secretary has always been a proponent of these issues. This is a positive development for us and will be a dramatic change from former Secretary Clinton’s personal agenda.

Overall the State Department will maintain a position of opposing sanctions of any kind as an instrument to deal with foreign governments. This policy is consistent with State Department actions directly applied to Ukraine over the last several years. In addition, this position was further supported last week by State when Senator McCain (R-AZ) attempted to discuss the idea of potentially introducing sanctions against Ukraine as something that “could happen”. Deputy Assistant Secretary Dan Russell reiterated State’s position of no sanctions to the committee staff for both the House and Senate foreign affairs. This will be a constant battle in the Congress in the next week.

It is important to understand that holdovers from the Clinton days and the US Embassy in Kyiv are not objective and are conspiring to identify options to get sanctions as a tool to pressure the Yanukovich Government. At this point, they are working with Tymo supporters but have not been able to change the opinion of the WH. Our strategy is focusing on using the current WH position to serve as a block on all attempts to change the policy.

Given the policy interests of Secretary Kerry, we now have a great opportunity to take a proactive and positive approach with the State Department. Focusing on the recent shale gas contracts with Exxon and Chevron will be important and welcomed by the USG.

At this time the rest of the key personnel at State Department is fluid. Secretary Kerry will take two of his top staffers from his Senate office. But the rest of the key appointments will be made by the White House. At this time the only confirmed appointee affecting us is that DAS Dan Russell will remain at this post. Our sources tell us that AS Phil Gordon will be moved to the NSC to oversee the Middle East and other countries in a few months.

In addition to the appointment of Secretary Kerry, President Obama made several key appointments to his executive office which are good for Ukraine.

- Denis McDonough has been appointed WH Chief of Staff. Previously Mr. McDonough served as Deputy National Security Adviser. He was also the person in the NSC who coordinated the HEU negotiations and is personally aware of the role you played in this process.
- Tom Donilon will remain as the President's National Security Adviser.
- Tony Blinken has been appointed as Deputy National Security Adviser and Assistant to the President. Previously, Mr. Blinken served as VP Biden's national security adviser.

These three appointments are critical for the GoU. They are pragmatic, sensible and will want to see Ukraine align with the West. Their focus will be on geo-political relations specifically watching Russia and other former Soviet countries, and their actions.

US Congress - Update

There are elements in Congress that will continue to be hostile toward Ukraine. Our goal must be to constantly discuss the positive contributions Ukraine is making to the global community.

Although the US Congress was largely unchanged following the November 2012 election in terms of control of the House and Senate, there have been several significant changes to the committee structures that will benefit Ukraine.

House

The Republicans were able to maintain their control of the US House of Representatives. The House leadership will remain in place. Speaker John Boehner and Majority Leader Eric Cantor will lead the Republicans. Nancy Pelosi will remain as the Minority Leader.

The majority of the first six months of the new Congress will be consumed by budgetary issues. This will help to take negative attention away from the GoU. However, we already have evidence that YT's forces are seeking to build a negative agenda. We are working with our friends to build a new agenda based on the joint agreement on the issues in the 2011 Statement of the US-Ukraine Strategic Commission. We believe this provides an opportunity to build a new constructive momentum in the Congress on issues, which are important to them beyond the Democracy issues.

The significant changes at the House level relate to key committee structures. There is a guiding rule in the House that Chairs of all committees are changed every two years, and are appointed at the discretion of the leadership – seniority no longer takes precedent.

The House Committee of Foreign Affairs will now be chaired by Congressman Ed Royce (a Republican from California). This will be a helpful appointment for Ukraine.

The key subcommittee for Ukraine is the House Foreign Affairs Subcommittee on Europe, Eurasia and Emerging Threats. The new chairman is Congressman Dana Rohrabacher (a Republican from California). Again, the new chairman is a good appointment for Ukraine and will be open minded about key policy issues.

Congressman Chris Smith was given the Chairmanship of the Subcommittee on Africa, Global Health, Global Human Rights and International Organizations. It is highly likely that Smith uses this subcommittee as a vehicle to hold hearings on YT's situation and possibly promote legislation. Our AC team is close to his staff and as of this memo, Smith intends to take no action at this time. However, he was disappointed in the latest charges levied against YT.

Recently, the House Foreign Affairs Committee completed its "Oversight Plan" for 2013. This document governs much of the work by the committee throughout the Congressional Session. This document is not public yet but highlights several key sections that pertain to Ukraine. [Full HFA Oversight Plan is attached].

q. **Russia:** The Committee will address the impact of Russia's foreign policy on U.S. political, economic, and other interests in key countries and regions, with a focus on identifying significant areas of competition and potential cooperation. Of note is the Administration's announced intention to negotiate new agreements with Russia on limiting strategic forces and ballistic missile defense, including the U.S. system scheduled for deployment in Europe. Russia's adherence to the rules of the World Trade Organization and the impact on U.S. exports will be addressed. The Committee will also review how Russia's domestic policies impact the U.S., and will consider the country's respect for human rights, democratic governance, and rule of law

r. **Europe/Eurasia:** The Committee will review U.S. relations with European countries, with an emphasis on the European Union and NATO, including potential membership of the Western Balkan nations in those institutions. Key issues will include removal of barriers to trade, including a potential Trans-Atlantic Free Trade Area, the deployment of a regional ballistic missile defense system, the impact of the European financial crisis, diversification of energy sources, and Turkey's new foreign policy orientation and its domestic political evolution, among others. The Committee will also conduct oversight of U.S. policy in Central Asia, including as it relates to the 2014 transition in Afghanistan.

t. **Human Rights and Democracy:** The Committee will examine U.S. activities to promote democracy and protect human rights around the world. The Committee will critically assess U.S. involvement with multilateral human rights mechanisms, to ensure that U.S. diplomacy serves to promote fundamental human rights and freedoms. Working with the Commission on Security and Co-operation in Europe, this Subcommittee will seek to pressure the VY Government. The best block of its actions is to have the pertinent SubCommittee on Europe take more positive stands. This is the strategy we are building.

Senate

Due to the confirmation of Secretary Kerry the relevant committee in the US Senate for Ukraine, the Senate Foreign Relations Committee has undergone few changes thus far. The Republicans have made its appointments and it is expected that the Senate leadership will make the final Democratic appointments during the week of February 4th.

However, we do know that Senator Dick Durbin (D-IL) will no longer serve on the Committee. Nor will Senator Jim Inhofe (R-OK). These two Senators were the lead sponsors on Senate Resolution 466 that was passed last year. The Democrat Chair of the Full Committee is now Robert Menendez and the Ranking Republican is Bob Corker. Neither have been active on Ukrainian issues in the past.

Last week the SFRC finalized subcommittee assignments. The subcommittee of importance to Ukraine is on European Affairs, which will be chaired by Chris Murphy (D-CT). The ranking member is Ron Johnson (R-WI). Our consultants are close to both members. Also, both members are quite unfamiliar with Ukraine issues so we have an opportunity to build these relations successfully. We have started the process of working with them to understand the broader Implications. The Portnov visit was the first step in using GoU officials to do so. Hapsburg leadership will be visiting in early March.

Resolutions and Legislation

At the time of this memo, there are only two resolutions that have been introduced related to Ukraine. On January 14, Rep. Marcy Kaptur (D-OH-9) introduced two resolutions regarding Ukraine. Both Resolutions were referred to the House Committee on Foreign Affairs and have gained no additional sponsors as of January 31.

- [H.Res. 27](#) - Supporting the establishment and full funding of a staff exchange program between the House of Representatives and the Parliament of Ukraine, the Verkhovna Rada, as soon as possible.
- [H.Res. 28](#) - Condemning the persecution of political opposition leader Yulia Tymoshenko as well as other political prisoners, among them former internal affairs minister Yuri Lutsenko.

H.Res 28 is a resolution that the Congresswoman introduces every year but it never receives attention. Our AC team has already contacted Chairman Royce on this matter. He has directly assured us that the resolution will not gain approval from the committee, and will not be brought up for debate.

There is some renewed calling for additional actions to be taken against Ukraine. Thus far this rhetoric has only come from Ukraine's opposition and former US Ambassador to Ukraine Steven Pifer two weeks ago during an interview with Voice of America. Pifer indicated that the US Congress is concerned about the situation in Ukraine, and could use sanctions to pressure the GoU into freeing what it calls political prisoners. This statement is his personal assessment based on what he wants. It is not reflective of any new developments in the new Congress.

Some critics are saying the focus will return to a bill that was passed by the US Congress at the end of last year called the "Russia and Moldova Jackson-Vanik Repeal and Sergei Magnitsky Rule of

Law Accountability Act of 2012” otherwise known as the Magnitsky Act. The bill was signed into law by President Obama on December 14th, 2012.

Some critics of Ukraine suggest expanding the scope of this legislation to include Ukraine and place travel sanctions on certain Ukrainian Government officials. Our AC team is monitoring this bill closely. Although McCain has recently asserted his intention to do so, after meeting with Eugenia Tymoshenko, to date there has been no action has been taken by any Congressional member. We are building a firewall to withstand this effort.

IMF Update

Recent meetings with the IMF delegation in Kyiv went well. Although a deal has not been concluded yet, the foundation for a future cooperation is emerging. Confidence at the IMF is higher than it has been in some time. Discussions with IMF officials highlighted several positive results from the recent visit

The most important point, from the standpoint of the IMF negotiating team is the fact that the IMF believes the Government’s new economic team is working as a team. The IMF saw a unified position of the Ukraine government. The IMF sees the momentum growing inside of the Government to “get a deal done” and is encouraged by this progress.

This finding is fundamental to securing a new deal. Over the past 18 months, the IMF believed the Ukraine Government was not serious and thus the IMF was not prepared to enter into meaningful discussions. The recent discussions were viewed as a constructive change. With a more positive atmosphere, the IMF is listening more carefully and is seeking to identify how to create a deal that will be consistent with IMF requirements and tolerable for the Government of Ukraine.

This growing momentum, from IMF’s standpoint, has two components:

1. The GoU and IMF have developed a mutual understanding of where the problem is. From the standpoint of the IMF, this “understanding” never existed before, and is viewed by the IMF as an extremely positive development.
2. The GoU and IMF have so far not agreed to a mutually acceptable solution regarding increased prices for consumer gas. The IMF is privately and publicly claiming that it is not going to give in on this because from the Fund’s standpoint there is no alternative to increase these prices, both in the short-and long-term.

Taking into account the recent progress, the IMF is prepared to send a mission back to Kyiv at the end of March, but only if Ukraine comes up with a coherent solution that reflects increased gas tariff prices.

The IMF is ready to discuss options on how to increase tariffs. The primary one that is acceptable to the IMF is known as the “Indonesian scenario” proposed by IMF’s First Deputy Managing Director, David Lipton. This option envisions targeted subsidies for those who are affected by the increase most.

The IMF is also prepared to be flexible on timing, for example, the increase can occur after the heating season is over, so that the mechanism of subsidies using IMF funding and expertise can be developed by the beginning of the next heating season.

Carnegie Endowment for International Peace

On Friday, February 22nd Andriy Portnov will participate in an event being sponsored by Carnegie along with Deputy Assistant Secretary of State Thomas Melia on the "Human Dimension of Ukraine's OSCE Chairmanship". This will provide important exposure on Ukraine's leadership role of the OSCE.

The event will be a roundtable format and is closed to the press. One of our contacts at Carnegie will moderate the event. The event will focus on key reforms of the Ukrainian Government. While judicial and criminal reforms will be discussed, this represents an important opportunity for Portnov to focus on the many of the other reforms that Ukraine's Government is implementing. Portnov's messaging will be important to our positive "Engage Ukraine" strategy and puts us on the path of discussing the positive contributions of Ukraine and the many reforms it is introducing to modernize the country.

Conclusions

The key for 2013 is for us to promote a new more aggressive agenda in Washington that is positive in nature, not defensive.

