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Description of document: Federal Housing Finance Agency (FHFA) Conservatorship Order 2008-006 (two[2] records), 2008

Requested date: 29-July-2018

Release date: 14-September-2018

Posted date: 22-July-2019

Source of document: FOIA Request
Federal Housing Finance Agency
400 7th Street, SW
8th Floor
Washington, D.C. 20219
Fax: 202-649-1073
Email: foia@fhfa.gov

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From: Easter, Stacy <Stacy.Easter@fhfa.gov>
Cc: Easter, Stacy <Stacy.Easter@fhfa.gov>
Sent: Fri, Sep 14, 2018 12:15 pm
Subject: FHFA FOIA No. 2018-FOIA-061
September 14, 2018

Re: FHFA FOIA No. 2018-FOIA-061

This letter is in response to your Freedom of Information Act (FOIA) request, dated July 29, 2018. Your request was received in the Federal Housing Finance Agency's (FHFA) FOIA office on August 6, 2018, and assigned FHFA FOIA request number 2018-FOIA-061. Your request was processed in accordance with the FOIA (5 U.S.C. § 552) and FHFA's FOIA regulation (12 CFR Part 1202).

You requested, "[a] copy of the listing of Conservatorship orders at FHFA. A copy of Conservatorship Order 2008-006."

In regards to your request for a copy of conservatorship order 2008-006, FHFA has searched its files and records and has located two documents responsive to your request. The FHFA has determined that the documents are releasable in their entirety. A copy of the accessible material is attached.

In regards to your request for a listing of conservatorship orders, FHFA did not locate any records responsive to your request. Please note that when determining the scope of a FOIA request, courts have generally held that agencies are not required to respond to requests by creating records. See e.g. *LaRoche v. SEC*, 289 F. App'x 231, 231 (9th Cir. 2008) and *FlightSafety Servs. Corp. v. Dept. of Labor*, 326 F. 3d 607, 613 (5th Cir. 2003).

This is FHFA's final decision on your FOIA request. If you wish to appeal any aspect of FHFA's decision on your request, you must forward within 90 days:

- A copy of your initial request;
- A copy of this letter; and
- A statement of the circumstances, reasons, or arguments for seeking disclosure of the affected record(s).

The appeal must be sent either electronically by 5pm to foia@fhfa.gov or by mail to the "FOIA Appeals Officer" at 400 7th Street, SW, 8th Floor, Washington, DC 20219. The subject line, or the envelope and the letter of appeal, must be clearly marked "FOIA Appeal." Please note that all mail sent to FHFA via the United States Postal Service is routed through a national irradiation facility, a process that may delay delivery by approximately two weeks. For any time-sensitive correspondence, please plan accordingly.

Additionally, you may seek dispute resolution services from the Office of Government Information Services (OGIS) at the National Archives and Records Administration. OGIS can be reached at 8601 Adelphi Road – OGIS, College Park, Maryland 20740-6001; by email at ogis@nara.gov; by telephone at 202-741-5770 or toll free at 1-877-684-6448; or by facsimile at 202-741-5769.

Your FOIA request is releasable to the public under subsequent FOIA requests. In responding to these requests, FHFA does not release personal information, such as home or email addresses and home or mobile telephone numbers which are protected from disclosure under FOIA Exemption 6 (5 U.S.C. § 552(b)(6)).

There are no fees associated with processing this request.

If you have any questions regarding the processing of your request, please contact me directly at Stacy.Easter@fhfa.gov.

Sincerely,

Stacy J. Easter
FOIA/Privacy Officer
FOIA Public Liaison
Office of General Counsel | O G C
Federal Housing Finance Agency | F H F A
O: 202.649.3067 | Stacy.Easter@fhfa.gov

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**UNITED STATES OF AMERICA
FEDERAL HOUSING FINANCE AGENCY**

In Re Conservatorship of:

Federal National Mortgage Association

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) Order No. 2008-006
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**ORDER REGARDING FUNCTIONS AND AUTHORITIES
OF THE BOARD OF DIRECTORS AND ITS MEMBERS**

In accordance with the powers granted to the Federal Housing Finance Agency ("FHFA") under the Federal Housing Enterprises Financial Safety and Soundness Act of 1992, Title XIII, P.L.102-550, as amended by the Federal Housing Finance Regulatory Reform Act of 2008, P.L. 110-289, it is hereby ordered that:

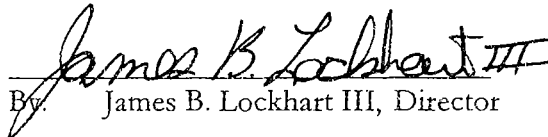
1. There shall be a non-executive Chairman of the Board of the Federal National Mortgage Association ("Fannie Mae"). The Chief Executive Officer will be the only corporate officer serving a member of the Board of Directors.
2. In accordance with Section 1162 of P.L. 110-289, the Conservator has determined that the appropriate number of directors shall be a minimum of nine (9) and not more than thirteen (13). The initial members of the Board shall be appointed by the Conservator, in consultation with the Chairman. Subsequent vacancies may be filled by the Board, subject to review by the Conservator.
3. The directors of Fannie Mae serve on behalf of the Conservator and shall exercise authority as directed by the Conservator.

