

EXHIBIT F

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MEDIA

General Counsel for Al Jazeera America Appears to Be Unlicensed

By **FRANK G. RUNYEON** and **JOHN KOBLIN** NOV. 8, 2015

David W. Harleston, an executive who serves as general counsel for the media company Al Jazeera America, has had a busy year.

He has helped oversee lawsuits against DirecTV and Al Gore, who sold his Current TV network to the company. There are wrongful-termination cases brought by former employees who accuse the news channel of fostering a sexist and anti-Semitic environment. Earlier this year, he dealt with the departure of the company's chief executive, who stepped down after employees complained about what they described as a culture of fear.

But according to court officials, there are no records that indicate Mr. Harleston is licensed to practice law in New York State, where Al Jazeera America has its headquarters. He has also not been admitted in any other jurisdiction, according to research by The New York Times.

After an inquiry from The Times, Al Jazeera America said on Sunday that it had suspended Mr. Harleston and hired the law firm Skadden, Arps, Slate, Meagher & Flom to conduct an investigation.

“My No. 1 priority has been to run Al Jazeera America to the highest professional and business standards,” said Al Anstey, the current chief executive of the company. He added, “I take very seriously any potential issue that could jeopardize the reputation and integrity of Al Jazeera America.”

Mr. Harleston did not respond to several requests for comment.

In most states, it is unlawful for non-lawyers to give legal advice, perform legal work or present themselves as lawyers. The crime is rarely prosecuted in New York, especially against non-lawyers working in the role of internal counsel at a company.

Though there are no records that he ever gained admission to the bar, Mr. Harleston passed the New York State bar exam in February 1986, according to legal records. That means one of two things, according to court officials: Either he did not complete his application to the court for admission, or he failed the “character and fitness” review.

Al Jazeera America has had a rough start since its inception a little more than two years ago, with troubles including low ratings, employee complaints and employee lawsuits.

As the company’s chief counsel, Mr. Harleston oversees the management of Al Jazeera’s legal functions. He has been “at the center of extremely sensitive matters involving the channel’s contracts regarding sales, distribution, advertising, marketing, purchases and human resources,” said Marcy McGinnis, a former news executive at Al Jazeera America who resigned in May.

Legal experts warn that Mr. Harleston’s lack of a law license could leave Al Jazeera America vulnerable in the employee-discrimination lawsuits. Ronald Minkoff, a New York lawyer specializing in professional responsibility and legal ethics, said he believed that this could lead to a battle over the confidentiality of Mr. Harleston’s internal emails and other communications.

“In any litigation that the company is involved in, as soon as this comes out there is going to be this issue about privilege,” Mr. Minkoff said.

A lawyer’s emails and other communications are confidential because of attorney-client privilege. But that protection could be lost if a general counsel is not a lawyer, and those emails could be used in litigation against the company.

After graduating from Harvard College and Yale Law School, Mr. Harleston was a clerk for Judge Stephen Reinhardt of the United States Court of Appeals for the Ninth Circuit and then practiced at Simpson Thacher & Bartlett from 1985 to 1989. Mr. Harleston “litigated extensively” for the firm, according to his corporate profile on Al Jazeera’s website. (Mr. Harleston’s brother, Jeffrey, is general counsel at Universal Music Group. He is a licensed lawyer in California, according to state records.)

A Simpson Thacher spokeswoman declined to comment.

After Simpson Thacher, Mr. Harleston worked for a year as counsel for Sony Music Entertainment, and then worked as president of Def Jam Recordings, the rap music label that Russell Simmons helped found. Over the next 20 years, Mr. Harleston went on to serve as an internal lawyer for several media organizations, and in 2005 joined Current, which was later acquired by Al Jazeera.

“I’ve been involved in a few cases where people slipped through the cracks — lied and gotten away with it for a while,” Mr. Minkoff said, remembering instances in which fake lawyers fooled their firm and their clients. “You just hope that they didn’t hurt anybody in the process.”

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