We are building this strategy on several pillars. One is the new CPC where we believe we can gain positive traction by creating interaction between USG and Ukrainian officials focusing on improvements to the latest CPC. This month Portnov and Lukash are coming to Washington to begin this process.

Second, we are building out a plan that takes the agreement of the last US-Ukraine Summit and lays out ways to emphasize the key areas of joint co-operation.

Finally, we are building a program of briefings by our Hapsburg friends to come to Washington in the Spring of this year to brief key US officials, and give speeches to important think tanks on the importance of supporting a policy of engagement with Ukraine to accelerate Ukraine's integration into Europe.

I will be providing regular updates so that you are aware of activities, pro or con, occurring in Washington.

The important point I want to emphasize is that the team is fully engaged and active in the Administration and the Congress. The Tymo lobby is active but so are we.

Exhibit PP

MEMORANDUM

To: President VFY
From: PJM
Subject: Hapsburg - Update
Date: February 21, 2013-02-20

Executive Summary

Over the past 8-months the Hapsburg team has been critically active in a number of events that have been staged to drive specific and positive messaging for the GoU. In addition to the public events, the Hapsburg team has provided valuable back-channelling and timely information on relevant issues between European Commissioners and other high-ranking EU personnel.

The primary strategy of the Hapsburg team following the October 28th elections was to intensify relations with relevant EU institutions, EU leaders and several key member states including France, Germany and Italy. The objective was to change the tone and rhetoric coming out of the EU regarding its relations with Ukraine.

The first post-election event staged by the Hapsburg team was in Paris, where members of the team spoke positively about the election outcome, and used that analysis to encourage Europe to seize the opportunity of deepening ties with Ukraine and signing the AA. The event was impactful and focused the debate on relevant and positive issues regarding Ukraine, which was the intended outcome. Each time we change the rhetoric away from YT, we are making progress and focusing the West on positive changes that are occurring in Ukraine. This strategy proved effective in Europe, where the dialogue has changed to "engagement" with Ukraine, and the belief of the EU that the AA will be executed this year.

The Hapsburg efforts have been broadened to cover other key European countries, and as a result their success, they will also include the US where they can add important credibility to the dialogue that is occurring in the US Government.

Habsburg Activity (November 2012 - February 2013)

1. **Back-channel diplomacy** - In the past 90 days the Habsburg team has been especially active in engaging key European leaders behind-the-scenes to discuss issues on behalf of Ukraine.
 - * The Hapsburg team have communicated privately with top officials such as Barroso, Ashton, and others in Brussels, and continue to speak with them in order to coordinate ways to help the GoU finalize the AA agreement. The involvement of the Hapsburg team with respect to these efforts has been successful with many important messages being exchanged between the two sides.
 - * The Hapsburg members have also spoken to EU officials and senior IMF officials about the importance of IMF cooperation and financial support for Ukraine.
 - * Several of the team members have carried many messages for the GoU back and forth from Martin Schulz and other EP leaders, and is working hard to dilute many of the negative motions that have been suggested against Ukraine. We have also learned

about what YT is saying privately to EU leaders due to the success of the Habsburg network.

- * Through contacts of the Habsburg team in Italy, work is being done with senior Government officials close to Prime Minister Monti to create closer relations in the trade and investment sectors, building a Ukraine-Italy Business Council and demonstrating the importance of Ukraine to Italy.
- * The team is also having private talks with top advisers to President Hollande as well as French Foreign Minister Laurent Fabius to help improve relations, influence French policy, and gain support for the AA, and to argue Ukraine's case.
- * The team will also continue to work behind the scenes inside PACE and the EP and to prevent negative statements and try and improve treatment of Ukraine.
- * The team is fully engaged in working through the issue of selective prosecution with the goal of getting President Shultz to understand the broader picture and to focus on more policy oriented policy issues.
- * In March, members of the team will be meeting with high-level USG officials to promote a positive "engage Ukraine" program for the US.
- * New members are being brought on to the Habsburg team. These new members will be of the same calibre as the original members.

- 2. Post-Election Event in Paris and Media Campaign.** In the wake of the parliamentary elections, the Habsburg team organised a conference in Paris in November to help convey positive messaging regarding the election. It provided an opportunity to discuss the country's European integration perspectives post-election, France-Ukraine relations and the advantages of the Association Agreement. Attended by key members of the team, the conference further examined perspectives for defence cooperation between NATO and Ukraine – with Kyiv playing the strategic role of bridge between the EU and Russia – and called for a more pragmatic approach to Ukraine-EU relations.

Extensive media coverage was conducted around the conference by the Habsburg team, including the influential TV news channel *France 24*, the weekly magazine *Marianne*; and the country's most popular newspaper *Le Monde*.

In addition, a lead story was published entitled, "*Leading European Statesmen Call for Steps to Improve Relations between Europe and Ukraine*". The news story was printed by 340 editorial publications.

3. Next Steps (Paris, Rome, Washington):

- * All members of the Habsburg team are committed to continuing with the project and working with key EU leaders in the major European cities including Brussels, Berlin, Paris, and Rome.
- * The Habsburg team will provide messaging and media engagement following the February 25th EU-Ukraine Summit. The team will also be speaking with key EU leaders throughout the summit driving critical messages to senior EU officials.
- * Members of the team have been invited by Fabius to meet in Paris in early March to review French foreign policy toward Ukraine.
- * All Habsburg members have agreed to participate in a series of at least six pro-Ukraine conferences plus multiple interviews, op/eds and roundtables during 2013.

- * The first of the key conferences will take place for 2013 is on March 6th in Rome at the Library of the Parliament, with the high level participation of the team members. The Hapsburg team will engineer major positive media in Italy as a result of this event.
- * The Hapsburg team will also do a series of events between March and May in Washington DC designed to change the public rhetoric directed at Ukraine, but to also influence key members of the US Government through private meetings held at the highest levels. This will include major speeches, participation in key events, and private meetings with senior US officials including Secretary of State John Kerry, and other members of the Administration.
- * The Hapsburg team is also in the process of recruiting one or two new team members and position them in front of the media to support the leadership vision of the GoU. This will be relevant as we focus on the geopolitical value of Ukraine to the EU.
- * The Hapsburg team also have a group of more than 15 potential MPs, who can become our advocates in the EP (including EPP members) and who can be integrated into the Hapsburg project so we can create more positive messaging and media directly in Strasbourg and Brussels for Ukraine.

Conclusions

The Hapsburg team has demonstrated many successes over the last several months. The elements of the Hapsburg project have proven very effective in dealing with the EU. The key to these successes is that the participants are significant European leaders who are viewed as objective regarding Ukraine. This has allowed them to make their points without any apparent self-interest, thus giving their comments more weight and impact.

The new year is already providing many more opportunities for Hapsburg to engage and provide substantial value to the Ukraine efforts.

By expanding the presence of the Hapsburg team to the US this year, several important objectives will be achieved much faster as a result of the direct involvement of the team.

It is critical that we use the Hapsburg team to coordinate key messages publicly, but to also leverage the team's experience, expertise, and network of high profile EU and US officials behind the scenes as much as possible.

The group will play a prominent role in the lead-up to Vilnius. They are fully engaged and briefed.

The EU rhetoric has changed dramatically over the last three months and is now truly engaging Ukraine on important issues. The Hapsburg team efforts will continue to ensure this happens.

Exhibit QQ

To: BVK, SL
From: PJM
RE: Campaign budget for national and regional TV/Radio advertising

I understand that there is some question about the need for the level of media buy in the budget.

This is my revised minimum amount we need.

If we cut this budget, we lose.

It is that simple.

Exhibit RR

T0: SL, RA
CC: OB Leadership
From: PJM
Re: Roadmap for November-December 2014
Date: October 29, 2014

The purpose of this document is to outline the activities that the OB should be actively developing over the remaining months of 2014.

While the outline is not exhaustive, it is reflective of the range of areas where immediate attention is required. The range is quite extensive. A real structure must be created for each of the categories.

Two Very Important Points that must drive all OB activity in the remainder of 2014.

1. Keeping the trust with our voters
 - a. It is very important that OB demonstrates through its actions in the early months, that it intends on keeping its promise to be "the voice of the people in Kyiv"
 - b. This means the OB must be very visible in the media and have regular communications to the oblasts – both to its leaders and the voters.
We must maximize the opportunities posed by the new gov't's inevitable paralysis and constantly point highlight the effects on ordinary people and point towards a better way
 - c. The OB must provide concrete examples, through legislation, that it is aggressively pursuing the implementation of its social policy agenda and its reform agenda
2. The next 6 months will be a terrible time for the new Government.
 - a. The new gov't will have to deal with many issues that are beyond their abilities or control
 - i. the economy contracting and causing more economic dislocations affecting people and businesses;
 - ii. the impact of the war draining resources ;
 - iii. the loss of jobs and lack of social payments;
 - iv. the debt crisis requiring new money which in turn will require new conditions that reduce the social services provided to the people by the national government;
 - v. the prospects of a cold winter;
 - vi. the inevitable in-fighting of the coalition members to maximize their own personal power.
 - b. the West will have a new set of leaders in both the EU and in the US Congress

- i. this will distract interest from Ukraine and force the west to deal with their own sets of issues
 - c. the economic crisis in Europe will cause commitments of money to lessen as Europe tries to cope with its own economic problems
- 3. The relevance of these 2 points is that the OB must avoid becoming a part of the negotiations to form a new government
 - a. If it appears that the OB is seeking positions in the new government, the OB will be viewed by their voters as hypocrites and liars;
 - b. This government will fail. The OB cannot be seen as part of this government in any way;
 - c. The government may even attempt to recruit some of our members as key players in the new coalition. We must rebuff all attempts by this government to join the coalition;
 - d. Voters will believe they were used by the OB in order for the leaders of the OB to secure power for their personal self interests;
 - e. This will break the trust between the OB and its voter.

INITIAL PRIORITIES

SHADOW CABINET

1. OB must look responsible to both its voters and to the elites in Kyiv.
2. A Shadow Cabinet should be announced immediately after the announcement of the new coalition govt by President and PM. The Goal is to preview new faces and demonstrate their skills and talents.
3. The Shadow Cabinet should include elites, businessmen, trade unionists
4. The Shadow Cabinet does not need to be restricted to OB deputies. It should be comprised of experienced people that can attack the government and its policies consistently and effectively.
5. We should also form committees to work with the EU parliament, PACE, Venice Commission, European Commissioners, etc.
6. One of the functions of the Cabinet is to advocate different (sometimes populist) policies, like we did during the election campaign (Family Protection plan, Refugee program, pension legislation).