4. The standing Board Committees are (a) the Audit Committee, (b) the Compensation Committee, (c) the Nominating/Governance Committee, and (d) a Business and Risk Committee (or similarly-named committee).
5. The Members of the Board of Directors and standing Board Committees of the Freddie Mac shall function in accordance with the applicable designated duties and with the authorities as set forth in federal statutes, regulations and FHFA examination and policy guidance, Delaware law (insofar as the corporation has previously adopted its provisions for corporate governance purposes pursuant to 12 C.F.R. §1710.10) and in the Bylaws and applicable Committee Charters in existence at Fannie Mae as of this date (as may be amended with the consent of or by the Conservator, or as modified by a letter to the Board from the Conservator), as such duties or authorities may be modified by the Conservator.
6. With notice to the Chairman, the Director of FHFA or his or her representative may attend any board meeting including committee meetings and executive sessions.

This Order shall become effective upon its execution by the Conservator, provided that the delegation of the authority to the Board effectuated by the Order shall not be effective until at least nine (9) Board members have been appointed and remains in effect until modified or rescinded.

Ordered this 24th day of November, 2008.

FEDERAL HOUSING FINANCE AGENCY
As Conservator for
Federal National Mortgage Association
("Fannie Mae")


By: James B. Lockhart III, Director

UNITED STATES OF AMERICA
FEDERAL HOUSING FINANCE AGENCY

In Re Conservatorship of:

Federal Home Loan Mortgage Corporation

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) Order No. 2008-006
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)

**ORDER REGARDING FUNCTIONS AND AUTHORITIES
OF THE BOARD OF DIRECTORS AND ITS MEMBERS**

In accordance with the powers granted to the Federal Housing Finance Agency (“FHFA”) under the Federal Housing Enterprises Financial Safety and Soundness Act of 1992, Title XIII, P.L.102-550, as amended by the Federal Housing Finance Regulatory Reform Act of 2008, P.L. 110-289, it is hereby ordered that:

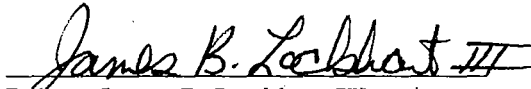
1. There shall be a non-executive Chairman of the Board of the Federal Home Loan Mortgage Corporation (“Freddie Mac”). The Chief Executive Officer will be the only corporate officer serving a member of the Board of Directors.
2. In accordance with Section 1162 of P.L. 110-289, the Conservator has determined that the appropriate number of directors shall be a minimum of nine (9) and not more than thirteen (13). The initial members of the Board shall be appointed by the Conservator, in consultation with the Chairman. Subsequent vacancies may be filled by the Board, subject to review by the Conservator.
3. The directors of Freddie Mac serve on behalf of the Conservator and shall exercise authority as directed by the Conservator.

4. The standing Board Committees are (a) the Audit Committee, (b) the Compensation Committee, (c) the Nominating/Governance Committee, and (d) a Business and Risk Committee (or similarly-named committee).
5. The Members of the Board of Directors and standing Board Committees of the Freddie Mac shall function in accordance with the applicable designated duties and with the authorities as set forth in federal statutes, regulations and FHFA examination and policy guidance, Virginia law (insofar as the corporation has previously adopted its provisions for corporate governance purposes pursuant to 12 C.F.R. §1710.10) and in the Bylaws and applicable Committee Charters in existence at Freddie Mac as of this date (as may be amended with the consent of or by the Conservator, or as modified by a letter to the Board from the Conservator), as such duties or authorities may be modified by the Conservator.
6. With notice to the Chairman, the Director of FHFA or his or her representative may attend any board meeting including committee meetings and executive sessions.

This Order shall become effective upon its execution by the Conservator, provided that the delegation of the authority to the Board effectuated by the Order shall not be effective until at least nine (9) Board members have been appointed and remains in effect until modified or rescinded.

Ordered this 24 day of November, 2008.

FEDERAL HOUSING FINANCE AGENCY
As Conservator for
Federal Home Loan Mortgage Corporation
("Freddie Mac")


By: James B. Lockhart III, Director