OB PARTY HQ

7. Establish a real HQ
8. Initial GOALS
 - a. Election Analysis
 - i. Analyze impact of MT program on election results;
 - ii. Assess and update MT program for party-building;
 - b. Develop a communication program to party members and prospective leadership
 - i. Create a newsletter and internet communications platform for weekly and daily messages
 - ii. Build staffs in communications, research and legal divisions – THIS IS VIP
 - c. Hold weekly press-conferences and generate “news packets” for dissemination via regular and social media.
 - d. Agree to a “real budget” and fund it.
9. Political Division
 - a. Establish Oblast HQs in every oblast. This work should be phased with the priority oblasts organized first.
 - b. Build a plan to expand influence of OB in all TOs and Donbas, and begin to recruit new members and leaders for the Party.
10. Communications Div
 - a. Goals
 - i. a weekly newspaper to leadership,
 - ii. Bi-monthly communication to oblast leaders and local leaders
 - iii. Build out of OB Website – Ukrainian, Russian & English
11. Think Tank Division (can be outsourced to other Think Tanks)

- a. GOAL: Regular distribution of analytical papers to Ukraine elites, businesses, diplomats, and international communities on all legislation submitted to VR, key positions of OB and Think Tank pieces on major issues
 - b. Leadership should have thoughtful papers published – at least one a month
 - i. These papers are not populist but will have our political spin
 - ii. Examples of initial papers to publish
 1. Building an Energy Independent Ukraine – Boyko
 2. Reforming the tax laws of Ukraine to attract FDI – SL
 3. Decentralization (from an philosophical perspective, referencing western examples) - Vilkul
 4. Reconstruction of the Donbas – BVK
 5. Ukraine’s pending Debt Crisis - Akimova
 6. Reforming the Govt to make it more accountable and transparent (subpoint would deal with corruption)
 7. Integrating Ukraines’ trade relationships to find a roadmap for Ukraines’ DCFTA obligations and its historic trade partners
 8. Protecting the Needy of Ukraine – social services, pensions, IDPs, Koroleskya/Bakteeva
 9. Judicial Reform – we will need this paper to be prepared for the reforms that the coalition will implement
 10. Electoral reform – We need to focus on the abuses in the most recent VR elections and incorporate protections into a draft election law.
12. Build research dept
- a. To track National Govt activity
 - b. To develop facts for party legislation
 - c. Maintain video library of OB leaders
13. Legal dept
- a. Need a technical legal division to perform a range of legal needs
14. Develop strategy and network for local elections
- a. Identify top local targets to elect OB representatives
 - b. Recruit candidates for local offices with emphasis on new people who are active in community but not necessarily in politics
 - c. Build a strategy to have prospects in the news in their communities

VR

- 15. Establish Fraction Leadership inside of VR
- 16. Identify committee assignments for Deputies
 - a. People should be assigned based on their expertise and willingness to commit time to do the requirements of the position
- 17. Integrate Shadow Cabinet into organization of VR Fraction (recognizing that there are non-deputies in Shadow Cabinet)
- 18. Build a strategy for first session of VR

- a. GOALS
 - i. submit legislation that shows our constituency that OB is following through on its campaign promises
 - ii. Create shadow cabinet that shows experience of OB leadership
 - iii. Analysis of the pending deal with the IMF and European Union for loans and application of loans to programs
 - iv. Build a plan based on next tranche of IMF money to be used for micro-economic purposes
 - 1. Pay all back wages due immediately
 - 2. Index social services payments for inflation
 - 3. Pay supplemental pension funds to cover impact of hryviva devaluation and inflation
- 19. Develop a plan to deal with Donbas peace process
- 20. Prepare legislation to submit to the VR immediately upon convocation
 - a. Initial legislation
 - i. Refugee relief program – update the campaign program
 - ii. Donbas Reconstruction program – update the campaign program
 - iii. Pension Relief program – campaign program updated
 - iv. Family Protection Act – submit an revised version of the campaign plan
 - b. Create a new piece of legislation on decentralization
 - i. Political components
 - ii. Economic components
 - 1. Analyze each oblast to determine how recaptured money can be used for social purposes and local needs of oblasts
 - 2. Create a roadmap where people see that decentralization is more than about political power and impacts them directly

CONSTITUTIONAL REFORM

- 21. Establish a core team to manage the OB position on the pending Constitutional change process
- 22. Team of experts should be created
 - a. Goals
 - i. To develop OB position on key issues
 - ii. To research western models to recommend in the deliberations
 - iii. To interact with western NGOs to demonstrate depth and seriousness of OB engagement on the reforms
- 23. Develop core positions from OB standpoint
 - a. some examples – decentralization, parliamentary elections format, re-organization of the judiciary

24. Provide critiques of the current government's positions, and work with international groups including Venice Commission and PACE to propose our positions. We need to engage these groups as a legitimate political party.

ELECTORAL REFORM

25. We need to build a program that discusses the elections abuses that occurred in the last round of parliamentary elections.

Exhibit SS

To: VY
CC: NA, BVK
BCC: SL, AG, RA

From: PJM

RE: Final Week – Strategy, Tactics and Messages

Date: January 31, 2010

Background on Last Week

As we enter the final week we will begin to see closure in support of Tymoshenko in some of her base areas in the West and Center. The ballot will close from the current 12-15 point lead to the more realistic 8-12 points.

This closure is natural. Our vote was committed early. Tymoshenko's additional support from the Orange electorate took longer to form because they are not happy with her. However, as election day gets closer, these traditional voters will move towards her. How many of them vote is still uncertain, but our strategy must assume that the West and Center will vote at their historical levels. Our strategy must be based on that assumption. If the turnout in those areas is lower, it works to our advantage.

Tymoshenko Strategy and Themes for last Week

This weekend we see the thematic of Tymoshenko's closing messages. To rally her support, she is going to position herself as the unifying candidate who will form a national government with ST and AY and all of the "democratic forces" in it. She will promise a professional government that will bring change to Ukraine and protect the people from the "bandits". In the West she will promote her European values and her support from western governments. To the Western voters she will promise the things that matter to them like visa policy, land policy etc. To the rest of the country she will promise reforms, increases in salaries, pensions, healthcare and anything else she can think of. There is nothing she wont promise this week to specific voter blocs and groups.

Her entire campaign will be a crusade and she will be the savior. She will use the words reform, unity and a coalition government of Tymoshenko, Tigipko and Yatsynuk as her mantra. The implication of her messages will be that this new team is all set to start working and committed to her plan as soon as she is elected President. Thus, the campaign becomes not Tymoshenko versus Yanukovich but Tymoshenko, Tigypko, Yatsynuk and the West versus Yanukovich.

Yanukovich Strategy and Themes for the Last Week

The whole point to the Tymoshenko campaign thematic is the future. This is where our strategy comes into play. We don't let the voters accept her focus on the future and what she will do. We need to rivet their attention to the past 5 years and what she has done.

*Our themes are the same as they have been for the last 3 months. **She is the incumbent, and the mess that exists in Ukraine today is her doing.***

*The subthemes are also critical to our messages this week as we blunt her final strategy. **She will promise anything but deliver nothing, and she cannot work with anyone as is evidenced by the unstable government of the last 5 years.***

Our job is to stay totally focused this week. Our messages must be clear and direct. We must continue to make her the issue. We must trap her in the past.

1. She cannot be change because she is the government that created what must be changed.
2. She cannot organize a team of unity because she has demonstrated an inability to work with anyone over the last 5 years and this instability has been a major contributor to the crisis.
3. She will promise anything but has delivered on none of her promises over the last 5 years.

In this context, we will make the points that Tigypko and Yatsynuk are not committed to her, their policies are different from her record and they are not voting for her. Her statements of intention will be compared to her record of the last 5 years when she couldn't work with anyone and warn that she wont in the future.

Conclusion

We have defined the stakes of the election for the last 5 months. We have been successful in keeping the focus on Tymoshenko and her record. This focus has gotten us to this moment.

However, the Tymoshenko closing message is smart. It is the only way she can rally the troops, even though there is not any truth to the premises of her themes. She will have blocks of time on television this week to promote these messages. The UT1 debate time, the two blocks of 45 minutes allocated to the candidates and talk shows will allow her to press these themes.

We must stay sharp in our message presentation, keep her on the defensive and turn out our vote.

The key to our strategy is to make certain that the swing voters are coming to the polls to vote against her. This is the central point. We want them to vote their fears, not their hopes. They cannot afford more of Tymoshenko and they cannot believe anything she says.

If we do that we win.

Exhibit TT

TO: Paul Manafort

FROM: KK

DATE: April 06, 2010

SUBJECT: SL Staff Meeting

Attending: Akimova, Miroshnichenko, Portnov, Shuvalov, Goncharuk, German, Ermolaev, Gramotnev, Rafalsky, Skubashevsky, Levenets, KK.

1. Irina Akimova

- a. raised the issue that she is preparing briefing materials for the trip to the US (mostly related to IMF and the World Bank)
 - i. She must provide them to SL today
- b. Said that ideally Ukraine should TRY to accomplish at least some requirements/recommendations of IMF before the trip
 - i. This week's meeting between the President and the Speaker may be a good opportunity to announce introduction of at least a few laws that IMF feels strongly about
 1. Draft legislation on the National Bank,
 2. Draft legislation on bankruptcy – World Bank's experts are reviewing it, still gave no opinion
 3. 3 draft laws on entrepreneurship – are ready to be submitted to VR
- c. Complained about the fact that the working groups under the Committee for Reforms are NOT working. The only exception is Tygipko, who is actually giving IA good stuff and is taking the work of the Committee seriously. SL told IA to write a memo, and SL will deal with the individuals who do not perform.

2. Yuri Miroshnichenko

- a. Mentioned the issue of relations between the PofR faction and the Presidential Administration (PA). SL said it is vital to establish coordination not only with PofR, but also within the coalition, so that “the coalition and PA float in the same communication space).
 - i. SL said Miroshnichenko should be meeting with head of PofR faction in the VR Efremov to coordinate legislative initiatives. “Faction should not live a separate life”
- b. Miroshnichenko needs to act as “clearing house” for all recommendations/amendments/proposals coming from the PofR (and later from the coalition), and use Ermolaev's Institute for analysis and expertise
 - i. SL reiterated that all law-making activities should be systematized
 1. Economic legislation should be work product of the Committee on Reforms

2. Political legislation should be work product of the Council of Regions (a new body to be created, which will consist of Governors/regional leaders)
3. Andrei Portnov
 - a. His first participation in the meeting
 - b. Did not have much to say, continues meetings/consultations with the Ministry of Justice (Lavrinovich/Lukash)
4. Alexander Kurdinovich
 - a. Need to understand what to focus on in terms of coverage during this week
 - b. Rada is not in session, but when it is, AK is dealing with a lot of challenges in establishing message and events coordination with the Rada.
 - c. 3 major international trips – Moscow (yesterday), Kazahstan (April 7th), Washington (need to announce the purpose before leaving)
5. Anna German
 - a. Was visibly tired
 - b. Said everything is going according to the plan, there are no communication issues.
 - c. Said there will be a lot of comments/information on the yesterday's trip to Moscow.
 - d. Need to prepare for next week's meeting of the Humanitarian Council
 - i. SL said she needs to organize comments on shutting down 30+ advisory committees and commissions created by Yuschenko
 1. needs to get economic arguments, how much was saved, explain the reason for cuts etc
 2. comments to be posted on the Presidential website, to be made by either Press-Service or Ermolaev as head of the Institute for Strategic Studies
6. Stanislav Skubashevsky
 - a. This week the plan is to appoint 6 governors
 - b. VF will be doing meetings with 2 candidates/day, starting today
 - c. Need to be thinking about elections to local self-government bodies
 - i. No date yet
 - ii. Date will be determined after the changes are made in the electoral law
 - iii. So far the plan is to have only single mandate (majoritary system) elections in village councils and small townships, and 50/50 single mandate/party list in city and oblast councils. The concept is being finalized.
7. Oleg Rafalski
 - a. Personnel issues - Now that the regulation on PA has been approved, they will start official procedure for hiring staff.
 - b. Need to keep the procedure for reduction of staff from the shut down advisory committees under control
8. Andrei Ermolaev
 - a. Will work on preparing the materials for VFY's trip

- i. IA will prepare briefings on IMF/WB
 - ii. Ermolaev will prepare general briefing
 - 1. no one specified what this involves, or asked for our help
 - iii. National Institute for Strategic Research – will cut down staff, will leave people of the highest quality, other people will be offered jobs/options, no one will be wasted/forgotten
- 9. Andrei Goncharuk
 - a. The final schedule of the US trip is what you got from Ladny on Friday
 - b. There was NO discussion of the schedule
 - c. Raised the concern about inadequate public reaction on shutting down the NATO ascension committee – Goncharuk is ready to make comments too that the NATO cooperation is scaled back – it is going to continue in the same format using different tools. Agreed that the comments will be made by AG/Ermolaev
 - d. Need to prepare for the meeting of the Inter-state Russia-Ukraine Commission on May 16-17th
- 10. Yuri Levenets
 - a. The only one who came prepared, with a chart and his computer, and was making substantive comments.
 - b. Said that this week is a complicated one from the communication standpoint – tough to identify a single message for this week
 - i. Will be some activity of the Committee on Economic Reforms
 - ii. Potential meeting of NSC
 - 1. SL hinted there may be some news on appointing a new Secretary of the NSC
 - a. As I was leaving I saw Raisa Bogatyreva going into SL's office
 - iii. 3 international visits of VFY – Moscow, Kazakhstan, US)
 - 1. Need to highlight the success/usefulness of the trip to Moscow
 - a. No substance was offered by anyone on what this trip accomplished
 - iv. A lot of incoming international visits
 - 1. Russian Head of PA Naryshkin to see SL Thursday,
 - 2. Platini/UEFA delegation to come to Kyiv on Thursday
 - 3. Slauta and Russian deputy PM Zubkov to discuss cooperation in agricultural areas today
 - 4. Russian Foreign Minister Lavrov to be in Kyiv Friday
 - 5. SL said the international incoming and outgoing visits need to be kept track of and comments should be offered proactively on the purpose and results of these visits
 - v. 7th of April is the International Day of Health. VFY is planning to put out some social initiatives/announce development of plan on reforming the healthcare system in Ukraine

- vi. In addition to this, there will be a meeting of the Coordination Council for Preparing for Celebration of the 65th Anniversary of the Victory in WW II.
 - c. Recommended that serious articles/interviews in newspapers are postponed till next week, when VF is back from the U.S., while this week we use radio to communicate VF's social initiatives on healthcare and VF's international activity
 - d. Said that he is receiving a lot of good information/materials from the oblasts, but the ministers/Government are NOT doing their job in terms of providing information on the on-going/prospective events.
 - e. SL said he'll deal with these issues on individual basis.
11. Issue of cancellation of Yushchenko's contradictory decrees – need to make decision before Thursday

General notes:

SL was not very focused, looked tired after the yesterday's trip.

The US trip was mentioned a few times in terms of the need to announce the purpose before VFY goes, but no specifics were discussed. No specifics of the trips to Moscow/Kazakhstan were mentioned in the meeting.

I could feel that they are starting to get some resources and are getting more and more organized. Shuvalov, who kept silent during the meeting, in a sidebar conversation mentioned that they have state of the art equipment now and can transmit high quality picture from anywhere in the world.

Also, saw Larin in SL's office – he's getting ready to be appointed Governor of Kirovograd oblast. Is very enthusiastic, but said does not how to deal with the local economic issues - hopes for help from experts.

Exhibit UU

To: VFY
From: PJM
Re: Goals of US Trip
Date: April 9, 2010

The purpose of this memorandum is simply to restate what we have spoken about over the last month regarding the purpose of your trip to the US.

Goals

We have 3 goals on this trip. While two of them focus on image, and one focuses on substance, they all will have an important impact on what we must accomplish this year.

The first goal is to create a personal rapport with President Obama. While you will only have 30 minutes with him, it is important that the discussion in this meeting convey your goals for the Presidency in a way that defines you as a leader and as a person. Obama responds to personal chemistry and intelligence. He will be interested in your goals and your ability to achieve those goals.

While the meeting will focus on some technical, substantive policy issues (like European security, IMF negotiations etc), it is very important that early on in the meeting you set forth 3 main points.

1. Your commitment to reform.
2. Your commitment to finalizing agreements that will establish Ukraine as a real member of the European community.
3. Your commitment to building Ukraine into a democratically stable country.

Obama will have been briefed on what you are doing. However, it is very important that he hears these key points directly from you. I have provided some Talking Points for this meeting that focus on these messages.

You should be aware that President Obama is only doing 4 bilateral meetings this week. Most of the 47 governments attending the Conference requested private bilateral meetings with him, but only 4 were granted. The fact that you were granted this meeting is a sign of the growing interest in Ukraine by the USG. Your meeting with President Obama will have a major impact on the acceleration of US policy development on Ukraine.

The second goal is what we convey back to Ukraine. You will be interacting with the leaders of all of the key countries of the world. It is important that we demonstrate, via

the media, that you are a part of this community of leaders and working with them in ways that will bring economic opportunity to Ukraine.

The final goal revolves around the economic reform program and the IMF negotiations.

Your visit to Washington allows you to meet directly with the leadership of the IMF and to bypass the technical people to communicate your goals and needs in dealing with Ukraine's economic recovery.

The meeting with Strauss-Kahn will be very important in this regard. Strauss-Kahn will use the meeting to deal with the specifics of the current negotiations between Ukraine and the IMF. While it is important that you discuss the details, it is more important that you use the meeting to impress upon Strauss-Kahn that you are taking a long view to the recovery program and need him to do the same. *You must leave him with the impression that you are completely committed to real economic reform, not the populism of the previous government.*

Your meetings with Treasury Secretary Geithner and World Bank President Zoellick will provide you with the opportunity to enlist their support for your economic reform program. Both can provide experts to assist both Irina Akimova and the Economic Reform Commission.

Summary

The real benefits from your trip will be realized at a later time but the impact of the trip will be felt immediately.

This trip provides you with the unique opportunity to interact with the key leaders of the world and financial institutions in a way that they can begin to know who you are and what you are committed to achieving. Additionally, and not insignificant, the distorted image of you promoted by Tymoshenko over the past 5 years will become irrelevant.

Exhibit VV

To: Konstantin Kilimnik[kkilimnik@davismanafort.com]; Vladimir Stepanov[vlad.tolmach@gmail.com]
Cc: Philip Griffin[pgriffin@davismanafort.com]
From: Paul Manafort
Sent: Tue 6/1/2010 9:43:01 AM
Importance: Normal
Subject: Q and A for VY
Received: Tue 6/1/2010 9:43:23 AM
Expected questions for the Press.doc PJM REV.doc

I have added some questions, and removed some. I have also provided answers.
Pls translate and deliver to SL operation
Thanks
p

**Expected questions for the Press-conference “100 days of the
Presidency of Victor Yanukovich”
(4th June 2010)**

1. How do you assess your first 100 Days in office. What are your major accomplishments?

1. Overview the mess inherited
 1. government didn't work
 2. treasury was empty, no budget, accounts frozen
 3. no plan for reform
2. Accomplishments
 1. Stability in government and creation of a reliable power vertical
 2. Initiation of reform agenda
 3. stabilization of economy
 4. improvement of relations with Russia
 5. ending of onerous gas contract
 6. passage of a budget
 7. harmonization of national oblast and local budgets
 8. acceleration of negotiations with EU on Neighborhood Association Agmt and Visa Free status
 9. Implementation of a program that will ensure Reduction to the threat to Nuclear Proliferation

2. What about criticisms that Ukraine is becoming less free, less tolerant of opposition and freedom of the press is being restricted

1. such claims are propaganda technologies of the opposition

2. There is no effort by the Government to impede open access of all media sources
3. When we were in opposition, I felt the sting of such abuse and promised myself that when we came to power I would protect the rights of all to express themselves and as President I have communicated this directive to the CoM and to the media on a regular basis
4. all media outlets have unfettered and dynamic discussions from all elements of Ukrainian political spectrum
5. Criticism of the Government has been aggressive on TV, radio and print

3. Your reform program claims to benefit the people but it is filled with changes that, in the short term, will dramatically affect the lives of all Ukrainians. Your reform program calls for removal of subsidies, allowing prices to rise to market levels, changing the age of pensioners and many more changes that will affect the safety net that people of Ukraine have come to expect and need. How will this improve the lives of the Ukrainian people? How long will the Ukrainian people have to suffer before they start to see benefits from your reform program?

1. Yes, there will be short term sacrifices required by all segments of Ukrainian society
2. these sacrifices are no greater than the suffering that people have been feeling for the last 5 years but with an important difference
3. these sacrifices will lead to a better future
4. these sacrifices will be driven by reforms that will create an infrastructure that will produce investment, create new jobs, modernize our nation and open up our country to European values and cultural relations

5. While these sacrifices will be short term, the benefits will be long term and will place Ukraine among the leading nations of the world as far as productivity and quality of life for its citizens
4. How do you assess the activities of Azarov's Government? Are you planning any personnel rotation? Are you ready to fire the ministers whose activities cause negative reaction in the society (Tabachnyk, Seminozhenko)?

I am quite pleased by the performance of the Government in its first months in office. It is far too early to proclaim success or accept failure, but I think that the Prime Minister has made an energetic and resolute beginning on reducing our budget deficit and developing a reform agenda. I have complete confidence in Prime Minister Azarov and the team he has assembled. It is not the job of the President to manage the personnel of the Government, the Prime Minister can hire or fire any Minister he needs to in order to get the job done. I respect his judgement.

5. During the past few days you have initiated a range of reforms, in particular the judicial and anti-corruption reforms. Are you ready to assume the personal responsibility for implementation of the reforms?

Absolutely. Economic reform and measures to fight corruption are my two highest priorities as President. I take personal responsibility for the success of these initiatives. My promise to the Ukrainian people is when I leave office the economic will be reformed and growing and the Government and private sectors will be free from corruption to a degree comparable with the most advanced economies in Europe and the world.

6. How is the audit of Tymoshenko Government's activities paid for? Why companies, which do not have the relevant qualification, have been selected? Also, who is paying for the international expert group, which is preparing the strategy of reforms?

I believe an audit is necessary in order to fully understand the depths of the financial problems facing our nation. This is not a witchhunt. It is a practical step taken that is taken by western governments all of the time. The audit presents a transparent picture of the state of the government, what is working and what has failed. In the process, if there has been any corruption, the audit will uncover it. There has been criticism that the audit

should be conducted by a internationally recognized accounting firm whose credentials are above reproach. I have asked the PM to consider such a step. He will be reporting to me in the next few days on how he has progressed. I have asked that a certified international accounting firm be entrusted with the audit of Government finances which is an essential part of our economic reform program.

7. You spent last 5 years in the opposition and know well, how its activities should be stipulated. Are you prepared to arrange for European standards for the opposition forces in Ukraine? Can one consider as oppression the facts of opening of criminal cases against opposition politicians and their relatives?

The Presidential Administration is not involved in recommending or initiating investigations. As a general rule, all officials in this Government and previous Governments are open to investigation if there is a reasonable suspicion that they may have misused funds or their position while in office. This rule holds true for all officials, regardless of Party, in opposition or in coalition. Over time, I think that you will find that prosecutions and convictions will not be directed at a single party or opposition.

8. What is your vision of reforms of the territorial organization of Ukraine? Do you accept federalization of the state by means of changing the Constitution?

There is absolutely nothing wrong with the territorial integrity or territorial organization of Ukraine. The longer term challenge of constitutional reform lies in clarifying the separation of powers under the constitution, eliminating confusing and contradictory articles, making the electoral process more responsive to voters, and making both the Parliament and Government accountable for their actions or lack of action. This is a long term goal which I imagine will take the entire five years of my Presidency.

9. ***You have said several times that the local elections will take place in the constitutional term, i.e. this year. Speaker Lytvin gives a different date – spring of 2011. Can you give a definite confirmation that the local elections will be held in 2010?***

1. This matter is being sorted out. We postponed elections because of the lack of funds and the need to create a framework that would allow for more democratic elections that would ensure that the elected officials were accountable to the people, and not to just political

parties. We expect to be announcing a package of reforms that will allow such elections at which time we will move immediately to local elections.

10. *The opposition is accusing you of betrayal of the national interests during signing of the “Harkiv” and “Kyiv” Agreements with the President of Russia. Do you think that, by signing these Agreements, Ukraine lost part of its national sovereignty.*

Complete nonsense. The Khariv Agreements were critical to restoration of our economy and the initiation of real reforms. As a result of these Agreements, we have achieved a 30% reduction in gas prices to allow us to close our budget deficit and to meet IMF conditions for aid. We have extended our basing agreement with Russia, much as Japan has just done with its basing agreement with the United States, because both extensions add stability to their region, improve bi-lateral relations between the Parties, and offer local residents a predictable period of transition to new jobs and opportunities. In other areas, such as electrical power generation and joint development of aircraft, like every other country in Europe we are looking for cross border projects, regional partners, and economic opportunities. Everything we have achieved so far strengthens Ukraine as a nation.

11. You have significantly intensified the bilateral relations with Russia. How do your relations with European structures look at this background?

Relations with European institutions have never been closer or looked so promising. I agreed with President Barroso that we would strive to conclude a Free Trade Agreement with the European Union by the end of 2010 which will double Ukraine’s trade with Europe at a bare minimum. We are at work on visa-liberalization which will make travel to Europe for work and study that much cheaper and easier for all Ukrainians. The European Commission is already engaged in helping Ukraine modernize our gas transit system and these efforts have accelerated in the last few months. Ukraine was at the center of the Nuclear Non-proliferation Summit in Washington in April, and has improved cooperation with NATO which you will see reflected in joint exercises this summer. It is simply mistaken to view Ukraine’s choices as “Russia or Europe.” This is old thinking. President Medvedev and I agree that we will look of opportunities to work together at the same time Russia and Ukraine will both be increasing their engagement with Europe on trade, investment, and security. I am surprised that this question could even be raised at the end of the first decade of the 21st Century.

12. Ukrainian journalists founded the movement “Stop to Censorship” This movement was joined by over 300

representatives of the national and regional media, lawyers, professors and publishers. Are you personally familiar with instances of censorship? Is there a risk of returning to practice of information manipulations in the mass media?

**List of risky questions, which can be asked at Press-Conference “100 days’ of Presidency of Victor Yanukovich”
Friday, June 4th**

1. Since the day of inauguration you haven’t made any public appearances with the First Lady. What has she been doing lately. Are you planning to take part in official events together with her?

The Presidency is a powerful office, but the First Lady is a greater power.

2. Why haven’t you published your income declaration yet?

It’s a longer and more complex legal process that I had thought, but I am committed to meeting these disclosure standards, hopefully before the summer break.

3. Are you planning to move closer to downtown Kyiv, to remove the issue of blocking the roads while your motorcade is moving?
4. The opposition has been using the issue of Mezhygirya residence in political fight against you. Do you consider your actions on purchase of this estate in compliance with the law?
5. Why have you failed to cancel the decree of President Yuschenko to give Stepan Bandera the title of the Hero of Ukraine, although the relevant court decision exists?
6. What have you felt when the wreath fell upon you by the Tomb of an Unknown Soldier?

It was a very emotional day for me. I was thinking about the many men and women who died in the WWII and I was thinking about my friend Presidency Kacynski who died on the way to Katyn to commemorate the Polish dead. I really did not notice the wind and

the rain. Getting hit in the head by a wreath was probably the only thing that stopped me from crying that day.

7. Ukraine is probably the only state in Europe which does not have public television. Will Ukraine get public TV and radio during your presidency?

We would all like to have a public television and radio in Ukraine. But I am not going to be the one to propose costly new programs in this period of economic hardship. We are asking all Ukrainians to accept cuts in hiring, wages, pensions, and all kinds of personal sacrifices. If there is extra money in State revenues, it will go to protect the most vulnerable parts of our society: pensioners, elderly, medical care, and education for youth. When Ukraine is growing again – which it will in a matter of months with our reforms and the help of the IMF – we can have a national debate on how to invest our budget surplus in the future of Ukraine. I would be delighted to have the problem of what to do with a budget surplus.

8. What is your vision of the status of the Russian language in Ukraine? Will you initiate providing Russian with the status of the 2nd state language?

Many democracies in Europe and North America use two or more languages, among them Switzerland and Canada. No Ukrainian should feel discriminated against because he or she speaks Ukrainian or Russian or chooses to seek a job or a place to live using their language of choice. I am for allowing the local communities to establish their standards. My overall position is that we should not discriminate.

9. Do you support the idea of Papal visit to Ukraine?

Yes. I would be delighted if the Pope would visit Ukraine. I was very pleased with Patriarch Krill's visit, and I am hopeful that religious leaders will feel welcome in Ukraine. One of the great strengths of Ukraine is the tolerance that exists between faiths and creeds. It would be my hope that Kyiv could provide a hospitable and historic site for a deepening dialogue between faiths. I would welcome the Pontiff.

Exhibit WW

To: Konstantin Kilimnik[kkilimnik@davismanafort.com]
Cc: Philip Griffin[pgriffin@davismanafort.com]; Rick Gates[rgates@pericleslp.com]; Vladimir Stepanov[vlad.tolmach@gmail.com]
From: Paul Manafort
Sent: Wed 6/2/2010 7:55:25 AM
Importance: Normal
Subject: Press and Diplomatic Package
Received: Wed 6/2/2010 7:54:23 AM
[100 Days Package.doc](#)

K

This is the package we need to organize in Ukrainian, Russian (if available) and English.
Pls try to secure the hard copies or electronic copies, preferably, of the official docs and put what we don't have into translation.

P

Press Package

1. Cover note
2. VY Speech to Nation (Thursday speech)
3. Summary of Economic Reform package
4. Full version of Economic Reform package
5. Summary of Judicial Reform Package
6. NSDC Foreign and Domestic Policy Promulgation

Exhibit XX

To: Daniel Rabin[dan@rabinstrasberg.com]; Adam Strasberg[adam@rabinstrasberg.com]
Cc: Tony Fabrizio[tony.fabrizio@fabmac.com]; Bob Ward[bob.ward@fabrizioward.com]; K. Kilimnik[kkilimnik@dmpint.com]; Rick Gates[rgates@dmpint.com]; Vladimir Stepanov[vlad.tolmach@gmail.com]
From: Paul Manafort
Sent: Sat 7/14/2012 11:03:50 AM
Importance: Normal
Subject: Re: testimonials, Accomplishments, schedule
Received: Sat 7/14/2012 11:04:00 AM
[Testimonial selectsPJMREV.docx](#)

Dan

When do you think we will have the rough ads to review? How many do you think you can make?

The cadence for each ad should include

1. Govt stability
2. Criticism of opposition
3. 2 to 3 quotes focus on one issue per spot - pensions, education, controlling prices, salaries

Ask tony and bob for their favorite quotes. I have highlighted some of mine from the testimonial script of quotes you sent.

P

From: Daniel Rabin <dan@rabinstrasberg.com>
Date: Saturday, July 14, 2012 6:00 AM
To: paul manafort <pmanafort@dmpint.com>
Cc: Bob Ward <bob.ward@fabrizioward.com>, Tony Fabrizio <tony.fabrizio@fabmac.com>, Adam Strasberg <adam@rabinstrasberg.com>, Konstantin Kilimnik <kkilimnik@dmpint.com>, Rick Gates <rgates@dmpint.com>, Vlad Stepanov <info@tolmach.com>
Subject: Update: testimonials, Accomplishments, schedule

Paul,

The funny farm took an interesting turn last night. After having us re-read the Accomplishments VO two times, and delaying shipping for a 3rd VO read Demedko showed BVK an older version of the ad (the last version on which Demedko wanted additional video and audio changes) which BVK approved with a few video changes of his own (seeing the inside of train station v the outside, etc). Whatever riled up Demedko and his team about the 2nd version of the script apparently did not bother BVK, as he did not mention either script issues or other video issues. So Demedko's internal focus groups cost them 4 days on the air. The final version of the spot and the script are enclosed as is the re-worked flight schedule.

We pushed the FG's to next weekend which should give Adam time to rough cut message testimonials all week and have a DVD of ads ready for them on Friday. We are in touch with Bob about how many ads we can test. As I told him yesterday, out of 17 people set up by the POR for us to interview, only a few were really great. The others echoed most of the concerns we heard from the last groups. We were able to get lot's of usable quotes though and we are still sifting through 6 more interviews. Enclosed is my transcribed selects list to date. By end of weekend, we should have all of the selects done.

Adam arrives in Kiev on Monday and I follow right after him next week.

Rabin Strasberg Media
media moving people
c: 202.550.1795
www.rabinstrasberg.com
(under construction)

Ludmila Nezaimay (factory worker)

I think that our gov't must stay and complete everything they have started. 8:35

Because I see in them development and stability of our state. (LN 8:53)

Judging by what we hear on TV – Greece, Portugal, well, Italy also... so we live better than them. (LN 6:12)

Two years ago, when we had the crisis... things were tough... but now... much better. (LN 3:23)

I believe these authorities do everything possible for our social *standard*. 4:09

Yes... the prices...this year. may be rising, but not as fast as in previous years. :53

I voted for this government... (LN 05:08)

Stability? It's the most important thing in life.

(LN 01:54)I've worked at this factory for 25 years. (LN 01:35)

Mykola M. Lysun (Pensioner)

Well, what can I say? I cannot say that they were very easy as well as that they were difficult. But I would like to see more changes for the better, to live better... This year, the decision has been made to recalculate military pensions a little, starting from the first of July and to increase it a little bit till the new year. (ML 01:06)

Stability? The most important thing is to have peace. (01:49 ML)

14. Indeed, everyone wanted to see the standards of living and social standards to improve immediately.

Well, I understand that everyone wants everything to happen fast, but it requires time (ML 05:29)

Let this government work. They will do what they've planned. (ML 09:43)

I think the current government is working effectively. (01:29 ML)

Why, because they have shown, what they can do. And we know their results. There is hope of this government we have for the time being. (02:55 ML)

Yes, there is hope. I have hope. (ML 03:24)

Nadia Kravchenko (school principal)

00: 57 My overall teaching experience is 17 years, and this is only my second year as a school principle

02:27 (take 1) ... the education is moving forward and every year education develops.

02:55 (take 2) New legislative acts have been adopted that made our education closer to European standards.

02:55 Let's say, there are more opportunities for our children when they graduate: maybe to study abroad, maybe communicate with children of their age, participate in different international projects, programs, these are big perspectives for youth.

04:27 (take 2) Now a new state standard of elementary, comprehensive secondary school, senior school is being implemented and this gives big opportunities and perspectives for our youth.

05:41 (take 2) Considering that all the innovations that have been adopted in education sphere were initiated by this government, then it should be noted that the government takes care about the education.

06:28 As of now, such programs as IT support of educational establishments are actively used in education. Our school also received computers for a computer lab last year. The program "School bus" also functions; village schools receive buses which can get the children to the remote areas. The program "School desk" functions as well. The schools were supplied with new desks. The school books that comply with new state programs were also provided. The school is being renewed, maybe not as fast as we would want it, but rather steadily.

11: 15 (take 3) Given the difficult global situation, we can say that our government is doing everything possible for education, salary of teachers is

gradually increasing, new state programs are funded, we confidently move to the development of Ukrainian education.

1:53 It is impossible to go back. I believe the team that starts any project should bring it to the end and it takes quite a long time. And maybe it will take five, maybe ten or fifteen years to see the results, to see what this team has planned.

2:49 In the future, I see the school equipped with modern facilities, in the future, I see students who speak many foreign languages, students who are able to communicate with their peers, students who clearly see their future. I see teachers who can use the new textbooks, new programs, teachers who can also communicate with colleagues, attend international exhibitions, participate in various projects.

5:21 I can say that this government cares about the future of our children, cares about the education of modern Ukraine.

00:39 (take 2) Positive changes happen not always as fast as we would like. Dreams come true not tomorrow, it takes time, but we see the progress. THIS IS THE BEST QUOTE FOR WHAT WE NEED

1:04 I think that the government pays attention to investment in education.

Svitlana Tykhonenko (Pensioner)

00.12 I'm a pensioner now. I worked as a teacher of Ukrainian language and literature at Gymnasium #9 for 46 years.

00.34 I don't work now, and use the benefits of a pensioner.

00.44 Well, I should say life is never easy. It always offers challenges, but has happy things. They take turns, and so we live.

01.08 I've had really hard times for the last few years 'cause of family circumstances. Mother is very ill, and me... Far and by, life is life. We try to look for something positive that invigorates our lives.

00.47 Well, as for a country, first of all, we should have proper pension benefits for us not to survive but to live. This is above all things. Of course, development

of all branches and services as we are most interested in this... Medicine, shops... All of these is important for us pensioners.

01.29 No one really can go backwards. You can't step into the same river twice.

01.45 Well, we can afford to buy essential goods. Well... But this is because my husband and I receive pension benefits. I can't realize how I would live for only one pension. As prices on the market are very high... Very high.

02.40 Sure, sure... The promised 100 hryvnias added to pension benefits. I think, they would further add something, not decrease. We don't want the latter. I think, it would be positive... Would be positive.

03.16 Yes, I can. Following the promises we are given, pensions are to go up. Anyway, we can see the first steps now.

03.50 Well, government certainly works. One should be an expert to state they are doing everything sufficiently. Anyway, they got under way. We're moving forward, not backwards. So, to my mind, we'll have results, but not as quickly as we would want.

05.43 First of all, they implemented reforms. Am I right? The reforms were put in place; they had to be implemented sooner or later. And reforms are never easy, especially the first steps. So, naturally, there're mistakes and some gaps. But the most important thing is that they got under way. I think, the way they are working will lead to success.

10.15 In my opinion, we have more order, and more responsible state bodies. This is what I mean.

00.20 Sure, sure... Two years is a short term. This is not much... But if to work, this term can be sufficient, isn't it? We know this.

03.03 Future? Predictions for the future... Well, I'm not a fortuneteller, I cannot tell fortunes. But I can say that the future, first of all, depends on everyone, on his contribution to things that can be changed, done, found or organized... One must do everything oneself, and only then refer to government or some agencies. Everything depends on one's wish... As for government, I wish it efforts, energy, health and the future.

Romanova (Teacher)

1.20 I've been working at school for 28 years and have seen a lot for this time.

3.03 I've been working at school for 28 years and have seen a lot of things for this time.

4.30, 5.04 For the past couple of months our government provided the increase of wages for the employees of education sphere.

5.17 Our government constantly shows their concern about education in Ukraine.

7.04 I truly believe that our government, authority takes care about the problems of employees in education sphere in Ukraine.

7.54 I believe that our government takes care about the problems of employees in education sphere in Ukraine.

2.52 Hearing the news of the difficult situation, of a crisis in Europe, and in the world, I want to say that the Ukraine government is doing everything possible in education sector in order not to feel echo of the crisis.

3.21 The government is doing everything possible in education sector to have positive changes and not to feel crisis.

4.17 Even a few years ago, the situation was more difficult. But we see that the government is doing everything possible ...But the government is doing everything possible to make life better every day, to make education flourished, and to give our children opportunity to learn in good schools with excellent teachers, and make the design of each school and yards beautiful.

6.04 Even a few years ago, the situation was more difficult. And now our government is doing everything to bring positive change in educational sector. Our schools are provided with fine furniture, our children study with good teachers and in good classes, and our children are surrounded by love, kindness and beauty.

0:49 I think this government will continue to invest in education because it is the future.

1:37 The problems of education are very important for the government

1:53 You know that the problems of education are very important for the government

2.56 I believe that this government will always take care of teachers, provide higher wages.

Vladimir F Tereshchenko (Pensioner)

00:21 But for the past two years, at least something has changed, I mean the reforms, though the reforms have not been easy to implement. But new president Viktor Yanukovich came to power. Very good personnel is in the government now and now people feel, and we know that from talking with our veterans of the law enforcement agencies, that our government have started to think a bit about people. Let's take for instance the latest social program of the President, frankly speaking, when we heard in May that police pension would be increased in three stages, we gave the thumbs up. And we have already felt the difference on the first of July, moreover, it was a good pension increase for us. Not just ten or fifteen hryvnas, on average the increase will make somewhere around a thousand hryvnas in three stages. Well, you know that since 2002 we have not got any raise. For four years no pension raise.

Another great benefit for us is the cost of utility services. We pay only 50% of utility bills .

4:24 of course there is much to be improved in the government and the presidential administration, but it is nothing compared to the mess we had two years ago, when the president and the prime minister corresponded by mail. It just does not make sense. How is it possible to do something for the state, when the president and prime minister could not agree on anything!? Therefore, it was difficult, but now, as I have mentioned before, there is still much to be improved, but you can tell there are some changes.

05:15 Well, let's take Euro 2012 for instance: it has shown and revealed the true nature of our Ukraine. See what people say about us now: Blatter, the President of FIFA, and the presidents speak very well about Ukraine in media.

05:15 Euro-2012 has proved to all the guests, visitors, participating teams as well as the entire Europe that Ukraine is a country with great future and we will of course be part of the European Union. It is hard to say when but our chances are very promising.

06:22 This government has ensured progress and development in the country. And we can see that it was not short-term but the prospects for decades. It is important to plan long-term development of the country, the country's progress. Not just for today, but for a 10 – 15 – year period.

06:52 Because we should move ahead and look to the future.

07:12 Well, I remember when everyone was laughing at the Prime Minister, when he told in the Parliament that our cabbage prices went down. As you know a year or year and a half ago, you would go to the market and spend fifty hryvnas on a vegetable borsch, I mean without meat, while now you can buy cabbage for four hryvnas, and opinions for ninety copecks. These are just a few simple examples how little our people need – just borsch, raw bacon, cereal. Of course, it is still difficult, because our pensions are very small.

08:01 Well, I personally, as a police lieutenant colonel (I will not say how much my pension was before), have got a good pension increase under the social initiatives of the President, the Prime Minister and the Verkhovna Rada. The raise has made about a thousand hryvnas total.

08:36 Well, the additional benefits include 50% off the utilities, and it is extremely helpful. You know in winter periods the heating bill for a two-bedroom apartment is 400-500 hryvnas, and we pay only half of it. This is a big help from the state.

09:05 When the simple people got a pension increase of 100 UAH, I am not speaking of any one in particular but of average people. Moreover, the former school principle, for example, Alexandrov has got UAH 250 pension raise. That is not UAH 7 or 8 increase, we got under Tymoshenko's government. This time under the new president and prime minister you could tell it was a significant increase.

00:33 Of course, it was hard to recover after the crisis, and not only in Ukraine but all over the world. However, the changes do not come overnight, we are good as long as the economy develops and industry grows. With a sustainable economy growth we will be better off, the pensions will increase and the other social benefits will come along.

01:33 Another clear evidence of stability in the country is the fact that we have a real power vertical in the government. Good government personnel has also played an important role as opposed to the previous government, where staff rotation was as high as 18,000. It was lustration, in other words 18, 000 government officials who either resigned or were removed are good experts and professionals to learn from. I find the current personnel policy pursued by the government and presidential administration to be very good.

02:35 So, I believe it is important to build stability in the country so that people believe in their future, and know that their grandchildren, like I have four grandchildren, will not be concerned with where to live, (the government used to provide us with housing), and where to get a job to make thousands of dollars. I feel so sorry for our children and grandchildren. Well, my children are better-off, but my grandchildren...they have got a great deal of challenges ahead of them.

03:58 After 2010 elections, when Viktor F. Yanukovich became the President, and brought the new people in the parliament, it was immediately obvious that they did not come to just waste time but work and conduct the reforms that should have been done twenty years ago. Therefore, we believe that this government has made great achievements compared to what we had before: our GDP growth in 2011 made 5% compared to negative 15% in the past, and even over the first six month of this year it has grown by 2.2%. So as I've mentioned before, our people will live better as long as our economy is growing.

01:14 It is clear that they have very good intentions. Certainly, the people are expecting more, but it is clear that this government has come to make people's lives better.

03:26 Yes, any changes take time, and I am talking here not about a year, but two and three years. Again, we need to raise the economy, develop new technologies to be able to bring economic and financial growth and improve the life overall.

04:49 Well, I would not want a new government to come to power. I would prefer the existing government that has already worked for two years, to stay and continue its reforms and do even more in the future. That is what I personally wish for.

05:41 If the previous government, the one we had before, wins it will adversely affect the development of our state.

07:41 I am supporting the current government because, as I have already said, they think not just of today but the future, and because they have initiated the reforms people waited for. It is not easy to implement these reforms, which means there is still much to be done, but the changes are on the way and we can see them in the tax administration and the pension fund. The reforms will get better and better as the Verkhovna Rada makes amendments to them.

01:15 A good example will be my mother-in-law who did not receive UAH 1,000 compensation under the previous government, but this time she has been paid this UAH 1,000 in Oshchadbank. And it made her very happy. She is also very happy that her pension was increased by 165 hryvnas in May.

02:02 I would like to have a positive outlook, but you know how difficult it is to recover after this economic crisis. It would take more than a year or two to get out of this hole we are in. But I hope that after all the people in Ukraine are hardworking and strong who will overcome all these troubles and move on.

Yury V. Babich (factory shop supervisor)

01:09 if there is stability in the state, there will be stability in my family. If I get paid on time, I will be able to rest well on vacation and spend more time with my children and wife ... so, you see everything is interconnected.

02:30 Go back? Generally speaking, there is no such thing in progress like a step back. You should always move forward. So, there is no way back.

03:36 So it goes without saying that our lives have become a little better.

05:15 I mean, I can see some changes, and overall, these changes are for better.

06:44 Well, I think there is always room for more improvements. In other words, the government is doing everything possible, but it should go an extra mile and find the ways to do more and to perform better. I think there is always room for improvement.

07:39 Well, the team is a team. If the team is one big circular firing squad with everyone pulling the trigger at the same time, there will be nothing done, and if everyone is moving in the same direction, when a force is applied from one direction, then it will be very good, and such a team will definitely win.

08:14 Well, generally speaking, it was very hard 2 – 3 years ago.

00:05 There are still more positive things

Nataliya O. Karelina (factory worker)

02:24 I think that, well, that is too little time has passed since this government has come into power.

04:00 Ukraine should move only forward.

04:13 Well, the prices are rising, but not in such way as they were rising four years ago

00:41 It is impossible to do everything at once... They will do it gradually.

00:16 I think that there is no need to change the government now. The team is working. Let them complete their business to the end, that they have begun to do.

Tischenko (worker)

1:45 Financially??? What do I say? ... It was hard ... It was hard, honestly ... It was such an uncertainty in the country ... and you know...uhh... it was a bit unstable ... here and there ... then it got better ... I mean somewhat better, if you can say so. It would be right to say that the life was not easy.

2:51 Well, for me stability is a steady job, a job without any layoffs, regular and steady paycheck because you need to survive and raise children. Well, that is what stability means to me. And also stable economic situation in the country,

not what we had before ... I mean that crazy inflation ... hmm... now it is slowly getting better.

3:25 Well ... The development of the state as a whole? Well ...uhhh ... there is some progress. I must say we are gradually moving towards international level, European level. One step at a time... Rome was not built in a day. But ... we are moving ahead slowly, step by step towards progress. We are restoring old architectural monuments, fixing the roads ... everything is being improved...

4:03 , I think at this stage the government could ensure progress and development of the country.

4:42 No, I think no. You see...Ukraine just does not have any right to get back the previous government. We are moving towards a new level...so why should we make a step back? we are moving ahead.

5:02 Well, overall prices... some prices went down in a way, while some are the same, but if you take the price wage index, then ... I think it got much better. Yes, much better as it used to be back then. In those years, prices were unreasonably high while wages didn't go up. Now the situation has been more or less settled down.

8:04 ...I can say that prices have stabilized over the past two years. Well, not significantly, I must admit ... but by 80% for sure. Well,8:04 I can say how it has changed over the past year. Compared to last year, the salaries have increased in fact by 18% this year ... 18% increase. So this is progress. This is progress.

9:02 Well, I can't say much from my own experience, for example, but as for my family ... well, social benefits..., well, let's take my grandmother and people like her who draw retirement benefits from the government. So compared to two years ago, two and a half years ago, the pension has been increased. And I have a friend who is a teacher and paid from the state budget, his salary has also been increased. We are moving ahead, so to say. One step at a time but moving.

10:11 In my opinion, compared to the previous government, this government has increased social standards for people, of course, it is not a significant increase ... after all ... as I've already mentioned, changes do not happen overnight . After the mess we were left with and the state budget deficit, excuse me ... of course,

it takes time to fix everything. But ... we are getting there. Slowly, but it is still better.

00:17 In our country challenges are everywhere. But I must say that ... Well, let's take such an important event like the EURO-2012 for instance, we got well-prepared for the championship. I personally am satisfied with how everything went. Well, of course, there were some shortcomings, improvement won't come overnight ... but overall, the government has achieved good results over these four years. That is my opinion ... Actually, two years. The preparation for the championship took only two years.

1:30 Well, compared to Europe, I must tell that somehow... we ... the Ukrainians are more persevering. We do not quit but move forward. A drowning man catches at a straw – that is about us. And we always find the way out, you know? We do not give up. The crisis hit Europe harder than us, because compared to them ... we are a tough nut to crack ... no problems will kill us, endurance and perseverance is our second nature. A drowning man catches at a straw – that is about us. We do not give up. And the government helps people to survive

00:15 Well ... after all the results achieved why should we go back to the former government? ... Well, I am a practical person, you know, and I think, if one person began fixing his car but failed to finish it and then another person came to started all over again ... this car will never get fixed. The similar situation with our government. If this government put their hands on a task and is getting somewhere, it must accomplish the task. Too many cooks spoil the broth! We have experienced that before. It was under ... Kuchma and Yushchenko ... One person took on a project and left, then another person came and took over him. What's the good of that? ... See where it got us. I think, whoever took on a task must complete it.

1:20 ... if we talk about the overall efficiency of the government performance over the past two years... I must admit, they have achieved tremendous success in some specific areas. However, not everywhere, not in all industries, but one step at a time. You can't do everything at once but follow certain steps gradually to attain success. One step at a time, right? Today I put a screw into the hood, tomorrow I weld car body panels, the day after tomorrow I fix tires. So, after a month a car can be assembled. What will happen If I do all things at once? Here I

fix a tire, there I put a screw and dozens of other things - I will never make a car, then. All parts will be scattered around and I will end up messing everything up. That is why I think it would be better that way.

2:53 Of course, of course we are moving forward, headed by one team and one commander who is in charge and everyone follows his suggestions and advices. Together they pass laws. They operate totally different from what we used to have in the parliament. Remember, what a mess it was? THIS IS a good quote

The entire world saw what a mess was going on in our Parliament. I think today, we are finally at the point when Ukraine has made a right choice. We have chosen the right government.

4:03 Ukraine, raising social standards and so on ... you know, I think the current government has better chance to do that. This government is more likely to succeed than the previous one. The former government could not agree on anything. The President pursued one agenda, the parliament - another, the opposition – the other one. Everyone sought their own. The current government works together, more like a team. There are some disagreements, but they are trying to reach consensus and function more or less like a team. That is progress, visible progress. They work much better.

4:53 (previous gov) They are not trustworthy. People do not trust them anymore. Everything will be as it was before. Speaking our language, everyone will pull the trigger at the same time. I would not want that to happen again.

5:40 You know, I like Viktor Yanukovich's approach to how to get the country out of crisis. I like his 10-year action plan. And I can see that he sticks to his promises, fulfills his promises. So I think he is the man we need.

6:11 You know, I think, if we keep moving in the same direction and so far I guess our progress has reached about 60% completion ... as we got to this level, it should go faster now. My predictions are the following ... I think by the end of the first term of President Viktor Yanukovich, we will reach the European level of life. That is my hope and my desire. And for some reason I have a presentiment that it will be so.

Viktoriya S. Alekseyets (teacher)

00:36 I work as a teacher for six years.

04:31 Ok, Today teachers and tutors receive decent salary that grows every quarter, and it will continue to grow even more, in accordance with the development of the economy of Ukraine.

08:13 Today there's a great deal of attention paid to the education sphere. Particularly, to vocational education, which was neglected, forgotten.

00:18 I really believe that this gov't invests in education development

02:03 Indeed, the Ukrainian authorities invest in the education development in Ukraine
The authorities invest in the development of education in Ukraine

03:03 I would say that the authorities invest certain funds in the development of education in Ukraine.

05:30 I believe authorities are doing their utmost to develop education in Ukraine and invests in it. (if take does not work she did 6 more preceding it)

00:48 Well, I am willing to support these authorities because I understand that if... while they are there for some time, people, even considering all the possibilities, cannot develop fully and show themselves. I mean they... need to have more opportunities to show their abilities. And in the future, I thin, Ukraine will pick momentum. I can speak for myself, that there is certain stability today. I think that things will get better and better every day.

02:20 I can speak for myself that I feel confident in tomorrow, that we have certain stability, and that is why I support these authorities. I believe with every day we Ukraine will gain momentum of development, both in education and in other industries, more and more.

Maria Maidaniuk (Veteran)

00:05 You know, when the Victory Day had come...when the Victory Day had come, they embraced us, kissed and said: "We are deeply in your debt." But it had been in such a way on Victory Day, and when it came to the end, and then we happened to become, er-er-er, forgotten again.

4:00 People waited for something, but got nothing.

4:55 Well, the previous government, it gave no positive effect and-and made no good things. Save God from coming back those, those government – it can be our collapse.

Exhibit YY

To: K. Kilimnik[kkilimnik@dmpint.com]
Cc: Rick Gates[rgates6@me.com]
From: Paul Manafort
Sent: Sat 5/24/2014 7:40:27 AM
Importance: Normal
Subject: Organization of Package of documents
Received: Sat 5/24/2014 7:40:43 AM
[VK Transition Cover note.docx](#)
[VK Priorities Month 1 FINAL Eng.docx](#)
[June plan \[en\].docx](#)
[Org structure description \[en\].docx](#)
[Kyiv City Adm Proposed Re-Structure \[en\].pptx](#)
[Int'l Projects - Kyiv.pptx](#)
[comms plan master grid.docx](#)

K

I have attached what I believe are the FINAL versions of the package of documents to present today to VK. From an organizational standpoint, ideally, we would put in a tabbed 3 ring binder. The order of the documents, in whatever, format we use should be as follows

1. PJM Cover memo
2. PJM memo on Priorities
3. June Actions memo
4. Plan for restructure of KCA
5. Grid of proposed new structure for KCA
6. List of international projects ready for funding
7. Communications Grid (if it can be translated into Russian in time)

Kyiv Government – Communications Plan

Master Control Grid

This document provides a tactical map that accompanies the Kyiv government communications strategy and plan for VK. It is important to have the plan finalized prior to the election so that actions can be immediately implemented following election day.

PHASE I		
Week	Action Unit	Action
May 20-24	VK Team PJM Team	<ol style="list-style-type: none"> 1. Finalize and agree the communications strategy and plan (including tactical action items) <ul style="list-style-type: none"> - this document will outline the plan around the key messages and themes from the campaign - key is to get to work and get Kyiv working again 2. Establish a press operations center (Location TBD) <ul style="list-style-type: none"> - Ensure that all media has access (international and local) - conduct daily press briefings (first 30 days) - press center should run like a "war room" or command center for VK 3. Identify a point person inside VK operation to run the operations center (communications director ideally) 4. Prepare VK acceptance speech and messages (message – it is time to get to work) 5. Draft TPs for UDAR elected city council members and other key surrogates 6. Develop a tracking chart for first 100 days. This should be a graphic that tracks the progress the VK administration is making on every major issue. 7. Develop database of all key media outlets and publications (to be used for all communications) 8. Develop social media campaign - establish VK on Facebook, Twitter and other specific social media sites (if not already done) but transition from campaign to mayor 9. Need to develop writing and blogging program (including opeds, letters, pieces of interest) 10. Need to have plan to "refresh" or introduce new government of Kyiv website (VK branded) 11. Identify key stakeholders in the media and begin cultivating relationships – need to establish network of key media contacts that will drive themes and messages out of VK administration

REJECTION DAY May 25 th	VK Team	Prepare for election results Finalize acceptance speech (outline goals to Kyiv citizens, get to work) Make key announcements (driven by the speech) <ul style="list-style-type: none"> - opening of press center (daily briefings for first 30 days) VK needs to finalize first announcement for day after election <ul style="list-style-type: none"> - identify key messages and priorities for week 1 (see below) Finalize event schedule for first week. What venues will VK go to, which rayons, etc.
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Phase II		
Week	Action Unit	Action
May 26 - 31		First week in Office VK to hold Initial press conference outlining key priorities that he will work on immediately <ul style="list-style-type: none"> - Announcement will reflect key messages and examples of what VK will do specifically - press conferences should include international and local media to start - press conferences should generally take place in the morning (should include announcements on priorities, and then a brief period of Q&A) Implement social media plan based on key themes – daily contributions should be posted on FB, Twitter and other relevant sites <ul style="list-style-type: none"> - need to track social media activity and comments Develop hand-outs for the press on “Goals for First 100 Days” Develop media plan for the next week <ul style="list-style-type: none"> - should include daily announcement and TPs for UDAR city council members and other surrogates Schedule key interviews with international and Ukrainian media <ul style="list-style-type: none"> - important to reiterate messages during the week Schedule key calls with European leaders – Kyiv wants to be a European city <ul style="list-style-type: none"> - find best practices from other cities Finalize event schedule for second week – events should tie into key messages and themes Staff Press briefings – held daily for first week – updating on VK activity and mobilization for transition

June 1 - 7		<p>Second Week in Office VK holds weekly press conference - focus should be on introduction of new priorities from campaign and any successes from previous week - utilize the "100 Days" tracking chart Staff daily press briefings continue Continue social media activity with outreach and tracking Update any hand-outs with current progress being achieved Develop media plan for the next week - should include daily announcement and TPs for UDAR city council members and other surrogates Launch writing and blogging campaign to focus on key issues impacting Kyiv and the approach of the VK administration Schedule key interviews with international and Ukrainian media - important to reiterate messages during the week</p>
June 8 - 14		<p>Third Week in Office VK Weekly press conference - focus should be on introduction of new priorities from campaign and any successes from previous week - utilize the "100 Days" tracking chart Staff daily press briefings continue Continue social media activity with outreach and tracking Update any hand-outs with current progress being achieved Develop media plan for the next week - should include daily announcement and TPs for UDAR city council members and other surrogates Continue writing and blogging campaign to focus on key issues impacting Kyiv and the approach of the VK administration - need to constantly provide new content for the program Schedule key interviews with international and Ukrainian media - important to reiterate messages during the week</p>

June 15 - 21		<p>Fourth Week in Office Daily press conferences continue - focus should be on introduction of new priorities from campaign and any successes from previous week - utilize the "100 Days" tracking chart Continue social media activity with outreach and tracking Develop media plan for the next week - should include daily announcement and TPs for UDAR city council members and other surrogates Continue writing and blogging campaign to focus on key issues impacting Kyiv and the approach of the VK administration - need to constantly provide new content for the program Schedule key interviews with international and Ukrainian media - important to reiterate messages during the week</p>

Phase III		
Week	Action Unit	Action
June 22 - 28		<p>Continuing First 100 Days Important to continue launching key themes and messages All of the elements listed above should be in operational mode Press conferences should continue on a weekly basis (if not every few days)</p>

This document is produced natively

June Goals

Mayor VK

Legislative changes in cooperation with the central government:

1. 100% return of personal income tax collected in Kiev to the city budget and cancellation of the rule on withdrawal of 50% of this revenue to the state budget - introduce the necessary changes to the Budget Code of Ukraine in the Verkhovna Rada.
2. Hand over heads of District State Administrations to the Mayor of Kyiv - introduce the necessary changes to the Law of Ukraine "On the Capital" by the Verkhovna Rada of Ukraine.
3. Make amendments by the Verkhovna Rada to the Administrative Code of Ukraine regarding the possibility of enforcement of fines for violation of parking rules.

Logistical issues:

1. Determine the venue to place KSCA staff:
 - a. Vacate and renovate the building on Khreschatyk 36,
 - b. Place KSCA staff at one of the Kyiv business centers,
 - c. Place KSCA staff in the building of one of the Kyiv district administrations.
2. Hold the first session of the Kyiv City Council:
 - a. Form Mayor's majority in the Kyiv City Council.
 - b. Appoint the Secretary of the Kyiv City Council.
 - c. Form standing commissions of the KCC and appoint their leaders.
 - d. Adopt relevant decisions of the KCC to redistribute powers between KSCA / DSAs / Municipal Enterprises in the area of beautification of territories - 100% of responsibility for the maintenance of territories shall be assigned to the DSAs, reassign MEs to core departments.
 - e. Approve the new structure of of the Mayor's Office by a city council decision.
3. Appoint: Deputy Mayor of Kiev / Head of KSCA, Heads of DSAs, directors of KSCA departments, DSA offices, ME directors.

Platform issues:

1. Develop and approve a one-year plan (including the first 100 days) with those responsible for implementation with the necessary budgets and funding sources.
2. Assign responsible officers for the implementation of the program of the Mayor / KSCA Head in the format Mayor - Deputy Mayor - Director of Department - Head of ME and communicate plans and timelines to all those people.
3. Start a preparation program for the heating and the winter season; approve the program of the current road maintenance in Kiev.
4. Start a preparation program for the new school year.
5. Start the development of public area development program together with leading Kyiv urbanists as well as community members.
6. Start ME audits with the leading international auditing companies.

Financial issues:

1. Negotiate and approve the program of cooperation for 2014-2015, with the World Bank, the EBRD, the European Investment Bank and other international lending organizations.
2. Adopt a city council decision to issue bonds to repay existing bonds in the amount of 2.6 billion UAH.
3. Obtain the necessary funding from the CMU and adopt a respective city council decision on the continuation of payments of allowances to employees of public institutions of Kiev (teachers, doctors, and others).

Communications Program – First Weeks

1. Post-Election Press Conference – Define the mandate of the election as a demand by the Kyiv voters to bring real change to City Government and announce VK intention to bring systemic changes to Kyiv City Government beginning with his first weeks in office.
2. Meetings in the between election and oath of office should be with President, VR leaders, World Bank officials, ERBD officials, IFC officials. Additionally meetings with leaders of business communities, other political groups and civic organizations to discuss their visions, ideas and express willingness to co-operate.
3. First Press Conference as Mayor – Announce re-organization plan for Kyiv City Administration.
4. First Major Speech as Mayor – select important civic/business venue and give speech laying out comprehensive program of reform and impact expected from these reforms on ending corruption, bringing in new investment, creating new jobs and improving the quality of life of citizens of Kyiv

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Re: Restructuring of Kyiv City Government – Plan and Rationale

The main objectives of the restructuring of the Kyiv City State Administration (KSCA), district state administrations in Kyiv (DSAs) and KSCA municipal enterprises (ME):

1. Eliminate corruption by eliminating overlapping functions and unassigned areas of responsibility.
2. Clearly divide responsibilities between departments.
3. Improve the efficiency of the KSCA and its departments.
4. Improve financial performance of the KSCA and its subsidiaries KSCA by reducing the administrative apparatus of the KSCA.
5. Cut bureaucracy and increase the investment attractiveness of Kiev.
6. Define key strategic initiatives and align the entire executive vertical for their implementation.

Highlights of the restructuration:

1. Combine the positions of Kyiv Mayor and Head of Kyiv City State Administration, otherwise it is not clear, for whom Kyivans vote.
2. Clearly divide the responsibilities between the KSCA / DSAs and MEs - there should not be 2 or more responsible officers for key processes in Kiev.
3. Heads of DSAs should be fully responsible for beautification and maintenance functions (cleaning, gardening, combating illegal placement of kiosks, snow removal, garbage collection, etc.). This is the main task of the DSAs.
4. Separate workflows to meet the current challenges and strategic initiatives.

Highlights of KSCA restructuring:

1. Reduce the number of Vice-Mayor / Deputy Heads of the KSCA from 5 to 3.
2. Reduce the number of entities in the KSCA from 19 today (16 departments and 3 offices) to 15 departments.
3. Create a structure of responsible officers for the implementation of strategic KSCA initiatives.
4. Separate workflows to meet the current challenges and strategic initiatives.

Highlights of DSA restructuring:

1. Heads of DSAs will be appointed by the Mayor of Kiev.
2. Heads of DSAs would be personally responsible for the maintenance of his territory, for this relevant MEs, powers and budgets will be made available at the district level.
3. All 10 DSAs will have a standardized structure (offices and MEs).
4. Separate workflows to meet the current challenges and strategic initiatives.

Highlights of ME restructuring:

1. Reduce the amount of MEs from the existing 183 to 85 by combining MEs with identical functions and liquidate unnecessary MEs.
2. Create supervisory boards at key MEs.
3. Clearly subordinate all MEs to relevant KSCA departments.
4. Analyze and audit the work of district MEs.
5. Separate workflows to meet the current challenges and strategic initiatives.

Re: Announcement of the Priorities in the First Month of VK
Administration
Date: May 21, 2014

The purpose of this memorandum is to lay out a framework to identify the key priorities of the incoming VK Administration and to build a Communication Program to promote these priorities.

The policy initiatives track the main promises of the VK campaign. The initiatives are built on the following commitments:

1. To get the Kyiv City Government working again
2. To bring economic development to Kyiv and create new, quality jobs and improve the lives of its citizens;
3. To end corruption at all levels of the City Government

First Week In Office

It is very important that upon taking the oath of office, Mayor VK clearly defines his objectives for the first 100 days of his Administration.

The goal is to demonstrate that Mayor VK has a plan that will address the issues affecting city government and is marshaling the resources of the government to analyze the structural problems facing Kyiv and to bring real results to the City.

In this context, VK should stress the main priorities of his government and use examples to define how he intends to bring real change to Kyiv.

The people of Kyiv need to understand that VK will be an activist Mayor who will work with his political allies in the National Government and his UDAR team on the City Council to reform and re-organize Government.

There are a number of action items which are necessary to implement the priorities and initiatives listed in this Memorandum. These actions will be set out in a subsequent memorandum.

1. Priority #1 – Get Kyiv City Government working Again

There are 2 main components of this campaign promise. First is to end the chaos and disorganization that currently characterizes the City Government and the second is to secure appropriate funding from the national government.

The initial policy initiatives in this thematic are the following:

1. ***Take back the Kyiv Administration building.*** This will restore the ability of the City Government to manage the interests of Kyiv from its municipal offices and end the chaos caused by the government building being occupied by protesters from the February Maiden.

In parallel, it will be necessary to start a project to move all KSCA staff to a single new building - today KSCA departments are scattered around the center of Kiev (Khreschatyk Str, Shevchenko Boulevard, Leontovich Str, Bohdan Khmelnytsky Str and other streets).

2. ***Work with the Presidential Administration and the VR to pass legislation that will allow Kyiv Government to keep 100% of its income taxes to cover its budget needs.*** This will allow the City to cover its basic needs, rule out budget withdrawals and supplemented by international funding programs the City will be able to expand the services needed to deal with the issues affecting the everyday lives of the people of Kyiv.
3. ***Pursue legislation that will allow all District Directors to be appointed by the Mayor, not the President.*** This will create accountability of political appointees to the City Government and allow the Mayor to instill discipline on City employees and work with his appointees to end corruption throughout the layers of City Government. Clearly distribute authority and responsibilities between the KSCA and district state administrations.
4. ***Call for an Audit of the communal enterprises and district organizations that are a part of the City Government.*** These structures are duplicative, ineffective, not accountable and in many cases riddled with corruption. The purpose of the Audit is to streamline government, bring an end to layers of corruption and save money that can be allocated to other government projects.

2. Priority #2 - Bring Economic Development to Kyiv and create new and quality jobs and a better living environment for all Kyiv citizens.

The main goals of this priority are to improve the regulatory environment to make it easier to attract both domestic and foreign investment and to encourage the growth of companies doing business in Kyiv today.

1. There are a number of programs dealing with infrastructure improvements, road improvements, transportation needs and creation of technoparks that are ready for funding by international organizations such as the World Bank and ERBD. The projects need to be analyzed, prioritize for immediate funding and implementation and announced.
2. Implementation of a reform program that would overhaul the medical services industries in Kyiv. This program would provide for better quality and less expensive medical services which would improve the quality of life for the most needy of citizens.

3. Priority #3 - Ending Corruption at all levels of City Government.

A major campaign commitment was to create a government that would be open, honest and streamlined to end the opportunities for corruption to flourish. There

are a number of actions that must be taken but initially it is important to set the tone by laying out the initial steps that will be taken to get control of City Government.

1. ***Streamline the regulatory procedures for interaction between the Government and private enterprises and citizens.*** This reform will review the processes that are currently employed by the City Government that can be outsourced to private enterprise, thereby creating cost savings for the Government, better services by the private enterprises, and fostering of new jobs in the private sector. A prime example to be highlighted in the announcement is the preparation for the use of equipment for winter season.
2. ***Conduct an Audit of all of the communal and district enterprises.*** The purpose of this Audit is to determine what actions can be taken to make the enterprises accountable to the City Government, end duplication of services, government waste and redundant jobs. This Audit would analyze all city procedures and define a new regulatory scheme that would provide for more open government and reduction of permits and licenses.
3. ***Work with the National Government to create a City Police system under the control of the Kyiv Administration.*** As a part of the National government's decentralization program, the City Government will conduct an audit and implement a plan of action for security of the City under a municipal police force.

Conclusion

The initiatives laid out in this memorandum are a sample of the types of programs that should be part of the first major address of Mayor VK. The recommended actions establish a commitment to change, an understanding of the complexities of government and an aggressive reform program to end the chaos and corruption of Kyiv and replace it with a real substantive changes.

Promoted properly, Mayor VK will send a strong signal that he is prepared for the challenges of the job and will bring a fresh approach to the management of City Government.

To: VK
From: PJM
Re: First 100 Days – Priorities of the New Mayor
Date: May 24, 2014

The impressions created in the first month as Mayor are vital to create the momentum to bring real change to Kyiv. Such change is vital to impress the voters of Ukraine that you are a serious reformer who will fight the bureaucracies and represent the people's interests over the vested interests.

The package of documents provided today integrate your campaign promises with the details of reforms necessary in order to be successful in your early months. I have held a series of meetings with experts in Kyiv City Government. They have provided me with detailed analyses of the reforms needed in order to provide the framework for implementation of the promises you made to the voters of Kyiv.

The package consists of the following documents

1. A memo that ties the campaign promises to the reforms that can be implemented in the first 100 days of your Administration
2. A framework for actions in the month of June that are consistent with the priorities laid out in my memo to you. This memo lays out the plan of activity for you in the first month.
3. A proposed plan to re-structure the Kyiv City Administration. This restructuring is key to bringing real change to Kyiv and impacts all areas of your campaign promises – reform, accountability, efficiency, ending corruption, attracting investment, creating new jobs, improving the lives of the citizens of Kyiv.
4. A grid of the proposed, new structure of Kyiv City Administration with the current structure attached for comparative purposes.
5. A list of international projects that are ready to be signed by various international organizations (WB, ERBR, IFC) with the City of Kyiv.

From these documents you can get a sense of the range of actions that must be targeted immediately. I have also organized a framework for a draft communications plan that lays out your initial press conferences and interactions with the media.